ester INDUSTRIES LTD.

CIN: L24111UR1985PLC015063

Date: 4th September 2025

BSE Limited (BSE) Department of Corporate services Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001	National Stock Exchange of India Limited (NSE) Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051
Scrip Code: 500136	**Symbol: ESTER**

Dear Sir/Madam,

Subject: Notice of 39th Annual General Meeting along with Annual Report of the Company for the Financial Year 2024-25

This is further to our letter dated 30th July 2025 wherein the Company had informed that the 39th Annual General Meeting (AGM) of the Company is scheduled to be held on Friday, 26th September, 2025 through Video Conferencing, in accordance, with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

In terms of the requirements of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the Company including the Business Responsibility and Sustainability Report and the Notice of AGM for the financial year 2024-25, which is being sent only through electronic mode to the Members who have registered their e-mail addresses with the Company/ RTA / Depositories.

The Annual Report containing the Notice of AGM is also uploaded on the Company's website and can be accessed at https://www.esterindustries.com/investors/financial-reports/annual-report.

You are requested to kindly take the above information on record.

Thanking you,

Yours faithfully,
For **Ester Industries Limited**

Poornima Gupta

Digitally signed by Poornima Gupta
Date: 2025.09.04 17:03:31 +05'30'

Poornima Gupta
Company Secretary & Compliance Officer
Membership No.: A49876

Encl: as above

Innovating Sustainable Solutions

39TH ANNUAL REPORT

2024 - 25

CORPORATE INFORMATION

Board of Directors	Mr. Arvind Singhania Mr. Ayush Vardhan Singhania Mr. Pradeep Kumar Rustagi Mrs. Padmaja Shailen Ruparel Mr. Atul Agarwal Mr. Abhay Anant Gupte	Chairman & CEO Whole-Time Director Executive Director - Corporate Affairs Independent Director Independent Director Independent Director
Chief Financial Officer	Mr. Sourabh Agarwal	
Company Secretary & Compliance Officer	Ms. Poornima Gupta	
Statutory Auditors	M/s Walker Chandiok & Co. LLP, Gurgaon	
Lenders	Bank of India Bank of Baroda Canara Bank HDFC Bank Limited Tata Capital Limited Karnataka Bank Limited IDFC First Bank Limited Bajaj Finance Limited	
Corporate/Head Office	Plot No. 11, Block-A, Infocity-I, Sector - 34, Gurgaon - 122001, Haryana	
Registered Office	Sohan Nagar, P.O. Charubeta, Khatima - 262 308, District Udham Singh Nagar, Uttarakhand	
Registrar & Share Transfer Agent	Mas Services Limited T-34, Okhla Industrial Area, Phase-II, New Delhi - 110 020	
Listing of Securities	BSE Limited National Stock Exchange of India Limited	

CONTENTS

MESSAGE FROM CHAIRMAN & CEO

It gives me great pleasure to share with you the highlights of a transformative and forward-moving year for Ester. FY 2024–25 was a defining year that not only tested our resilience but, more importantly, reaffirmed the strength of our strategic foundation, the agility of our teams, and our unwavering focus on building a future-ready, responsible enterprise.

Ester is building on its strong legacy in specialty polymers and polyester films to embark on a transformative next phase of growth. Rooted in decades of manufacturing excellence and deep R&D capabilities, we are strategically shifting towards a more value-added portfolio, with a clear focus on innovation, specialization, and sustainable, high-margin solutions. Our "4G Model" framework—Growth, Gain, Granularity, and Guardrails—captures this strategic direction. It aims to drive growth by scaling high-potential businesses, enhance gains through value-added products, achieve granularity via technical services and R&D, and maintain guardrails through cost discipline and operational excellence. This integrated approach positions Ester for long-term, sustainable value creation and margin resilience.

Market Outlook

The global transition toward high-performance, recyclable, and application-specific materials is accelerating demand for specialty polymers across packaging, textiles, electronics, and industrial sectors. Aligned with this shift, Ester's specialty polymer business is well-positioned to capture long-term growth through its patented technologies, advanced formulation capabilities, and deep application expertise. Our portfolio addresses structural demand in four key segments—Textiles, carpets, consumer electronics and packaging films, —each undergoing strong market evolution driven by sustainability, performance, and regulatory needs. With nearly 90% of this business serving export markets—including the U.S. and China—we are addressing niche, value-added applications characterized by high entry barriers and consistent demand. Together, these two complementary businesses provide a balanced foundation that combines operational stability with innovation-led growth and global market relevance. Backed by innovation, customer partnerships, and a sharp focus on functional value, we are poised to lead this transformation across global markets.

Coming to flexible films market, the global demand for thin BOPET films is rising steadily, fueled by growth in packaged food and FMCG consumption, particularly across Asia and Africa. Factors such as expanding middle-class populations, greater access to modern retail, and a shift toward convenience-driven lifestyles are boosting the need for high-performance packaging. Regulations around sustainability, like India's PWMR rules mandating 10% PCR usage, are further accelerating the shift toward recyclable films, creating premium opportunities for innovation-led players like Ester. With demand expected to grow from ~5.2 million MT in 2025 to ~6.7 million MT by 2030, the outlook remains strong, especially in Asia, which accounts for over 80% of global consumption. However, the excess global capacity has limited margin expansion possibilities. This is why our focus is on rapidly growing specialty films where we foresee good margins and the limited impact of global overcapacity. With increasing global emphasis on sustainability, recyclability and environmental compliance, we are well-positioned to lead with high-quality, environmentally responsible film. Our strong R&D capabilities continue to be a key differentiator, enabling us to stay at the forefront of innovation and deliver on our specialty films focus.

Resilient Growth Backed by Innovation

Ester recorded consolidated revenues of ₹ 1,282 crores, marking a healthy 21% growth year-on-year, led primarily by the robust performance of our Specialty Polymers division.

This Specialty Polymers segment grew revenue by 72% year-on-year to ~172 crores and EBIT rising by 165% year-on-year to ~58 crores, supported by strong customer uptake of our customized polymer compounds. We continue to see growing interest in our high-performance PBT and co-polyester solutions across consumer electronics, mobility, and packaging sectors.

Our Polyester Films business also witnessed stabilization, with a 15% revenue growth Year-on-year to ₹ 1,110 crores. While PAT improved from a negative of ~121 crores to a positive of ~14 crores, the profitability was affected by a ₹ 4 crore foreign exchange loss and elevated competitive pressures from overseas markets though our strategic push toward specialty and value-added films continues to deliver encouraging results.

Sustainability: Core to Ester's Purpose

At Ester, we view sustainability as our core purpose. It is therefore our strategic driver of innovation, competitiveness, and long-term impact. Our approach is centred around:

- **Reducing environmental footprint** through circular materials and resource-efficient operations
- **Developing sustainable product alternatives**
- **Aligning with global ESG standards and customer mandates** for traceability and compliance

Strategic JV with Loop Industries: A Step Toward Infinite Recyclability

In lines with our focus towards sustainability, a defining highlight of FY25 was our Joint Venture with Loop Industries Inc., to establish the JV company 'Ester Loop Infinite Technologies Private Limited (ELITe)' in India. This facility will produce low carbon rDMT, rMEG, and specialty polymers using cutting-edge polyester recycling technology, directly addressing regulatory pressure around plastic waste and enhancing our ability to serve customers across textiles, packaging, automotive, electronics, and cosmetics sectors.

The facility, expected to commence operations by Q4 2027, will make ELITe one of the first Indian companies equipped to deliver chemically recycled PET at scale, serving packaging, textile, and specialty material markets. This JV underscores our deep commitment to sustainability and our long-term strategy of participating in next-generation recycling ecosystems.

Our long-term vision is clear: to build Ester into a global leader in innovative sustainable materials, committed to responsible growth, circular innovation, and enduring value for our stakeholders.

On behalf of the Board and management, I would like to thank all our employees, partners, and customers for their trust and contribution during the year. And to our shareholders, investors, banks & institutions, I extend my deepest gratitude for your continued confidence in our journey. With your support, we will continue to redefine our industry, not just with better performance, but with purpose.

We are building Ester not just for today, but for the future "a company that thrives on innovation, grows with responsibility, and leads with purpose."

With Regards,

Arvind Singhania

Chairman & CEO

NOTICE is hereby given that the **39th ANNUAL GENERAL MEETING ("AGM")** of ESTER INDUSTRIES LIMITED will be held on **Friday, 26th September, 2025 at 12:00 Noon (IST)** through Video Conferencing **("VC")**/Other Audio-Visual Means **("OAVM"),** to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at Sohan Nagar, P.O. Charubeta, Khatima- 262308, Distt. Udham Singh Nagar, Uttarakhand.

ORDINARY BUSINESS

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2025 together with the Reports of the Board of Directors and Auditors thereon.

2. To declare the final dividend of ₹ 0.60/- per equity share of ₹ 5/- each for the financial year ended 31st March 2025.

3. To appoint a director in place of Mr. Pradeep Kumar Rustagi (DIN: 00879345), who retires by rotation and being eligible, offers his candidature for re-appointment.

SPECIAL BUSINESS

4. **Appointment of M/s. Dhananjay Shukla & Associates, Company Secretaries (ICSI Unique Code: P2025HR323300), as Secretarial Auditors of the Company**

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

   "RESOLVED THAT pursuant to provisions of Sections 204 and 179(3) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), re-enactment thereof for time being in force) and circulars issued thereunder from time to time, and based on the recommendations of the Audit Committee and the Board of Directors M/s. Dhananjay Shukla & Associates, Company Secretaries (ICSI Unique Code: P2025HR323300), be and are hereby appointed as the Secretarial Auditors for the Company, to hold office for a term of 5 (Five) consecutive years i.e. from financial year 2025-26 to financial year 2029-30, on such remuneration as may be mutually agreed between the Board of Directors and the Secretarial Auditors.

   RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

5. **Ratification of Remuneration to Cost Auditors for financial year ending 31st March 2026**

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

   "RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to M/s. R. J. Goel & Co., Cost Accountants (Firm Registration No. 00026), appointed by the Board of Directors on the recommendation of the Audit Committee as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending 31st March 2026 amounting to ₹ 4,00,000/- (Rupees Four Lacs) plus applicable taxes and re-imbursement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified."

By Order of the Board of Directors
For Ester Industries Limited

Sd/-
Poornima Gupta
Company Secretary and Compliance Officer
Membership No.: A49876

Place: New Delhi
Date: 30th July 2025

NOTES

Explanatory Statement

1. The relevant Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 **("Act")**, relating to the Special Business to be transacted at this AGM, and details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended **["Listing Regulations"]** and Secretarial Standard 2 on General Meetings issued by The Institute of Company Secretaries of India in respect of Item No. 3 i.e. Director seeking re-appointment at the AGM, is annexed hereto and forms part of the Notice.

Virtual Meeting

2. The Ministry of Corporate Affairs **('MCA')** has vide its General Circular No. 20/2020 dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 09/2024 dated 19th September, 2024 **("MCA Circulars")**, has allowed the Companies to conduct the AGM through VC/OAVM till 30th September, 2025. In compliance with the provisions of Act, Listing Regulations and MCA Circulars, the 39th AGM of the Company shall be conducted through VC/OAVM. National Securities Depository Limited (NSDL), will be providing facilities in respect of:

   (a) voting through remote e-voting;

   (b) participation in the 39th AGM through VC/OAVM facility; and

   (c) e-voting during the AGM.

3. As per SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024

which came into effect from 13th December, 2024, the requirement to send proxy forms is not applicable to general meetings held only through electronic mode. As this AGM would be conducted through VC / OAVM, the requirement to provide facility for appointment of Proxy by the Members is not applicable. Hence, the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

Authorised Representative

4. Pursuant to the provisions of Section 113 of the Act, Institutional/Corporate Members are entitled to appoint authorized representative(s) to attend, participate at the AGM through VC / OAVM and cast their votes through e-voting. In this regard, the Institutional/Corporate Members are required to send the latest certified copy of the Board Resolution/authorization letter/power of attorney authorising their representative(s) to attend the meeting and vote on their behalf through e-voting, together with attested specimen signature(s) of the duly authorized representative(s). The said resolution/ authorization letter/power of attorney shall be sent by the body corporate through its registered e-mail address to the Scrutinizer at **cs.akashjain@yahoo.com** with a copy marked to **investor@ester.in.**

Dispatch of Annual Report and process for Registration of E-mail Addresses:

5. In accordance with the circulars issued by MCA and SEBI, the Notice of the 39th AGM along with the Annual Report for the financial year 2024-25 is being sent by electronic mode to Members whose e-mail ids are registered with the Company/Registrar & Share Transfer Agent (RTA) or the Depository Participants (DPs). Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to Members whose e-mail ids are not registered with Company/RTA/DP providing the weblink of Company's website from where the Annual Report for financial year 2024-25 can be accessed.

6. Members who have not registered their e-mail addresses and wish to receive the AGM Notice and Annual Report, or participate in the AGM, or cast their votes through remote e-voting or e-voting during the meeting, are requested to get their e-mail addresses and mobile numbers registered with the Company by following the guidelines as stated below:

   - **In case of Physical Holding:** Members holding shares in physical mode and who have not registered/updated their email addresses and mobile numbers with the Company, are requested to register/update their email addresses and mobile numbers at the earliest by submitting duly filled and signed Form ISR-1 (available on the Company's website at **https://www.esterindustries.com/sites/default/files/ISR-1.pdf)** along with self-attested copy of the PAN Card, and self-attested copy of any document (e.g. Driving License, Voter Identity Card, Passport) in support of the address of the Member, to the Company/ RTA at **investor@ester.in** or **investor@masserv.com.**

   - **In case of Demat Holding:** Members holding shares in dematerialized form are requested to register/update their e-mail addresses and mobile numbers with the relevant Depository Participant. In case of any queries/difficulties in registering the e-mail ids with their DPs, Members may write to the Company's RTA at **investor@masserv.com.**

Process for obtaining physical copy of Annual Report

7. As per Listing Regulations, physical copy of the Annual Report is required to be sent only to those Members who specifically request for the same. Accordingly, Members who wish to obtain a physical copy of the Annual Report for the financial year 2024-25, may write to the Company at **investor@ester.in** requesting for the same by providing their holding details.

8. The Notice of the 39th AGM along with the Annual Report for the Financial Year 2024-25 is available on the website of the Company at **www.esterindustries.com** and can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at **www.bseindia.com** and **www.nseindia.com** respectively, and on the website of NSDL i.e. **www.evoting.nsdl.com.**

Procedure for inspection of documents

9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and Certificate from Secretarial Auditors of the Company certifying that ESOP schemes of the Company are being implemented in accordance with the Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 shall be available for inspection by the members upon login at NSDL e-voting page at **http://www.evoting.nsdl.com** during the AGM. Further, all documents referred to in the Notice will also be available at the Registered Office of the Company for inspection without any fee on all working days except Saturday, Sunday and National Holiday, during normal business hours (9:00 A.M. to 5:00 P.M. IST) from the date of circulation of this Notice up to the date of AGM.

Procedure for remote e-voting and e-voting during the AGM

10. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the Listing Regulations and applicable circulars, the Company is pleased to provide to its Members, the facility to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. For this purpose, the Company has engaged the services of National Securities Depository Limited (NSDL) as the authorised agency for facilitating voting through electronic means. The facility of casting votes by Members using remote e-voting system (i.e. the facility of casting votes by a Member by using an electronic voting system from a place other than the venue of the General Meeting) as well as e-voting on the date of the AGM will be provided by NSDL.

11. The Company has appointed Mr. Akash Jain, Practicing Company Secretary (FCS: 9617 and COP No. 9432), to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.

12. Remote e-voting - Key Dates:

Cut-off date The date for determining the Members who are entitled to vote on the resolutions set forth in this Notice	**Friday, 19th September 2025**
Remote e-voting period Period during which Members, as on the cut-off date, may cast their votes on electronic voting system from any location	
Start Date and Time	Tuesday, 23rd September, 2025, 9:00 A.M. (IST)
End Date and Time	Thursday, 25th September, 2025, 5:00 P.M. (IST)

13. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.

14. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

15. The detailed instructions and the process for accessing and participating in the 39th AGM through VC/OAVM facility and voting through electronic means including remote e-voting are explained herein below:

Step 1: Access to NSDL e-voting system

A. For Individual Members holding shares in demat mode

Type of Individual Members	Login Method
Securities held in demat mode with NSDL.	**A. For Members registered on NSDL IDeAS facility** 1. The NSDL IDeAS facility can be accessed either on Laptop or Mobile by typing the URL **https://eservices.nsdl.com/.** 2. Once the e-Services home page appears, click on 'Beneficial Owner' under the IDeAS Section. 3. User ID and Password are required to be entered. The system will authenticate the Member by sending OTP on registered Mobile Number & e-mail id. 4. After successful authentication, click on 'Access to e-voting' under e-voting services. 5. Click on link placed under 'Actions' against the Company for which the Member wishes to exercise e-voting for casting the vote during the remote e-voting period or joining virtual AGM & voting during the AGM. **B. Members who are not already registered and wish to register for IDeAS facility** Option of Direct Registration for IDeAS facility is available at **https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp** **C. For Members not registered on NSDL IDeAS facility** 1. The NSDL e-voting website can be accessed either on Laptop or Mobile by typing the URL **https://www.evoting.nsdl.com/.** 2. Once the e-voting page appears, click on 'Login' under the 'Shareholder/Member' Section. 3. For logging in, User ID (i.e. 16-digit NSDL demat account number) and Password / OTP and a Verification Code, are required to be entered. The system will authenticate the Member by sending OTP on registered Mobile Number & e-mail id. 4. After successful authentication, the Member will be redirected to the IDeAS e-voting page.

Type of Individual Members	Login Method
Securities held in demat mode with NSDL.	5. Click on link placed under 'Actions' against the Company for which the Member wishes to exercise e-voting for casting the vote during the remote e-voting period or joining virtual AGM & voting during the AGM **'NSDL Speede' Mobile App for e-voting** For a seamless e-voting experience, Members can also download the 'NSDL Speede' App by scanning the below QR code.: 
Securities held in demat mode with CDSL	**A. For Members registered on CDSL Easi/Easiest** 1. The CDSL e-voting facility, viz. Easi / Easiest, can be accessed either on Laptop or Mobile by typing the URL **https://web.cdslindia.com/myeasitoken/Home/Login.** 2. User ID and Password are required to be entered. The system will authenticate the Member by sending OTP on registered Mobile Number & e-mail id. 3. After successful authentication, Members are required to click on NSDL, being the e-voting service provider, and choose the Company for which they wish to cast their vote. **B. Members who are not already registered and wish to register for CDSL Easi/ Easiest facility** Option of Direct Registration for Easi/Easiest facility is available at **https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration** **C. For Members not registered on CDSL Easi/Easiest** 1. Members can directly access the e-voting page by typing the URL **https://www.evotingindia.com/** either on Laptop or Mobile. 2. Members are required to provide their demat account number and PAN. The system will authenticate the Member by sending OTP on registered Mobile Number & e-mail id. 3. After successful authentication, click on link for e-voting against the Company for which the Member wishes to cast their vote.
Securities held in demat mode - login through their Depository Participants	1. Members can also login using the login credentials of their Demat Account through their Depository Participants registered with NSDL/CDSL for e-voting facility. After logging in, the e-voting option will appear. 2. Once Members click on the e-voting option, they will be redirected to the website of NSDL/CDSL. After successful authentication, they can click on options available against the Company for which the Member wishes to exercise e-voting for casting the vote during the remote e-voting period or joining virtual AGM & for voting during the AGM.

Important Note: Members who are unable to retrieve their User ID / Password are advised to use "Forget User ID" and "Forget Password" option available at the above-mentioned website.

Advisory for Members

In order to access e-voting facility, Members are requested to update their mobile number and e-mail address in their demat accounts through their DPs.

For Technical Assistance

Members facing any technical issues related to e-voting may reach out to helpdesk of the respective depositories' by sending a request on the email ids or contact on the phone numbers provided below:

NSDL	CDSL
E-mail ID: **evoting@nsdl.co.in**	E-mail ID: **helpdesk.evoting@cdslindia.com**
Toll Free No.: 022 - 48867000	Phone No.: 1800 21 09911

B. For other than Individual Members holding securities in demat mode and for Members holding securities in physical mode.

a. Visit the e-voting website of NSDL. Open web browser by typing the URL: **https://www.evoting.nsdl.com/** either on personal computer or mobile.

b. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholders/Members' section.

c. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL e-services i.e., IDeAS, you can log-in at **https://eservices.nsdl.com/** with your existing IDeAS login. Once you log-in to NSDL e-services using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

d. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

e. Password details for shareholders other than individual shareholders are given below:

i. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.

ii. If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

iii. How to retrieve the 'Initial Password'?

If your email id is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email id. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a pdf file. Open the pdf file. The password to open the pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or Folio Number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.

f. If you are unable to retrieve or have not received the 'initial password' or have forgotten your password:

i. Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL), option for reset password is available on **www.evoting.nsdl.com.**

ii. Click on "Physical User Reset Password?" (If you are holding shares in physical mode), option for reset password is available on **www.evoting.nsdl.com.**

iii. If you are still unable to get the password by aforesaid two options, you can send a request at **evoting@nsdl.co.in** mentioning your demat account number/folio number, PAN, name and registered address.

iv. Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.

Important Note: It is strongly recommended that the Members take utmost care to keep their password confidential and not to share their password with any other person. Login to the e-voting system shall be disabled upon five unsuccessful attempts to key in the correct password. In such an event, the Members are advised to use the 'Forgot User Details/Password' or 'Physical User Reset Password' option available on www.evoting.nsdl.com to reset the password.

g. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.

h. Now, you will have to click on 'Login' button.

i. After you click on the 'Login' button, Home page of e-voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system:

a. After successful login at Step 1, you will be able to see all the companies 'EVEN' in which you are holding shares and whose voting cycle and General Meeting is in active status.

b. Select 'EVEN' of the Company i.e. 135524 for which you wish to cast your vote during the remote e-voting period and during the General Meeting.

c. Now you are ready for e-voting as the voting page opens.

d. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.

e. Upon confirmation, the message 'Vote cast successfully' will be displayed.

f. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

g. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Procedure to join the AGM on NSDL e-voting system

16. After successful login, Members need to click on 'VC/OAVM' link placed under 'Join Meeting' for joining virtual meeting.

17. Members are encouraged to join the Meeting through Laptops for better experience.

18. Please note that Members connecting from mobile devices, tablets or laptops via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective networks. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

19. For convenience of the Members and proper conduct of AGM, Members can login and join at least 30 (thirty) minutes before the time scheduled for the AGM. The joining link shall be kept open throughout the proceedings of AGM. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on a first-come-first-served basis. However, the large members i.e. members 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. can attend the 39th AGM without any restriction on account of first-come-first-served basis.

20. Institutional Members are encouraged to attend and vote at the AGM through VC/OAVM. Institutional Members can write to **investor@ester.in** in case of any issues faced by them for participating in the AGM.

21. Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

22. Members who need assistance before or during the AGM, may send a request at **evoting@nsdl.com** or use Toll free no.: 022 - 4886 7000.

Procedure for e-voting during the AGM

23. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

24. Only those Members who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting, and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.

25. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

26. In case of any queries, you may refer the 'Frequently Asked Questions (FAQs) for Shareholders' and e-voting user manual for Shareholders available at the download section of **www.evoting.nsdl.com** or call on Toll free no.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at **evoting@nsdl.com.**

Process for Members whose e-mail ids are not registered with the DPs for procuring User ID and Password and registration of e-mail id for e-voting

27. Members whose shares are held in physical mode are requested to send the following details/documents at **evoting@nsdl.com** or **investor@ester.in**

- Name of the Shareholder
- Folio No.
- Self-attested copy of PAN and address proof
- Copy of Share Certificate (front and back)

28. Members whose shares are held in demat mode are requested to send the following details/documents at **evoting@nsdl.com** or **investor@ester.in**

- Name of the Shareholder
- 16-digit DP ID Client ID or beneficiary ID
- Self-attested copy of PAN and address proof
- Copy of Client Master List or Consolidated Account Statement

Speaker Registration- Procedure to raise questions or seek clarifications with respect to Annual Report

29. Members who would like to express their views or ask questions may register themselves as a speaker by sending the request along with their queries in advance mentioning their name, demat account number/folio number, e-mail id and mobile number at **investor@ester.in.** Only those speaker registration requests received till 05:00 P.M. (IST) on Friday, 19th September 2025 shall be considered and allowed as speakers during the AGM.

30. The Company reserves the right to restrict the number of questions and speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

SEBI mandate on KYC Compliance

31. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_R-TAMB/P/CIR/2021/655 dated 3rd November, 2021 as amended, has mandated registration of PAN, KYC details (viz., i. Contact Details, ii. Mobile Number, iii. Bank Account Details, iv. Signature) and Choice of Nomination, by holders of physical securities. Further, Members who hold shares in physical form and whose folios are not updated with any of the above details, shall be eligible to get dividend only in electronic mode with effect from 1st April, 2024.

32. Accordingly, payment of final dividend, subject to approval by the Members in the AGM, shall be paid to physical holders only after the above details are updated in their folios. Members may refer to FAQs issued by SEBI in this regard available on their website at https://www.sebi.gov.in/sebi_data/faqfiles/sep-2024/1727418250017.pdf (FAQ Nos. 38 & 39).

33. Communication in this regard has been sent to all physical holders whose folios are not KYC compliant at the latest available address/email-id. Members are once again requested to update their KYC details by submitting the Investor Service Request (ISR) Forms, viz. ISR-1, ISR-2, ISR-3/SH-13, as applicable, duly complete and signed by the registered holder(s) to the Company's RTA, on or before Tuesday, 9th September, 2025 so that the KYC details can be updated in the folios before the cut-off date of Friday, 19th September, 2025. ISR Forms can be accessed from Company's website at **https://www.esterindustries.com/important-information-physical-shareholders.**

SEBI mandate on issuance of securities only in demat mode

34. Regulation 40 of Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, vide its Circular dated 25th January 2022, has clarified that listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division/consolidation of share certificates, etc. In view of this and also to eliminate all risks associated with physical shares and for ease of portfolio management, the Members holding shares in physical form are requested to consider converting their holdings to demat mode. Members can contact the Company or RTA for assistance in this regard.

35. Members may note that pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated 2nd July, 2025, the company has opened a special window exclusively for the re-lodgement of transfer deeds, which were lodged prior to deadline of 1st April, 2019 and rejected/returned/not attended to due to deficiency in the documents/process/or otherwise. The said special window is open till 6th January 2026.

    Eligible shareholders may re-lodge such transfer deeds, after rectification, with the Company's RTA, MAS Services Ltd., along with supporting documents within this window.

    Shares re-lodged during this period will be transferred only in demat mode. The Shareholders must have a demat account and provide its Client Master List (CML) along with the transfer documents, share certificate(s) and other necessary document(s) while re-lodging the transfer requests with RTA. Due process shall be followed for such transfer-cum-demat requests.

E-voting Results

36. The Scrutinizer shall after the conclusion of e-voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall make a consolidated Scrutinizer's Report of the total votes cast in favour or against, invalid votes, if any, and submit it to the Chairperson of the Company or in his absence to his duly authorised Director/officer, who shall countersign the Scrutinizer's Report and declare the result.

37. The results of the e-voting along with Scrutinizer's Report shall be declared to the Stock Exchanges within the timeframe prescribed under the Act and Listing Regulations and shall also be placed on the website of the Company at **www.esterindustries.com** and on the website of NSDL at **www.evoting.nsdl.com.**

38. Resolutions will be deemed to be passed on the AGM date, subject to receipt of the requisite number of votes in favour of the resolutions.

Dividend related information

39. Dividend - Key Dates:

Record Date for Final Dividend (for determining the Members eligible for dividend)	Friday 19th September 2025
Date of payment for Final Dividend	On or before Friday, 24th October, 2025

40. Members holding shares in demat form are hereby informed that bank particulars registered with their respective DPs, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. Members holding shares in demat form are requested to intimate any change in their address and/or bank mandate to their DPs only, as the Company or its RTA cannot act on any request received directly on the same.

Note: As per SEBI requirements, effective 1st April, 2024, Companies are allowed to make dividend payments only in electronic mode. Members are once again reminded to update their PAN, KYC details, and Choice of Nomination by submitting the relevant ISR Forms before the cut-off date to ensure timely credit of dividends.

TDS related information

41. Members may note that as per the Income Tax Act, 1961, **("IT Act")** dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source (TDS) from the dividend paid to the Members at the rates prescribed in the IT Act. In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the IT Act and Rules thereunder.

    a. **For Resident Members:** Tax at source shall be deducted under Section 194 of the IT Act @ 10% on the amount of dividend declared and paid by the Company during FY 2025-26, subject to PAN details registered/updated by the Member. If PAN is not registered/updated in the demat account/folio as on the cut-off date, TDS would be deducted @ 20% as per Section 206AA of the IT Act .

       No tax at source is required to be deducted, if aggregate dividend paid or likely to be paid during the Financial Year to an individual Member does not exceed ₹ 10,000/- (Rupees Ten Thousand Only).

       In case of individual shareholders, who are mandatorily required to have their PAN Aadhaar linked and have not done so, their PAN would be considered as inoperative. Such inoperative PANs would be considered as invalid and a higher TDS rate as per Section 206AA of the IT Act would be applied. The Company will rely on the reports downloaded from the reporting portal of the income tax department for checking the validity of PANs/inoperative PANs under Section 206AA of the IT Act. Further, a Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an Individual above the age of 60 years), to avail the benefit of non-deduction of tax at source by email to Company at **investor@ester.in** or to Registrar and Transfer Agent at **investor@masserv.com** latest by Tuesday, 16th September, 2025.

       Further, in case PAN of any Member falls under the category of 'In-operative', the Company shall deduct TDS @ 20% as per Section 139AA read with Section 206AA of the IT Act .

       Further, in case of resident member having Order under Section 197 of the IT Act, TDS will be deducted at the rate mentioned in the Order; provided the Member submits copy of the Order obtained from the income-tax authorities.

    b. **For Non-Resident Members:** Taxes are required to be withheld in accordance with the provisions of Section 195 of the IT Act at the rates in force. As per the relevant provisions of the IT Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to Non-Resident Members.

    As per Section 90 of the IT Act , Non-Resident Members can avail the beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, any other document which may be required to avail the tax treaty benefits by sending an email to Company at **investor@ester.in** Registrar and Transfer Agent at **investor@masserv.com.** The aforesaid declarations and documents need to be submitted by the Members latest by Tuesday, 16th September, 2025. Incomplete and/or unsigned forms and declarations will not be considered by the Company.

    Application of TDS rate is subject to necessary verification by the Company of the Members details as available in Register of Members as on the Record Date, and other documents available with the Company/ Registrar and Transfer Agent.

    Members may note that in case the tax on said dividend is deducted at a higher rate, there would still be an option available with the Members to file the return of income and claim an appropriate refund, if eligible. No claim shall lie against the Company for such taxes deducted.

    This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax compliances and consequences in the matter of dividend payment. Members should consult their tax advisors for requisite action to be taken by them.

    Any communication/document as stated aforesaid received after Tuesday, 16th September, 2025 shall not be considered for the purpose of tax deduction. In case of any query regarding this, you may contact to Registrar and Transfer Agent viz Mas Services Limited at T-34, Okhla Industrial Area, Phase- II, New Delhi-110020; Email id-**investor@masserv.com.**

Information relating to unpaid or unclaimed dividends (Investor Education and Protection Fund)

42. Pursuant to the applicable provision of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), dividends which are not encashed/claimed by the shareholder for a period of seven consecutive years or more shall be transferred to the Investor Education and Protection Fund (IEPF) Authority.

    Members who have not yet encashed their dividend for the financial year 2018-19 (final dividend), 2019-20 (final dividend), 2020-21 (interim dividend) 2020-21 (final dividend), 2021-22 (Interim dividend), 2021-22 (final dividend) and 2022-23 (final dividend) are requested to make their claims to the Company immediately. Members may note that no claim shall lie against the Company in respect of dividend which remain unclaimed and unpaid for a period of seven years from the date it is lying in the unpaid dividend account and no payment shall be made in respect of such claims.

    The details of the unpaid/unclaimed amounts lying with the Company as on 31st March, 2024 are available on the website of the Company at **www.esterindustries.com** and also on the MCA's website. The Members may kindly check the said information and if any dividend amount is appearing as unpaid against their name, they may lodge their claim, duly supported by relevant documents to the Company. The details of unpaid and unclaimed amounts lying with the Company as on 31st March 2025 shall be updated in due course.

The IEPF Rules mandate the companies to transfer the shares of shareholders whose dividends remain unpaid/unclaimed for a period of seven consecutive years or more to the demat account of IEPF Authority. Upon transfer of such shares, all benefits (like bonus etc.), if any, accruing on such shares shall also be credited to the Demat Account of IEPF Authority and the voting rights on such shares shall remain frozen till the rightful owner claims the shares.

In view of the above, Members are requested to claim their dividends from the Company, within the stipulated timeline to avoid transfer of the underlying shares to the IEPF Account.

The Member(s) whose dividend/shares are transferred to the IEPF Authority may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on **www.iepf.gov.in** or contact Company's RTA for lodging claim for refund of shares and/or dividend from the IEPF Authority.

Saksham Niveshak 100 Days Campaign

43. Pursuant to the directions issued by the Investor Education and Protection Fund Authority (IEPFA) vide Circular dated 16th July, 2025 the "*Saksham Niveshak 100 Days Campaign*" has been launched from 8th July 2025 to 6th November 2025 with the objective to facilitate updation of shareholder's KYC particulars, bank mandate details, nomination and contact information. The shareholders are also encouraged to claim their unpaid/unclaimed dividends in order to safeguard their entitlements and avoid transfer of such dividends and the underlying shares to IEPFA in accordance with applicable statutory provisions.

    As a part of this campaign the company urges all its shareholders to take necessary steps for updating their KYC and other details to prevent transfer of unpaid/unclaimed dividends to IEPF.

    For assistance or queries relating to unpaid/unclaimed dividend and shares, shareholders may contact the Company's RTA – MAS Services Limited, T-34, Okhla Industrial Area, Phase-II, New Delhi-110020 or email at **investor@masserv.com**

44. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated 31st July, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated 4th August, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/145 dated 31st July, 2023 (updated as on 11th August 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at **https://smartodr.in/login** and the same can also be accessed through the Company's website at **www.esterindustries.com.**

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Pursuant to the provisions of Regulation 24A of Listing Regulations, as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 (Amendment) and provisions of Section 204 of the Companies Act, 2013 (the "Act") and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has, based on the recommendation of the Audit Committee and subject to the approval of the Members, at its meeting held on 30th July 2025, approved the appointment of M/s. Dhananjay Shukla & Associates, Company Secretaries (ICSI Unique Code: P2025HR323300), as Secretarial Auditors of the Company for a period of 5 (five) consecutive years from 1st April, 2025 till 31st March, 2030.

Credentials of the Secretarial Auditor:

M/s. Dhananjay Shukla & Associates is a firm of Practicing Company Secretaries (Partnership Firm) possessing extensive experience in the fields of Corporate laws & Procedures, Secretarial Audit, SEBI Regulations and other related compliances, IPR Laws, Labour laws compliances as well as RBI Matters.

The Firm has been associated with a number of renowned Companies for various Corporate, Secretarial, Legal and Financial matters.

M/s. Dhananjay Shukla & Associates have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and Listing Regulations. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Act & Rules made thereunder and Listing Regulations and holds a valid Peer Review certificate

Terms and conditions of appointment & remuneration

a) **Term of appointment:** 5 (Five) consecutive years commencing from 1st April, 2025 till 31st March, 2030.

b) **Proposed Fees:** Upto ₹ 2,25,000/- (Rupees Two Lakh Twenty-Five Thousand only) for the Financial Year 2025-26 excluding certification fees, applicable taxes, reimbursements and other outlays. The fees for the subsequent year(s) of their term shall be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee.

c) **Basis of recommendations:** The Audit Committee and the Board of Directors, while recommending the appointment of M/s. Dhananjay Shukla & Associates as the Secretarial Auditors of the Company, have taken into consideration, among other things, the past audit experience of the audit firm particularly in auditing large companies, firm's capability to handle a diverse and complex business environment, its existing experience in the various business segments, the clientele it serves and its technical expertise.

    None of the Directors, Key Managerial Personnel or any of their respective relatives are, in any way, concerned or interested (financially or otherwise) in the resultion as set out at Item No. 4 of the Notice, except to the extent of their shareholding, if any, in the Company.

    The Board of Directors recommends the resolution for approval of the Members of the Company, as set out at Item No. 4 of the Notice.

Item No. 5

The Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the appointment of M/s. R.J. Goel & Co., Cost Accountants (Firm Registration No. 00026) as the Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026 at a remuneration of ₹ 4,00,000/- (Rupees Four Lacs only) excluding payment of applicable taxes and reimbursement of out-of-pocket expenses incurred by the Cost Auditors in connection with the aforesaid audit.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company. Accordingly, approval of the Members is sought for ratification of remuneration payable to M/s. R.J. Goel & Co. for the cost audit to be conducted for the financial year ending 31st March 2026.

None of the Directors and Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested (financially or otherwise) in the resolution as set out at Item No. 5 of the Notice, except to the extent of their shareholding, if any, in the Company.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for the approval of Members of the Company.

By Order of the Board of Directors
For Ester Industries Limited

Sd/-
Poornima Gupta
Company Secretary and Compliance Officer
M. No.: A49876

Place: New Delhi
Date: 30th July 2025

ANNEXURE TO ITEM NO.3

Details of Directors seeking re-appointment in pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India

Name of the Director	Mr. Pradeep Kumar Rustagi
Director's Identification Number (DIN)	00879345
Date of Birth	14th November, 1961
Age (in years)	63
Qualification	Chartered Accountant
Expertise and experience in specific functional areas	Mr. Pradeep Kumar Rustagi has more than 35 years of rich experience with leadership roles in financial planning, accounts, budgeting & MIS, liaison with banks & financial institutions, procurement, statutory compliance, direct & indirect taxation, internal financial controls, risk management, insurance and investor relations.
Terms and conditions for ~~appointment~~/ re-appointment and proposed remuneration	As per existing terms approved by the members of the Company.
Remuneration last drawn (including sitting fee, if any)	As mentioned in the Corporate Governance Report forming part of the Annual Report for FY 2024-25
Date of first appointment on the Board of Company	14th February, 2011
Date of appointment under current term on the Board of Company	1st April, 2023
Shareholding in the Company as on 31.03.2025	400 equity shares
Relationship with other Directors and KMPs of the Company	Mr. Pradeep Kumar Rustagi is not related to any of the Directors or Key Managerial Personnel (KMP) including relatives of Directors and KMPs of the Company in terms of Section 2(77) of the Companies Act, 2013.
Number of Board meetings attended during the year	8 (Eight)
Directorship in other Companies	1. Ester Filmtech Limited 2. Rekha Finance and Investment Private Limited 3. Fenton Investments Private Limited 4. Vigyan Yoga Private Limited 5. Ester Loop Infinite Technologies Private Limited
Name of Listed Companies from which the Director has resigned in the past three years	NIL
Chairmanship/Membership of Board Committees in other Companies	NIL

By Order of the Board of Directors
For Ester Industries Limited

Sd/-
Poornima Gupta
Company Secretary and Compliance Officer
M. No.: A49876

Place: New Delhi
Date: 30th July 2025

To The Members,

Your Directors are pleased to present the 39th Annual Report of Ester Industries Limited ("the Company" or "EIL") along with the Audited Financial Statements of the Company for the financial year ended 31st March 2025.

FINANCIAL HIGHLIGHTS

The Audited Financial Statements of your Company as on 31st March 2025, are prepared in accordance with the relevant applicable Indian Accounting Standards ("Ind AS"), Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")** and the provisions of the Companies Act, 2013 **("Act")**.

The summarized financial highlight is depicted below:

(₹ in Crores)

Particulars	Year Ended	
	31st March, 2025	31st March, 2024
Net Sales Revenue	1,056.74	842.08
Other Operating Revenue	13.72	13.31
Other Income	14.47	26.27
Profit before Financial Expenses, Depreciation and Tax	133.70	22.84
Less: Interest & Other Financial Expenses	35.68	37.33
Profit / (Loss) before Depreciation and Tax	98.02	(14.49)
Depreciation and amortization expenses	43.38	42.80
Profit / (Loss) before Tax	54.64	(57.29)
Current & Deferred Tax expense / (credit)	14.11	13.96
Profit / (Loss) after Tax	40.53	(43.33)
Other Comprehensive Income (net of income tax effect)	(3.65)	(0.77)
Total Comprehensive Income	36.88	(44.10)
Basic & diluted EPS (Rupees)	4.31	(5.19)

OPERATIONS REVIEW

During the year under review, total Revenue from Operations of the Company on standalone basis increased by 25.14% from ₹ 855.39 crores to ₹ 1070.46 crores, on account of increase in revenues from Polyester Chips and Specialty Polymers both in volumetric & value terms. Revenue from Polyester Film increased by 10.20% despite marginal degrowth in volumetric terms on account of higher sales realization and margins aided by higher proportion of Value Added & Specialty products.

Profit before interest, depreciation and tax (PBIDT) including 'Other Income' on a standalone basis increased significantly from ₹ 22.84 crores in FY 2023-24 to ₹ 133.70 crores in FY 2024-25. The company earned net profit after tax of ₹ 40.53 crores during the year under review as against net loss of ₹ 43.33 crores that was incurred during FY 2023-24.

Polyester Film continued to drive the bulk of revenue for the Company with revenue increasing from ₹ 666.31 crores to ₹ 734.29 crores though sales of Polyester Film reduced by 2.77% in volumetric terms (from 51218 MT to 49798 MT).

Revenue from Specialty Polymers increased significantly by 91.81% in volumetric terms (from 2535 MT to 4862 MT) and by 72.93% in value terms (from ₹ 101.34 crores to ₹ 175.25 crores). During the year under review, sales of R-PET increased significantly both in volumetric and value terms. R-PET is reported as part of the Specialty Polymers segment.

Revenue from Polyester Chips increased by 88.21% in volumetric terms (from 9859 MT to 18556 MT) and by 83.68% in value terms (from ₹ 87.73 crores to ₹ 161.14 crores).

Performance in terms of EBIT of both the businesses recorded a turnaround during the year under review. EBIT of Polyester Film SBU (including Polyester Chips) improved from Nil to 9.82% mainly on account of improvement in margins consequent to improved demand-supply balance and higher proportion of Value Added & Specialty products. Industry continues to witness robust double-digit growth in domestic demand which will ensure further improvement. The operating & financial performance of Polyester Film SBU is expected to be better during FY26 on the back of continuous robust growth in demand.

Further with Plastics Waste Management Rules (PWMR), mandating utilization of 10% recycled content in the flexible packaging laminate, coming into force from 1st April 2025 is expected to further increase demand for Polyester Film with conversion taking place from other substrates to Polyester.

EBIT of Specialty Polymers SBU increased from 21.56% to 33.23% on account of higher revenues basis revival of economic scenario & demand trend in USA, main market for Specialty Polymer products. R-PET is reported as part of the Specialty Polymers segment. In percentage terms, EBIT margin is lower in R-PET compared to other Specialty Polymer products.

Production was higher in Polyester Chips and Specialty polymers because of reasons stated above. Capacity utilization in Polyester Films was about 88%.

On a consolidated basis, revenue from operations increased by 20.57% [from ₹ 1,063.44 crores to ₹ 1,282.14 crores]. Revenue from operations in Polyester Film SBU increased by 15.21% (from ₹ 963.92 crores to ₹ 1,110.48 crores). Performance in terms of EBITDA, PBT and PAT was significantly better in Polyester Film on account margin improvement & other reasons explained above.

In the month of March 2024, the company raised ₹ 99.90 crores in new equity (including premium). During the year under review, the Company raised ₹ 43.75 crores under Share Warrants issue of ₹ 175.00 crores. Raising funds as Equity & Share Warrants from promoters & other investors was possible because of positive medium to long term prospects of the Company.

Your company and its Wholly Owned Subsidiary, Ester Filmtech Limited have been regular with servicing of both interest on debt and repayment of due installments of term debt. Both companies continue to enjoy comfortable liquidity position.

On 1st May 2024, your company entered into a Joint Venture Agreement with Loop Industries Inc., Canada. This partnership with Loop is aligned with the objective of moving from commodity products to innovative & specialty products through the use of new technologies. Loop's patented technology to convert all types of Polyester waste into monomers, namely rDMT and rMEG combined with Ester's decades of experience in Polymerization will help us achieve circularity in the true sense and a sustainable future as we move ahead. The execution of joint venture plans with Loop Industries is advancing according to established timelines. We are diligently pursuing various activities related to the project's implementation.

The wholly owned subsidiary, Ester Filmtech Limited is setting up a plant for production of R-PET of 20 KTPA in its existing factory which is expected to be commissioned by August 2025. Your Company continues to make investments in modernization, technical upgrade and debottlenecking initiatives in all the business segments to improve productivity, production efficiency and reduce wastages.

DIVIDEND

Your Directors have pleasure in recommending a dividend of ₹ 0.60/- per Equity Share of face value of ₹5/- each on the fully paid-up Equity Shares out of the profits of the Company for the financial year 2024-25.

The dividend pay-out for the year under review has been finalized in accordance with the dividend distribution policy of the company.

In terms of Regulation 43A of Listing Regulations, the Dividend Distribution Policy is available on the Company's website at **https://www.esterindustries.com/sites/default/files/Dividend%20Distribution%20Policy%20-%20Ver%202.pdf**

TRANSFER TO RESERVES

Your Company has not transferred any amount to the General Reserves during the financial year 2024-25.

SHARE CAPITAL

During the under review, the Company had allotted 87880 Equity Shares of face value of ₹ 5/- each, to Mr. Girish Behal, employee of the Company pursuant to exercise of Options vested with him under the Ester Industries Limited Employees Stock Option Plan – 2021, at an allotment price of ₹ 105/- per share aggregating to ₹ 92,27,400 (Rupees Ninety-Two Lakhs Twenty-Seven Thousand Four Hundred Only). As a result of such allotment, the issued, subscribed and paid-up share capital increased from ₹ 46,97,70,045/- (comprising 93954009 equity shares of ₹ 5/- each) to ₹ 47,02,09,445/- (comprising 94041889 equity shares of ₹ 5/- each). The equity shares so allotted rank pari-passu with the existing equity shares of the Company.

Preferential issue of Share Warrants

The company had allotted 1,10,75,941 Fully Convertible Warrants ("Warrants") on a preferential basis to "Promoter & Promoter Group" and "Non- Promoter Group" at an issue price of ₹ 158/- (Rupees One Hundred and Fifty-Eight Only) per warrant to be convertible at an option of Warrant holder(s) in one or more tranches, within 18 (Eighteen) months from its allotment date i.e. 13th November 2024 into an equivalent number of fully paid-up equity shares of the face value of ₹ 5/- each for cash, for an aggregate amount of up to ₹ 1,74,99,98,678/- (Rupees One Hundred Seventy-Four Crores Ninety Nine Lakhs Ninety Eight Thousand Six Hundred and Seventy Eight Only) in accordance with the terms and conditions approved by the shareholders of the Company through Postal Ballot dated 16th October 2024. The Company also received in-principle approvals for the aforesaid allotment from BSE Limited and National Stock Exchange of India Limited on 31st October 2024 and 4th November 2024, respectively.

Except as mentioned above, the Company has not issued any other shares or instruments convertible into equity shares of the Company or with differential voting rights nor has granted any sweat equity.

After the closure of financial year, the company has allotted 3544302 equity shares of face value of ₹ 5/- each fully paid-up, at an issue price of ₹ 158/- per equity share (including premium of ₹ 153/- each), for an aggregate amount of ₹ 55,99,99,716/- pursuant to the conversion of 35,44,302 fully convertible warrants issued on Preferential Basis to the 'Promoter & Promoter Group' and 'Non-Promoter Category' via Board Resolution dated 30th April 2025. As a result of such allotment, the issued, subscribed and paid-up share capital increased from ₹ 47,02,09,445/- (comprising 94041889 equity shares of ₹ 5/- each) to ₹ 48,79,30,955/- (comprising 97586191 equity shares of ₹ 5/- each). The equity shares so allotted rank pari-passu with the existing equity shares of the Company.

PUBLIC DEPOSIT

During the year under review, your Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Act, read with the Companies (Acceptance of Deposit) Rules, 2014. There are no outstanding deposits at the end of the financial year 2024-25. Hence, the requirement for furnishing details relating to deposits covered under Chapter V of the Act and the details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of loans, investments, guarantees and securities provided by the Company during the year under review are given in the notes forming part of the Standalone Financial Statements of the Company as per section 186 of the Act.

ANNUAL RETURN

Pursuant to Section 134(3)(a) of the Act, the Annual Return as on 31st March 2025 prepared in accordance with Section 92(3) of the Act will be made available on the Company's website and can be accessed at the following link: **https://www.esterindustries.com/policies**

SUBSIDIARY AND JOINT VENTURE

During the year under review, your Company incorporated Ester Loop Infinite Technologies Private Limited (ELITe) on 22nd July, 2024 as its wholly owned subsidiary. Subsequently, upon the induction of Loop Industries Inc. ("Loop") as a shareholder on 12th February 2025, ELITe ceased to be a subsidiary and became a Joint Venture Company with 50:50 equity held by both EIL and Loop.

As on 31st March 2025, the Company has:

- One (1) unlisted wholly owned material subsidiary, namely Ester Filmtech Limited, and
- One (1) Joint Venture Company, namely Ester Loop Infinite Technologies Private Limited.

Mrs. Padmaja Shailen Ruparel, Independent Director of the Company, also serves as a Director on the Board of the material subsidiary, Ester Filmtech Limited.

There has been no material change in the nature of business of the material subsidiary during the year under review.

Your Company has formulated a Policy for determining Material Subsidiaries. The said policy is available on the Company's website and can be accessed at **https://www.esterindustries.com/sites/default/files/Policy%20on%20Material%20Subsidiary%20Version%20-2%2017th%20June%202020.pdf.**

In compliance with Section 129(3) of the Act, read with applicable rules, a statement containing the salient features of the financial statements of the subsidiary company in the prescribed Form AOC-1 forms part of the Consolidated Financial Statements.

Further, in accordance with Section 136 of the Act, the Audited Standalone and Consolidated Financial Statements, along with other related documents and the audited accounts of the subsidiary, are available on the Company's website at **www.esterindustries.com.**

EMPLOYEES STOCK OPTION PLAN (ESOP)

(a) Ester Employee Stock Option Plan 2021

During the under review, 87,880 Equity Shares of face value of ₹ 5/- each, were allotted pursuant to exercise of Options under the Ester Industries Limited Employees Stock Option Plan – 2021, at an allotment price of ₹ 105/- per share aggregating to ₹ 92,27,400 (Rupees Ninety-Two Lakhs Twenty-Seven Thousand Four Hundred Only).

(b) Ester Employee Stock Option Plan 2024

The Board at its meeting held on 14th September 2024, approved the adoption of "Ester Employee Stock Option Plan 2024" (the "ESOP 2024") in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended, subject to approval of the shareholders of the Company and other regulatory/statutory approvals as may be necessary. The said resolution was approved by shareholders of the Company vide special resolution passed by Postal Ballot on 16th October, 2024. The Company also received in-principle approvals from BSE Limited and National Stock Exchange of India Limited on 26th November, 2024 and 27th November, 2024, respectively.

Under the said scheme, the Nomination and Remuneration Committee vide its meeting dated 14th January, 2025, approved the grant of 1,43,742 stock options to the eligible employees.

During the year under review, no allotment of Shares was made by Company under the ESOP 2024.

There has been no variation in the terms of the options granted under any of the aforesaid schemes and both the schemes are in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as amended.

The certificate from the Secretarial Auditors confirming that ESOP Schemes have been implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and Shareholder's resolutions will be available for inspection.

The Nomination and Remuneration Committee monitors the compliance of these Schemes. In terms of Regulation 14 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the disclosures for financial year 2024-25 with respect to all the ESOP Schemes are available on the Company's website and can be accessed at **https://www.esterindustries.com/esop.**

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

As on 31st March 2025, your Company's Board of Directors ("the Board"), consists of Eight Directors comprising of three Executive Directors, one Non-Executive Non-Independent Director and Four Independent Directors including one Woman Independent Director. The details of the Board and Committee composition, tenure of Directors and other details are available in the Corporate Governance Report, which forms part of this Annual Report.

Appointment/Re-appointment/Cessation

The following changes took place in the Directorships during the financial year ended 31st March 2025, and post closure of financial year, till the date of this Report:

Appointment/Re-appointment

1. Mr. Ayush Vardhan Singhania (DIN: 05176205) was re-appointed as Whole-time Director of the Company for a period of 5 (Five) years w.e.f. 1st June, 2024.

The aforesaid re-appointment was regularized and duly approved by the shareholders vide Special resolution passed by Postal Ballot on 26th August, 2024.

2. Mrs. Padmaja Shailen Ruparel (DIN: 01383513) was re-appointed as an Independent Director of the Company for a second term of 5 (Five) years, w.e.f. 1st April, 2025.

3. Mr. Abhay Anant Gupte (DIN: 00389288) was appointed as an Independent Director of the Company for a first term of 5 (Five) years, w.e.f. 6th May, 2025.

The aforesaid re-appointment and appointment were regularized and duly approved by the shareholders vide Special resolutions passed by Postal Ballot on 26th June 2025.

Cessation

- Mr. Sandeep Dinodia (DIN: 00005395) has completed his second term as Independent Director from the closing of business hours of 31st March 2025 and accordingly ceased to be Independent Director on the Board of the Company.

- Mrs. Archana Singhania (DIN: 01096776), has resigned from the designation of Non-Executive Non-Independent Director of the Company w.e.f. 30th April 2025.

The Board of Directors place on record their deep appreciation for the wisdom, knowledge and guidance provided by the aforementioned Directors during their tenure.

Re-appointment of Director retiring by rotation

In accordance with the provisions of Section 152 of the Act, read with rules made thereunder and Articles of Association of the Company, Mr. Pradeep Kumar Rustagi (DIN:00879345), Whole Time Director is liable to retire by rotation at the ensuing Annual General Meeting ("AGM") and being eligible, offers himself for re-appointment.

An appropriate resolution for his re-appointment is being placed for the approval of the Members of the Company at the ensuing AGM. The brief resume of the Director and other related information as stipulated under Secretarial Standard-2 and Regulation 36 of the Listing Regulations, is appended as an Annexure to the Notice of the ensuing AGM.

Declaration by Independent Directors

The Company has, inter alia, received the following declarations from all the Independent Directors confirming that:

- they meet the criteria of independence as prescribed under section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and there has been no change in the circumstances which may affect their status as Independent Directors of the Company;
- they have complied with the Code for Independent Directors prescribed under Schedule IV to the Act; and
- they have registered themselves with the Independent Director's Database maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, all Independent Directors possess requisite qualifications, experience, expertise and hold high standards of integrity required to discharge their duties with an objective independent judgment and without any external influence. Details of key skills, expertise and core competencies of the Board, including the Independent Directors, are available in the Corporate Governance Report, which forms part of this Annual Report.

During the year under review, a separate meeting of the Independent Directors was held on 5th February 2025.

Key Managerial Personnels (KMPs)

During the year under review, on the recommendation of Nomination and Remuneration Committee, Mr. Vaibhav Jha was appointed as the Deputy CEO (designated as Key Managerial Personnel) of the Company w.e.f. 16th December 2024.

As on 31st March 2025, the following are Key Managerial Personnels ("KMPs") of the Company as per Sections 2(51) and 203 of the Act:

- Mr. Arvind Singhania, Managing Director (designated Chairman & CEO)
- Mr. Vaibhav Jha, Deputy CEO
- Mr. Pradeep Kumar Rustagi, Whole-Time Director (designated Executive Director-Corporate Affairs)
- Mr. Ayush Vardhan Singhania, Whole-time Director
- Mr. Sourabh Agarwal, Chief Financial Officer
- Ms. Poornima Gupta, Company Secretary

MEETINGS OF THE BOARD

The Board of Directors met 8 (Eight) times during the year under review. The intervening gap between the meetings did not exceed 120 days, as prescribed under the Act and the Listing Regulations. The details of board meetings and the attendance of the Directors are provided in the Corporate Governance Report, which forms part of this Annual Report.

COMMITTEES OF THE BOARD

As on 31st March 2025, the Board has constituted the following Statutory Committees pursuant to the applicable provisions of the Act and the Listing Regulations

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

Details of all the Committees constituted by the Board, are given in the Corporate Governance Report, which forms part of this Annual Report.

PERFORMANCE EVALUATION

The Company has a Policy for performance evaluation of all the Directors, Chairperson of Board as a whole and Committees of the Board.

An annual evaluation was carried out of the performance of the Board, Board's committees, all the directors and Chairperson pursuant to the provisions of the Act as well as Listing Regulations.

The following evaluation process has been adopted by the Company–

1. Independent Directors at their separate meeting without the presence of Non-Independent Director, had reviewed the performance of the Chairperson, Non-Independent Directors and the Board. While evaluating the performance of the Chairperson, the views of Executive Directors and Non-executive Directors were also taken into account.

2. Nomination and Remuneration Committee carried out the performance evaluation of all the Directors, Committees of the Board and the Board as a whole.

3. The Board had evaluated its own performance, performance of its Committees and each Director.

The process of performance evaluation was based on the criteria prescribed in the Policy on Performance Evaluation which is available on the Company's website at **https://www.esterindustries.com/sites/default/files/Performance_Evaluation_Policy.pdf**

AUDITORS AND AUDITORS' REPORT

Statutory Auditors

Pursuant to the provisions of Section 139 of the Act read with rules made thereunder, M/s Walker Chandiok & Co. LLP, Chartered Accountants (FRN: 001076N/ N500013), were appointed as the Statutory Auditors of the Company at the 36th Annual General Meeting (AGM) held on 28th September, 2022, for a period of five (5) years to hold office till the conclusion of the 41st AGM of the Company, to be held in the year 2027.

Statutory Auditors have expressed their unmodified opinion on the Standalone and Consolidated Financial Statements and their reports do not contain any qualifications, reservations, adverse remarks or disclaimers. The notes to the financial statements referred in the Auditor's Report are self-explanatory.

Cost Auditors

During the year under review, the Board of Directors based on the recommendation of the Audit Committee, re-appointed M/s. R. J. Goel & Co., Cost Accountants, as the Cost Auditors of the Company to audit the cost records for the financial year 2025-26.

In accordance with the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration of ₹ 4,00,000/- (Rupees Four Lakhs only), excluding applicable taxes and reimbursement of out-of-pocket expenses, as payable to the Cost Auditors for the financial year 2025-26, is required to be ratified by the members at the ensuing Annual General Meeting. Accordingly, a resolution for ratification of the said remuneration is being placed before the members for their approval at the ensuing AGM.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has re-appointed M/s. Dhananjay Shukla & Associates, Company Secretaries, to conduct the Secretarial Audit for the financial year 2024-25.

Further as per the provisions of Regulation 24A of the Listing Regulations, Ester Filmtech Limited ("EFTL"), which is a material subsidiary of the Company, has appointed Mr. Akash Jain, Practicing Company Secretary, as its Secretarial Auditor for the financial year 2024-25.

The Secretarial Audit Report of the Company and of EFTL are appended as **Annexure-I** and **Annexure-II** respectively to the Board's Report. The said Reports do not contain any qualifications, reservations, adverse remarks or disclaimer requiring explanation or comments from the Board under Section 134(3) of the Act.

Reporting of frauds by Auditors

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditors have not reported to the Audit Committee or to the Board, any instances of fraud committed in the Company by its officers or employees under Section 143(12) of the Act.

CORPORATE SOCIAL RESPONSIBILITY

Pursuant to provisions of Section 135 of the Act and rules made thereunder, the Board of Directors has constituted a Corporate Social Responsibility (CSR) Committee and framed a CSR Policy. The details of the CSR Committee are provided in the Corporate Governance Report, which forms part of this Annual Report. The CSR Policy is available on the Company's website at **https://www.esterindustries.com/sites/default/files/Corporate_Social_Responsibility_Policy.pdf**

The Annual Report on CSR activities is appended as **Annexure-III** to the Board's Report. Further, the Executive Director-Corporate Affairs and Chief Financial Officer of the Company has certified that the amount spent on CSR for the financial year 2024-25 have been utilized for the purposes and in the manner approved by the Board.

CORPORATE GOVERNANCE

Your Company has been practicing the principles of good Corporate Governance over the years and it is a continuous and ongoing process. A detailed Report on Corporate Governance practices followed by your Company in terms of the Listing Regulations, together with a Certificate from the Practicing Company Secretary confirming compliance with the conditions of Corporate Governance are provided separately in this Annual Report.

Code of Conduct

In compliance with corporate governance requirements as per the Listing Regulations, your Company has formulated and implemented a Code of Conduct which is applicable to all Directors and Senior Management of the Company, who have affirmed the compliance thereto. A declaration to this effect duly signed by Mr. Arvind Singhania, Chairman & CEO is enclosed as a part of the Corporate Governance Report which forms part of this Annual Report. The said Code of Conduct is available on the Company's website at **https://www.esterindustries.com/sites/default/files/Code%20of%20Conduct.pdf**

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report for the year under review, as stipulated under the Listing Regulations, is presented in a separate section forming part of this Annual Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

In accordance with the Listing Regulations, the BRSR for the financial Year 2024-25, describing the initiatives taken by the Company from an environment, social and governance (ESG) perspective, is presented in a separate section forming part of this Annual Report.

INTERNAL FINANCIAL CONTROLS

The Company has established a well-defined and documented internal control framework for itself and for its wholly owned subsidiary, Ester Filmtech Limited.

The internal control systems and procedures in place are adequate and designed to ensure compliance with applicable policies, standard practices, laws, rules, regulations, and statutory requirements. These controls provide reasonable assurance with respect to:

- Efficient, effective, and transparent operations;
- Adequate safeguards for the assets owned;
- Prevention and timely detection of fraud, errors, misstatements, and misappropriations;
- Accuracy and integrity of accounting records and reports;
- Robust IT security controls;
- Effective implementation of systems, policies, and procedures that support fair and accurate financial reporting; and
- Timely preparation of reliable financial statements and reports.

During the year under review, certain internal controls were modified to reflect changes in the business environment and operational needs.

The Company follows accounting policies consistent with the Accounting Standards prescribed under the Companies (Accounting Standards) Rules, 2006, as applicable under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. These policies are aligned with generally accepted accounting principles in India. Any changes in accounting policies are reviewed and approved by the Audit Committee.

Internal audits are conducted periodically by the Company's Internal Auditors to assess the adequacy and effectiveness of financial and operational controls. Significant audit findings are reported to the Audit Committee, which monitors the implementation of recommended actions. This process ensures that the Company's systems, policies, and procedures are adhered to effectively.

The Company leverages ERP software (SAP S/4 HANA 2021) integrated with its internal controls framework to ensure timely and accurate financial reporting.

Additionally, statutory compliance is monitored through a structured reporting mechanism. Each functional area is responsible for confirming compliance with applicable laws and regulations relevant to their operations. These confirmations are consolidated for Board-level review and oversight as part of the Company's comprehensive compliance framework.

RELATED PARTY TRANSACTIONS

All contracts/arrangements/transactions with related parties, entered into during the financial year under review, were on an arm's length basis and in the ordinary course of business. All such contracts or arrangements, wherever required, have been approved by the Audit Committee and the Board.

During the year under review, your Company has not entered into any transaction with a related party which could be considered material in terms of Section 188 of the Act. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form AOC-2, is not applicable.

The details of the related party transactions as required under IND AS 24 have been disclosed in Note 37 to the standalone financial statements forming part of this Annual Report.

The Policy on Related Party Transactions, is available on the Company's website at **https://www.esterindustries.com/sites/default/files/RPT_%20Clean_Ver.pdf**

POLICIES ADOPTED BY THE COMANY

a) Vigil Mechanism/Whistle Blower Policy

The Company promotes ethical behavior in all its business activities and has put in place a mechanism of reporting illegal or unethical behavior. The Company has a Vigil Mechanism/Whistle Blower Policy with a view to provide a mechanism for employees of the Company to raise concerns of suspected frauds, instances for leakage or suspected leakage of Unpublished Price Sensitive Information, any violations of legal/regulatory requirements or code of conduct/policy of the Company, incorrect or misrepresentation of any financial statements and reports, etc. The policy aims to provide an avenue for employees and directors to raise concerns and reassure them that they will be protected from reprisals or victimization for whistle blowing in good faith. The practice of the Whistle Blower Policy is overseen by the Audit Committee of the Board and no employee has been denied access to the Committee.

The Whistle Blower Policy of the Company is also available on the Company's website at **https://www.esterindustries.com/sites/default/files/Whistle_blower_policy.pdf.**

b) **Nomination and Remuneration Policy**

Nomination and Remuneration Committee has framed a Nomination and Remuneration policy for determining criteria of selection and appointment of Directors, Key Managerial Personnel, Senior Management Personnel including determining qualifications, positive attributes, independence of a Director and other matters provided under Section 178(3) of the Act and Listing Regulations. The salient aspects covered in the Nomination and Remuneration Policy, covering the policy on appointment and remuneration of Directors and other matters have been outlined in the Corporate Governance Report which forms part of this Annual Report.

The Policy is available on the Company's website at **https://www.esterindustries.com/sites/default/files/Revised%20NRC%20Policy%20PDF.pdf**

c) **Risk Management Policy**

The Company has a structured Risk Management Framework, designed to identify, assess and mitigate risks appropriately. The Board has constituted the Risk Management Committee (RMC) to frame, implement and monitor the risk mitigation plan and ensuring its effectiveness. The Audit Committee has an additional oversight in the area of financial risks and controls.

The constitution and the terms and reference of the Committee are given in the Report on Corporate Governance which forms part of this Annual report.

A detailed note on Risk Management System has been provided in the Management Discussion and Analysis (MDA) Report, which forms part of this Annual Report.

The Risk Management Policy is available on the Company's website at **https://www.esterindustries.com/sites/default/files/Ester%20Risk%20Management%20Policy.pdf**

d) **Prevention of Sexual Harassment (POSH) at workplace**

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, the Company has laid down an Anti-Sexual Harassment Policy and has constituted Internal Complaints Committees (ICC), to consider and resolve the complaints related to sexual harassment. The ICC includes external member with relevant experience. The Company has zero tolerance on sexual harassment at the workplace. The ICC also work extensively on creating awareness on relevance of sexual harassment issues including while working remotely. The employees are required to undergo mandatory training on POSH to sensitize themselves and strengthen their awareness.

e) **Maternity Benefit Act, 1961**

The Company is in compliance with the applicable provisions relating to the Maternity Benefit Act, 1961.

OTHER DISCLOSURES

i. **Secretarial Standards**

During the year under review, your Company has complied with all the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

ii. **Change in Registered Office and Nature of Business**

There was no change in the Registered Office and nature of business of the Company during the year under review.

iii. **Material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report**

There were no material changes and commitments affecting the financial position of the Company which occurred between the end of the financial year to which this financial statement relates and the date of this Report.

iv. **Disclosure under section 197(12) and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

Disclosures with respect to the remuneration of Directors and employees as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as Annexure-IV to the Board's Report.

Other information on compensation of employees as required under section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. However, in terms of Section 136 of the Act, the Annual Report is being sent to the shareholders and others entitled thereto, excluding the said annexure which is available for inspection by the shareholders at the registered office of the Company during business hours on working days upto the date of ensuing Annual General Meeting. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary at **investor@ester.in.**

v. **Significant and material orders passed by the Regulators or Courts**

There are no significant and material orders passed by the Regulators/Courts/Tribunals which would impact the going concern status of the Company and its future operations.

vi Details of unclaimed dividends and equity shares transferred to the Investor Education and Protection

Fund Authority are available in the Corporate Governance Report, which forms part of this Annual Report.

vii. Neither the Chairman & Managing Director nor the Whole-Time Directors was in receipt of any remuneration or commission from any holding/ subsidiary company of your Company for the financial year 2024-25.

viii. No proceedings are made or pending under the Insolvency and Bankruptcy Code, 2016 and there is no instance of one-time settlement with any Bank or Financial Institution.

ix. The requirement to disclose the details of difference between the amount of valuation done at the time of a one-time settlement and the valuation done while taking loan from banks or financial institutions, along with the reasons thereof, is not applicable for the year under review.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as prescribed under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is appended as **Annexure–V** to the Board's Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3)(c) read with Section 134(5) of the Act [including any statutory modification(s) or re-enactment(s) for the time being in force], the Directors of your Company, to the best of their knowledge and ability, state that:-

1. in the preparation of annual financial statements for the financial year ended 31st March 2025, the applicable Accounting Standards have been followed along with proper explanation relating to material departures, if any;

2. they have selected appropriate accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent, so as to give a true and fair view of the state of the affairs of the Company at the end of the financial year and of the Profit and Loss of the Company for that period;

3. proper and sufficient care has been taken 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;

4. the annual financial statements of the Company for the financial year ended on 31st March 2025 have been prepared on a going concern basis;

5. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

6. proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

ACKNOWLEDGEMENT

Your Directors acknowledge with gratitude the co-operation and assistance received from various departments of the Central & State Government, Banks and Non-banking finance companies. Your Directors also express their gratitude and thanks to Customers, Suppliers and other Business Associates for their continued co-operation and patronage.

Your Directors also wish to place on record their sincere appreciation for the dedicated efforts and consistent contribution made by the workmen, staff and executives of the Company at all levels to ensure that your Company continues to grow and excel. Your Directors also thank the shareholders for their continued support.

For and on behalf of the Board

Sd/-
Arvind Singhania
Chairman & CEO
(DIN: 00934017)

Place: New Delhi
Date: 30th July 2025

ANNEXURE-I

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
M/s Ester Industries Limited
(CIN: L24111UR1985PLC015063)
Regd. Office: Sohan Nagar, P.O. Charubeta,
Khatima - 262308, Distt. Udham Singh Nagar
Uttarakhand, India

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Ester Industries Limited** (hereinafter called "the Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 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 31st March 2025 according to the provisions of:

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

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing;

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

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

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

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

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

   e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 ***(No event took place under this Regulation during 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 ***(No event took place under this Regulation during Audit period);***

   h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 ***(No event took place under this Regulation during Audit period);*** and

   i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

vi) The company has been carrying on the business of manufacturing of Polyester Chips, BOPET Films, Specialty Polymers and RPET and its Manufacturing Plant is located at Sohan Nagar, P.O-Charubeta, Khatima-262308, Distt.: Udham Singh Nagar, Uttarakhand and also at Sitarganj, Distt.: Udham Singh Nagar, Uttarakhand. As informed and confirmed by the management of the company, following are the laws specifically applicable to the company:-

   a) The Indian Boiler Act, 1923 and regulations made thereunder;

   b) The Legal Metrology Act, 2009 and rules made thereunder;

   c) The Petroleum Act, 1934 and rules & regulations made thereunder.

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

I. Secretarial Standards issued by The Institute of Company Secretaries of India on Board Meetings (SS-1) and General Meetings (SS-2);

II. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")** read with Listing Agreements as entered by the company with the Stock Exchanges.

During the period under audit, the Company has generally complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. as mentioned above to the extent applicable.

However, in respect of Listing Obligations, as represented to us the Company has consistently endeavored to make timely disclosures to Stock Exchanges, but in one instance we did not find the intimation on Stock Exchanges under Regulation 30 of the Listing Regulations, with respect to the re-appointment of Mrs. Padmaja Shailen Ruparel as Non-Executive Independent Director for her second term.

We further report that -

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Women Directors except reported hereunder:-

The second term of Mr. Sandeep Dinodia as Non-Executive Independent Director of the Company concluded on 31st March 2025. While the appointment of a new Independent Director was anticipated by that date, the Company has appointed Mr. Abhay Anant Gupte as Non-Executive Independent Director, effective 6th May 2025. During the interim period from 1st April to 5th May 2025, the Board's composition temporarily fell short of the requirements under Regulation 17(1)(b) of the Listing Regulations, with respect to the minimum number of Independent Directors.

Furthermore, the first term of five years of Mrs. Padmaja Shailen Ruparel as Non-Executive Independent Director was concluded on 31st March 2025. Prior to this, her reappointment was recommended by the Nomination and Remuneration Committee and approved by the Board at its meeting held on 28th March 2025, and subsequently approved by the members on 26th June 2025.

The changes in the Board of Directors that took place, as above said, during the period under review were carried out in compliance with the provisions of the Act.

Further, Mr. Vaibhav Jha was appointed as the Deputy Chief Executive Officer with effect from 16th December 2024 who was designated as Key Managerial Personnel under the provisions of Companies Act, 2013.

Adequate notice is given to all Directors to schedule the Board Meeting and committees meeting. Agenda and detailed notes on agenda were sent in advance of the meetings and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meetings.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as per the minutes, as duly recorded and signed by the Chairman of the meeting of the Board of Directors or committees of the Board, therefore no dissenting views were required to be recorded as part of the minutes.

We further report that based on review of compliance mechanism established by the Company and also on the basis of the compliance software installed and maintained by the company and the quarterly compliance reports placed by the Company Secretary before the Board of Directors at their meeting(s), in our opinion, the adequate systems, processes and control mechanism exist in the Company to monitor and ensure compliances with applicable General Laws like Labour Laws and Environmental Laws and all other applicable laws, rules, regulations and guidelines etc.

We further report that, during the audit period the Company has not undertaken any activity having a major bearing on the Company's Affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc. except given hereunder: -

1. Pursuant to the provisions of Section 42, 62(1)(c) and other applicable provisions of the Companies Act 2013 and Regulation 13 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable provisions, the Board at its meeting held on 14th September 2024 approved the issue of "Fully Convertible Warrants" for an amount aggregating to ₹ 1,74,99,98,678 (comprising 1,10,75,941 warrants at an issue price of ₹ 158 each including a face value of ₹ 5 per warrant) to persons belonging to "Promoter & Promoter Group and Non-Promoter Category" for cash consideration and this was subsequently approved by the shareholders through a Postal Ballot process vide Notice dated 14th September 2024, with results declared on 16th October 2024.

2. On 1st May 2024, the Company entered into a Joint Venture Agreement with Loop Industries Inc., Canada, to form a 50:50 joint venture in India for establishing an Infinite Loop manufacturing facility to produce DMT and/or MEG through the depolymerisation of PET and/or polyester waste using Loop's patented technology. Pursuant to this, the Company incorporated Ester Loop Infinite Technologies Private Limited ("ELITe") on 22nd July 2024 as its wholly owned subsidiary, which was subsequently converted into a joint venture on 12th February 2025 through issuance of shares to Loop Industries Inc., resulting in Loop holding 50% of ELITe's share capital.

We further report that, during the audit period the Company has undertaken the following important decision/actions in pursuance of the above referred laws, rules, regulations, guidelines, etc. : -

1. The Board at its meeting held on 22nd May 2024 approved an additional investment of ₹ 50 crores (in addition to the earlier approved investment of ₹ 400 crores at its Meeting held on 14th February 2024) in its Wholly Owned Subsidiary Ester Filmtech Limited, pursuant to the provisions of the Companies Act 2013.

2. The company made an allotment of 87880 Equity Shares to Mr. Girish Behal pursuant to exercise of options vested with him under Employees Stock Option Plan 2021.

3. The company availed Foreign Currency Term Loan facility of USD equivalent to ₹ 100 crores from IDFC First Bank Limited.

4. The company has also availed Term Loan facility of ₹ 20 Crores from Tata Capital Limited during the year under review.

We further report that during the audit period there has been no instance of -

1. Public/Right issue of Shares/debentures/sweat equity.

2. Redemption/Buyback of Securities.

3. There was no major decisions taken by members in pursuance of Section 180 of the Companies Act, 2013.

4. Merger/Amalgamation/Reconstruction etc.

For Dhananjay Shukla & Associates
Company Secretaries

Sd/-
Dhananjay Shukla
Managing Partner
FCS-5886, CP No. 8271
Peer Review No.2057/2022
UDIN: F005886G000899427

Place: Gurugram
Date: 30th July 2025

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

Enclosure: Annexure-A

'Annexure-A'

To,
The Members,
M/s Ester Industries Limited
(CIN: L24111UR1985PLC015063)
Regd. Office: Sohan Nagar, P.O. Charubeta,
Khatima - 262308, Distt. Udham Singh Nagar
Uttarakhand, India

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

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

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records and other relevant records as maintained by the Company. Further, the verification was done on test basis to ensure that correct facts are reflected in secretarial records and other relevant records. We believe that the processes and practices we followed and the audit evidences we have obtained are sufficient and appropriate to provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company. We have not examined the compliance by the company with applicable financial laws like Direct tax and Indirect Tax Laws, since the same has been subject to review by the Statutory Financial Auditor or by 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 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 efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Dhananjay Shukla & Associates
Company Secretaries

Sd/-
Dhananjay Shukla
Managing Partner
FCS-5886, CP No. 8271
Peer Review No.2057/2022
UDIN: F005886G000899427

Place: Gurugram
Date: 30th July 2025

ANNEXURE-II

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
Ester Filmtech Limited
CIN: U36900HR2020PLC087741
Plot No 11, Block-A, Infocity-1,
Sector - 34, Gurgaon
Haryana 122001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to corporate practices by **Ester Filmtech Limited ("The Company")** for the audit period covering the financial year ended on 31st March 2025. 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 the verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period ended on Financial year ended **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:

i. The Companies Act, 2013 **(the Act)** and the Rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder; ***(Not applicable to the Company during the audit period)***

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of External Commercial Borrowing;

v. The following Acts, 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; ***(Not applicable to the Company during the audit period)***

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; ***(to the extent applicable as a Material Subsidiary).***

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 & Sweat Equity) Regulations, 2021; ***(Not applicable to the Company during the audit period)***

e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; ***(Not applicable to the Company during the audit period)***

f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; ***(Not applicable to the Company during the audit period)***

g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; ***(Not applicable to the Company during the audit period)***

h) 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)***

i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; ***(Not applicable to the Company during the audit period)***

j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; ***(to the extent applicable as material subsidiary).***

vi) As informed and confirmed by the management of the company, following are the laws specifically applicable to the company:

a) The Legal Metrology Act, 2009 and rules made thereunder;

b) The Petroleum Act, 1934 and rules & regulations made thereunder;

c) The Indian Boiler Act, 1923 and regulations made thereunder.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India i.e. SS-1 on Board Meeting and SS-2 on General Meeting.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We have not examined compliance by the company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by the statutory auditors and other designated professionals.

During the period under review, we have checked the compliance management system of the Company to obtain reasonable assurance about the adequacy of systems in place to ensure compliance of specifically applicable laws and this verification was done on test basis. We believe that the Audit evidence which we have obtained is sufficient and appropriate to provide a basis for our audit opinion. In our opinion and to the best of the information and according to explanations given to us, we believe that the compliance management system of the Company is adequate to ensure compliance of laws, rules, regulations and guidelines etc. specifically applicable to the Company.

We further report that:

a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Changes took place in the composition of the Board of Directors during the period under review.

b. Adequate notice is given to all Directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent in advance of the meetings and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meetings.

c. All decisions at Board Meetings are carried out unanimously as per the minutes, as duly recorded and signed by the Chairman of the meeting of the Board of Directors, therefore no dissenting views were there required to be recorded as part of the minutes.

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

We further report that during the audit period, the Company had not undertaken any activity having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. except reported as hereunder:

a) The Board of Directors vide board meetings had allotted equity shares respectively of ₹ 10 each at ₹ 10/- per share as per the provisions of the Companies Act, 2013:

Date of Allotment	No. of Equity Shares	Face Value per share (in ₹)	Paid-up Share Capital (in ₹)
12.04.2024	1,50,00,000	10	15,00,00,000
01.07.2024	3,50,00,000	10	35,00,00,000
10.01.2025	1,20,00,000	10	12,00,00,000

For Akash Jain
Practicing Company Secretary

Sd/-
Akash Jain
Proprietor
FCS: 9617 C.P.: 9432
ICSI UDIN: F009617G000876111

Place: Agra
Date: 28th July 2025

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

Enclosure: Annexure-A

"Annexure-A"

To,
The Members
Ester Filmtech Limited
CIN: U36900HR2020PLC087741
Plot No 11, Block-A, Infocity-1,
Sector - 34, Gurgaon
Haryana 122001

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

a) 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.

b) We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records and other relevant records as maintained by the company. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records and other relevant records. We believe that the processes and practices we followed and the audit evidences we have obtained are sufficient and appropriate to provide a reasonable basis for our opinion.

c) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company. We have not examined the compliance by the company with applicable financial laws like Direct tax and Indirect Tax Laws, since the same has been subject to review by the Statutory Financial Auditor or by other designated professionals.

d) Whereever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.

e) The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

f) 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 Akash Jain
Practicing Company Secretary

Sd/-
Akash Jain
Proprietor
FCS: 9617 C.P.: 9432
ICSI UDIN: F009617G000876111

Place: Agra
Date: 28th July 2025

ANNEXURE-III

ANNUAL REPORT ON CSR

(Pursuant to Companies (Corporate Social Responsibility Policy) Rules, 2014)

1. Brief outline on CSR Policy of the of the Company:

Ester Corporate Social Responsibility (CSR) Policy outlines continuing commitment by the business to contribute towards economic, environmental and social development (a Triple Bottom Line approach) in the vicinity of our facilities/operations with a view to improve the quality of life and fostering sustainable development of the communities as well as our workforce and their families.

Ester intends to pursue its CSR program in a structured manner, making this an integral part of the business to minimize risks and build reputation and competitive advantage, whilst pursuing initiatives covering the following platforms – community, environment, work place & market place.

Through this structured approach, Ester intends to enhance involvement of employees in progressing its CSR program, whilst addressing the needs of various stakeholders.

2. Composition of the CSR Committee:

S. No.	Name of Director	Designation/ Nature of Directorship	No. of Meetings of CSR Committee held during the year	No. of Meetings of CSR Committee attended during the year
1	Mr. Sandeep Dinodia*	Independent Director -Chairman	2	2
2	Mr. Arvind Singhania	Managing Director (Chairman & CEO)-Member	2	2
3	Mr. Alok Dhir	Independent Director - Member	2	1
4	Mr. Ayush Vardhan Singhania	Whole Time Director-Member	2	2

**Mr. Sandeep Dinodia ceased to be Independent Director and Chairman of CSR Committee upon completion of his second consecutive term with effect from close of business hours on 31st March 2025. The Committee was reconstituted w.e.f. 1st April 2025 by re-designating Mr. Arvind Singhania as Chairman of the CSR Committee. Subsequently, the Committee was further reconstituted w.e.f. 6th May 2025 by induction of Mr. Atul Aggarwal as Member of CSR Committee in lieu of Mr. Alok Dhir. Accordingly as on date of Report the composition of CSR Committee is as follows:*

S. No.	Name of Director	Designation/ Nature of Directorship
1	Mr. Arvind Singhania	Independent Director -Chairman
2	Mr. Atul Aggarwal	Independent Director - Member
3	Mr. Ayush Vardhan Singhania	Whole Time Director-Member

3. The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.

a. Composition of CSR Committee: **Committees of the Board | Ester (esterindustries.com)**

b. CSR Policy and CRS Projects: **Corporate Social Responsibility | Ester (esterindustries.com)**

4. 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.

S. No.	Particulars	Amount (in ₹)
a)	Average net profit of the company as per sub-section (5) of section 135.	66,10,08,437.52
b)	Two percent of average net profit of the company as per section 135(5).	132,20,168.75
c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	Nil
d)	Amount required to be set off for the financial year, if any	Nil
e)	Total CSR obligation for the financial year [(b)+(c)-(d)]	132,20,168.75

6.

S. No.	Particulars	Amount (in ₹)
a)	Amount spent on CSR Projects- *including actual spent (₹ 1,06,52,892.57/-) and amount transferred to unspent CSR account for ongoing projects (₹ 29,15,360/-) (both Ongoing Project and other than Ongoing Project)*	1,35,68,252.57
b)	Amount spent in administrative overheads	Nil
c)	Amount spent on Impact Assessment, if applicable	Nil
d)	Total amount spent for the Financial Year [(a)+(b)+(c)]	1,35,68,252.57

e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in ₹)	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 ScheduleVII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
1,06,52,892.57	29,15,360	25th April 2024	NIL		

f) Excess amount for set off, if any

S. No.	Particulars	Amount (in ₹)
i)	Two percent of average net profit of the Company as per section 135(5)	132,20,168.75
ii)	Total amount spent for the Financial Year	1,35,68,252.57*
iii)	Excess amount spent for the financial year [(ii)-(i)]	3,48,083.82
iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v)	Amount available for set off in succeeding financial years [(iii)+(iv)]	3,48,083.82

**It includes ₹ 29,15,360 which has been transferred to Unspent CSR account as per section 135(6)*

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

S. No.	Preceding Financial Year	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
					Name of the Fund	Amount (in ₹)	Date of transfer		
1	2023-24	2,19,71,250	2,19,71,250	1,21,69,617	Prime Minister National Relief Fund (PMNRF)	7,77,865	23rd September 2024	98,01,633	-
2	2022-23	1,93,28,213	1,61,10,631	97,68,279	N.A.			63,42,352	-
3	2021-22	59,00,000	NIL	NIL	N.A.			NA	-

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

The details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year are as below:

S. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, If applicable	Name	Registered Address
1.	Cross Matching System for Blood	262308	27.02.2025	4,37,190	NA	Civil Hospital Khatima	Civil Hospital Sitarganj Road Khatima
2.	Split ACs for Patient Ward	262308	07.02.2025	2,75,200	NA	Civil Hospital Khatima	Civil Hospital Sitarganj Road Khatima
3.	Water Coolers with RO	262308	07.02.2025	3,01,962	NA	Civil Hospital Khatima	Civil Hospital Sitarganj Road Khatima
4.	Steel Benches for Patients	262308	27.02.2025	1,10,920	NA	Civil Hospital Khatima	Civil Hospital Sitarganj Road Khatima
5.	2 TATA Ace Hydraulic Garbage Collecting Tipper	262308	03.04.2025	18,39,999	NA	Nagar Palika Khatima	Nagar Palika Parishad Khatima

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

For and on behalf of the CSR Committee

Sd/-
Arvind Singhania
Chairman & CEO
Chairman-CSR Committee
Place: New Delhi

Sd/-
Ayush Vardhan Singhania
Whole Time Director
Member-CSR Committee
Place: New Delhi

Date: 30th July 2025

ANNEXURE – IV

Details of Remuneration under section 197(12) of Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March 2025:

i) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year along with percentage increase in remuneration of each director, Chief Financial Officer and Company Secretary

Sr. No.	Name of Director/KMP	Ratio of remuneration of each Director to median remuneration of employees	% increase in Remuneration in the Financial Year 2024-25
Executive Directors			
1	Mr. Arvind Singhania	59:1	No Change
2	Mr. Pradeep Kumar Rustagi	26:1	21%
3	Mr. Ayush Vardhan Singhania	24:1	No Change
Non-Executive Independent Director			
4	Mr. Sandeep Dinodia *	NA	NA
5	Mrs. Padmaja Shailen Ruparel	NA	NA
6	Mr. Atul Aggarwal	NA	NA
7	Mr. Alok Dhir	NA	NA
Non-Executive Non-Independent Directors			
8	Mrs. Archana Singhania	NA	NA
Key Managerial Personnel			
9	Sourabh Agarwal	18:1	27%
10	Poornima Gupta	3:1	27%
11	Vaibhav Jha**	14:1	NA

Note:

**Ceased w.e.f. close of business hours on 31st March 2024*
*** Appointed w.e.f. 16th December 2024*

The Company has not paid any remuneration to its Non-Executive Directors except sitting fees for attending Board and Committees meetings and details of sitting fee paid to Non-Executive Director have been given in Corporate Governance Report which forms part of this Annual Report.

ii) **The percentage Increase in the median remuneration of employees in the financial year** – 4%

iii) **The number of permanent employees on the rolls of company** – 417 employees

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

Category	Average Increase
Employees' remuneration (other than Directors)	5%
Managerial remuneration (Directors)	1%

There are various factors to ensure fair remuneration to the employee and managerial personnel including industry trend, individual and company performance, profitability of the Company, existing remuneration, increase given in past etc.

v) It is hereby affirmed that the remuneration is as per the remuneration policy of the company.

For and on behalf of the Board

Sd/-
Arvind Singhania
Chairman & CEO
(DIN: 00934017)

Place: New Delhi
Date: 30th July 2025

ANNEXURE – V

Details as per Section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014

A. CONSERVATION OF ENERGY

i) Steps taken or impact on conservation of energy - Energy Conservation Initiatives taken:

- In Film Plant-1, a new energy-efficient Kruger make air blower with IE-4 motor was installed in place of a less efficient air blower, resulting in a saving of 1,05,120 kWH per annum. **(₹ 8.44 Lacs)**
- An energy-efficient pump with motor was installed in place of chilled water pump, resulting in saving of 59,640 kWh per annum. **(₹ 4.79 Lacs)**
- Primary Heater-3 is kept on 'Hot Stand-by' when the total heat load of the plant is less than or equal to 8.5 M kcal, resulting in a saving of 57,865 kWH per annum. **(₹ 4.65 Lacs)**
- Earlier, the 'ETP main root blower' was being run continuously. Now it is stopped for 2 hours after running it for every 2 hours by maintaining air in 'Equalization Tank and Sludge Bed Tank' by Moving Bed Biofilm Reactor (MBBR), resulting in a saving of 50,400 kWH per annum. **(₹ 4.05 Lacs)**
- Efficiency of the Vapour Absorption Chiller improved by revamping the cooling tower, resulting in steam saving of approximately 1,760 MT per annum. **(₹ 23.08 Lacs)**
- A new Air Dryer unit has been installed in the Film Plant-2 to improve energy efficiency, resulting in saving of 80,000 kWH per annum. **(₹ 6.42 Lacs)**

ii) Steps taken for utilizing alternate sources of energy:

As detailed below, since Company is already meeting significant portion of its requirement of energy through alternate sources, it has not taken any additional step during the FY 2024-25 for utilizing alternate sources of energy:

- Power Requirement - Mostly met through Hydroelectric power supplied by UPCL.
- Steam Requirement - Mostly met through a Bio-Mass (Rice Husk) fueled Steam Boiler.
- Heating Requirement - Mostly met through a Bio-mass (Rice Husk) fueled Thermic Fluid Heater.
- Out of the total spend of ₹ 9,385.52 Lacs on Power & Fuel during the FY 2024-25, only ₹ 622.25 Lacs is on fossil fuels, HSD, Furnace Oil & LSHS.

iii) The capital investment on energy conservation during 2024-25:

During the year under review, the Company has incurred capital investment of about ₹ 4.67 Lacs on energy conservation equipment.

B. TECHNOLOGY ABSORPTION

i) Efforts made towards technology absorption

- Installed a new energy-efficient air dryer in place of a less efficient air dryer (HOC).
- Installed plant & machinery to produce master batch for Film Plants having a capacity of ~200 MT/month.
- To improve reliability, 33kV MOCB-type HT panel was replaced with a VCB-type HT panel.
- To improve reliability, converted DC drive to AC drive in Film Plant-2.
- To improve reliability, motors and drive were upgraded in Metallizer-1.
- Replaced VAM chiller condensate recovery pump with energy-efficient pump.
- Capacity of Pre Heater-1 enhanced from 4.5 Mkcal to 5.5 Mkcal.

ii) Benefits derived like product improvement, cost reduction, product development or import substitution.

Development of new products, improved productivity, operational efficiency and quality.

iii) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year)- Not Applicable

iv) Research and Development –

Particulars	Amount (₹ in Lacs)
Sales revenue from products manufactured during R & D	3,454.90
Expenditure incurred on R & D for production of aforesaid products	1,264.65
Net Revenue earned from R & D activities	2,190.25

C. <u>FOREIGN EXCHANGE EARNINGS AND OUTGO</u>

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows are as follows:

(Amount ₹ in Lacs)

Sr. No.	Particulars	2024-25	2023-24
1	Earnings – FOB Value of Exports	37,384.30	29,933.16
2	Outgo – CIF Value of Imports	8,322.50	7,166.73

For and on behalf of the Board

Sd/-
Arvind Singhania
Chairman & CEO
(DIN: 00934017)

Place: New Delhi
Date: 30th July 2025

A. OPERATIONAL PERFORMANCE

In Financial Year (FY) 2024–25, Ester demonstrated robust operational performance marked by sharp recovery in margins, higher capacity utilization, and continued strategic shift towards value-added and sustainable product segments. The company's performance reflected the efficacy of its transformation strategy focusing on Specialty Polymers and Films, backed by calibrated capex and operational realignment. The commissioning of the rPET capacity and future-oriented JV underscores Ester's commitment to sustainable growth. These initiatives, coupled with improving utilization rates, position the company well for continued success in the coming years.

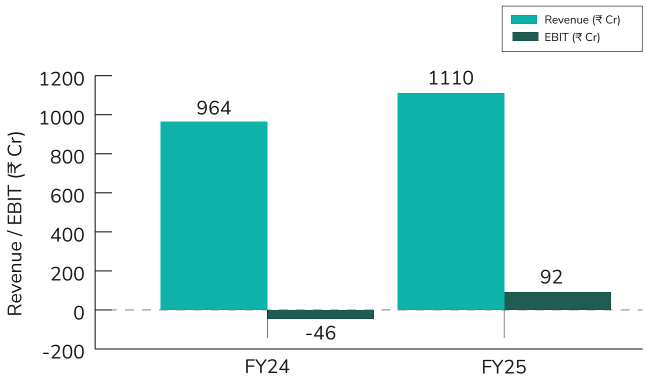
Ester operates across three key business segments:

- **Polyester Films (BOPET)**
- **Specialty Polymers**
- **R - PET**

I) Polyester Films Segment

The polyester film business exhibited a significant recovery in FY 2024–25, after a challenging prior year marked by margin compression due to global oversupply. Strategic actions to upgrade product mix and improve plant flexibility yielded notable improvements in operational and financial metrics.

Revenue and EBIT Comparison: FY24 vs FY25

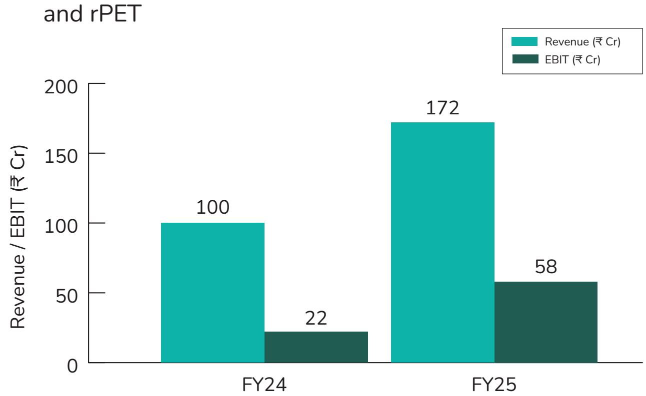


- **<u>Revenue Growth:</u>** The segment registered ~15% YoY growth in revenue, driven by an improved product mix and higher offtake in domestic and select export markets.
- **<u>EBIT and Margin Improvement:</u>**
  - EBIT of Film SBU for FY25 stood at ₹ 91.8 crore, compared to negative EBIT of ₹ 45.5 crore in FY24, indicating an **improvement of ₹137 Cr over last year.**
  - Full-year EBIT margins improved steadily across quarters, closing the year at **8%.**
- **Operational Measures**:
  - During FY25, Ester undertook planned production shutdowns for commercial reasons such as maintenance of various equipments as well as upgradation and reconfiguration of lines for enhanced specialty film output.
  - During the Year, Ester Industries started production in their New offline coater which gave a big boost to Value added films capability.
  - All these factors resulted in the company increasing its share of Value-Added products from 18% in FY24 to 23% in FY25 on a consolidated basis (14.1 KT in FY 2024 to 17.5 KT in FY 2025).
- **<u>Product Pipeline and Innovation:</u>**
  - Ester's robust R&D capabilities have enabled the expansion of our specialty films portfolio through continuous innovation.
  - We launched sustainable specialty films, including high-barrier and lidding films, strengthening our presence across new segments and applications.
  - A strong pipeline of specialty products is in place to further enhance our value-added offerings.
  - Our film grades adhere to the highest global quality standards and are widely adopted by leading MNCs and FMCG companies across India and international markets.
- **Demand Environment:**
  - Recovery in flexible packaging demand especially from food, FMCG, and label segments, supported volume growth. The FMCG sector, following subdued performance in early FY2023, has shown a strong recovery post that and is projected to grow at a steady 7-8% CAGR.
  - With the Plastic Waste Management Rules mandating 10% recycled content in flexible packaging from 1st April 2025, demand for BOPET Film is set to rise. We are equipped with the technology and certifications to supply BOPET Films with varied PCR content and are well positioned to meet growing demand.

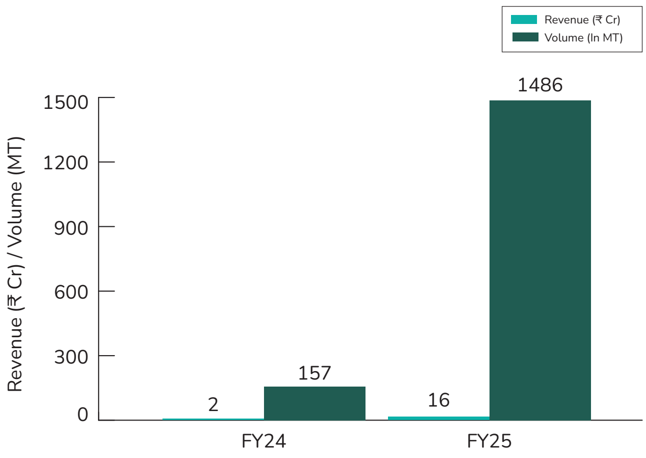
II) Specialty Polymers & R-PET Segment

The Specialty Polymers business continues to be Ester's flagship growth engine, delivering outsized performance on both topline and profitability metrics. The segment is backed by R&D investment, numerous patented technologies and deep application engineering.

Revenue and EBIT Comparison for Speciality Polymers and rPET



Revenue and Volume Comparison for rPET



- **Financial Performance:**
  - o Revenue grew by ~72% YoY, supported by continued strong demand for existing products such as MB03 and the successful commercialization of new grades.
  - o EBIT for the segment more than doubled, registering ~165% growth YoY, aided by favourable product economics, long-term contracts and product customization.
- **Product Portfolio and R&D:**
  - o Ester launched two new specialty grades during the year, focused on biodegradable and high-heat resistance applications.
  - o Ester makes premium differentiated quality rPET granules which have been approved by FMCG brands.
- **rPET Plant Commissioning:** FY 2024–25 marked a significant step forward in Ester's sustainability journey, with tangible progress in its recycled PET (rPET) and circular economy roadmap.
  - o The new rPET line in Hyderabad is expected to be operational by **August 2025.**
  - o The line will enable backward integration into recycled feedstock, enhancing product sustainability and supporting compliance with evolving global and domestic regulations on plastic recycling.

III) Conclusion

FY 2024–25 was a transformative year for Ester Industries, showcasing a strong rebound in profitability, diversification of revenue base, and visible momentum in sustainable solutions. Backed by its capex strategy, innovation pipeline, and focus on specialty markets, Ester is well-positioned for structurally higher growth and returns in the coming years.

B. SUSTAINABILITY AND ESG COMMITMENTS

At Ester, sustainability is embedded into our purpose and growth strategy. Our ESG roadmap is aligned with global needs. We intend to lead the global trends, national regulations, and customer expectations, enabling us to improve resource efficiency, reduce emissions, and create long-term stakeholder value. FY2024–25 saw tangible progress across our environmental initiatives, energy transition efforts, and social impact programs.

1. Environmental Stewardship

a. Carbon Emissions & Decarbonization

We are in the process of implementing multiple carbon reduction initiatives. These initiatives include process optimization, transition to renewable sources of energy, and circular raw material usage. As these programs scale, we expect to achieve measurable reductions in Scope 1 and Scope 2 emissions over the next few years.

b. Energy Efficiency Initiatives (FY 2024–25)

Ester executed targeted efficiency improvements across its manufacturing units, leading to notable energy savings:

- Installation of high-efficiency air blower in Film Plant-1: **1,05,120 kWh saved annually**
- Replacement of chilled water pump with energy efficient pump: **59,640 kWh saved annually**
- Optimized PH-3 Heater operations: **57,865 kWh saved annually**
- Intermittent use of ETP root blower: **50,400 kWh saved annually**
- Improved vapour absorption chiller efficiency: **1,760 MT steam saved annually**
- Installed a new air dryer unit to improve energy efficiency: **80,000 kWh saved annually**

c. Water Management

We recycled approximately **15%** of total water consumed in FY 2024–25, enabled by efficient effluent treatment and reuse processes. This reduces our freshwater dependency and aligns with responsible water use in industrial operations.

d. Renewable Energy Usage

We sourced approximately 3 million kWh of electricity from renewable sources during the year. This transition supports both cost optimization and compliance with evolving energy regulations.

2. Certifications and Compliance

Our ESG practices are validated through industry-leading certifications that reinforce our commitment to responsible operations and global standards. These include:

- ISO 14001 (Environmental Management)
- ISO 45001 (Occupational Health & Safety)
- FSSAI, FSSC 22000 (Food Safety)
- GRS (Global Recycled Standard)
- ISCC Plus (Sustainable Circular Certification)
- REACH, RoHS, Prop65 (Chemical and Product Safety Standards)

3. CSR Initiatives

During the year under review, the Company contributed ₹ 7.78 lacs to the Prime Minister's National Relief Fund (PMNRF)

The Company remains committed to promoting inclusive and equitable education through its ongoing project with Saraf Public School. As part of Ester's *Navsrijan Programme*, initiated in FY 2021–22, the Company has entered into an agreement with Saraf Education Society to support the education of underprivileged and economically weaker section students residing in and around Khatima. The initiative includes the provision of free education, books, uniforms, and transportation, thereby enabling access to quality education for marginalized children.

Our CSR initiatives are strategically focused on education, healthcare & sanitation, especially in regions where we have a business presence. Key initiatives undertaken during FY 2024–25 included:

Empowering Through Udaan Mission – Telangana

- Improving Living Conditions: Enhancing the quality of life for migrant Odia populations in Telangana's brick-making units by providing essential amenities and medical services.
- Supporting Education: Prioritizing the education of children from migrant communities to ensure long-term development and empowerment.

Girls First Ester Scholarship Program – Uttarakhand

- Provided scholarship support to over 40 deserving girls from underprivileged backgrounds in Uttarakhand, enabling them to pursue higher education in STEM fields and fostering future leaders.

Upgrading Healthcare Facilities

- Installation and supply of critical medical and administrative equipment at Civil Hospital, Khatima, including blood cross matching systems, split ACs for the patient ward, water coolers with RO, and steel benches for patient comfort.

Provided 2 TATA Ace Hydraulic Garbage Collecting Tippers

- Donated to Nagar Palika, Khatima to support local sanitation efforts

C. MARKET OUTLOOK – THIN BOPET FILM

Forward-Looking Statement

Forward-looking statements are based on certain assumptions and expectations, which may not materialize. Actual results could differ significantly. The Company is under no obligation to update or revise these statements in light of future developments.

IV) Introduction: What is BOPET and Why it Matters

Thin BOPET films are the largest and one of the fastest-growing sub-segments within the global flexible packaging industry. For Ester, this segment represents a strategic opportunity driven by scale, sustainability mandates, and the shift towards high-performance packaging.

BOPET (Biaxially Oriented Polyethylene Terephthalate) is a versatile polymeric film known for its strength, clarity, barrier properties, and thermal stability. It is widely used in flexible packaging, labels, insulation, and industrial applications. Within the broader BOPET category, thin BOPET films—typically under 50 microns—represent the most widely consumed segment due to their lightweight structure, high-speed processability, and broad applicability in fast-moving consumer goods (FMCG), e-commerce packaging, and retail formats.

The analysis below focuses on thin BOPET films to highlight the segment's growth potential, demand-supply evolution, and strategic relevance in the global packaging landscape.

V) Market Overview

Growth in thin BOPET films is being driven by rising consumption across packaged food, organized retail, and personal care—particularly in emerging economies. Structural shifts like urbanization, smaller household sizes, and consumer preference for safe, long-shelf-life packaging are strengthening demand. BOPET is the most recyclable substrate in comparison to any other alternate substrate. As a recyclable, high-performance substrate, thin BOPET is increasingly becoming the preferred packaging material across multiple industries.

Material substitution trends, rising packaging penetration, and sustainability-led regulation continue to expand BOPET's relevance. Ester is well-positioned to serve this demand with its certified product range, innovation pipeline, and growing global reach.

VI) Demand Trend and Utilization Outlook

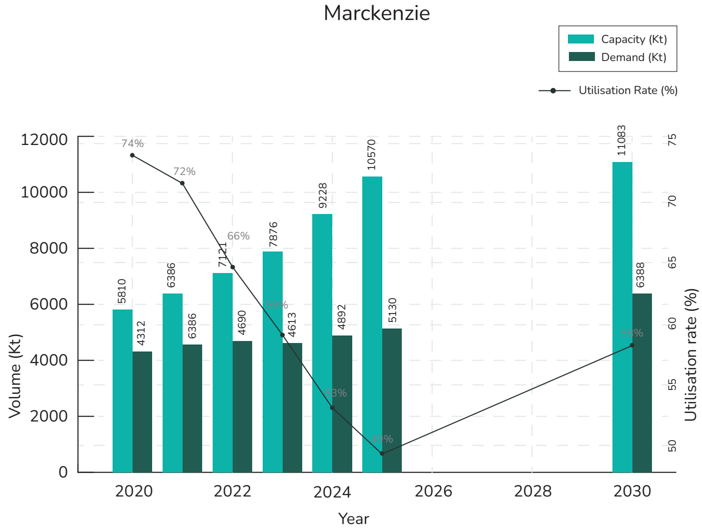
Robust growth in packaged food and FMCG consumption is driving global demand for thin BOPET films. Expanding middle-class populations in Asia and Africa, increasing access to modern retail, and the shift toward on-the-go and ready-to-eat products are fueling the need for durable, safe, and high-barrier packaging materials.

Regulatory mandates—such as India's 10% PCR content rule effective April 2025—are also expected to drive a premiumization of demand toward recyclable BOPET films. This creates margin-accretive opportunities for compliant and innovation-led producers like Ester.

The global thin BOPET film demand is expected to increase from **~5.2 million tonnes in 2025 to ~6.7 million tonnes by 2030,** reflecting consistent application growth. Asia remains the largest demand center, contributing over 80% of global consumption.

Capacity additions in recent years—primarily from China—led to a temporary oversupply situation, with utilization dropping to **~49% in 2025**. However, utilization is expected to **recover to ~58% by 2030** as demand gradually aligns with capacity.

Thin BOPET Film Market Trend (2020-2030) Source: Wood Marckenzie



Key Insights:

- Market moving toward equilibrium post-capacity surge

  After years of rapid capacity expansion, especially in Asia, supply is gradually aligning with demand. This is expected to bring stability to pricing and utilization rates

- Demand resilient across geographies and applications

  Thin BOPET demand continues to grow steadily across food, FMCG, pharma, and industrial uses. Both mature and emerging markets are showing consistent consumption trends.

- Improving CUF indicates operational recovery

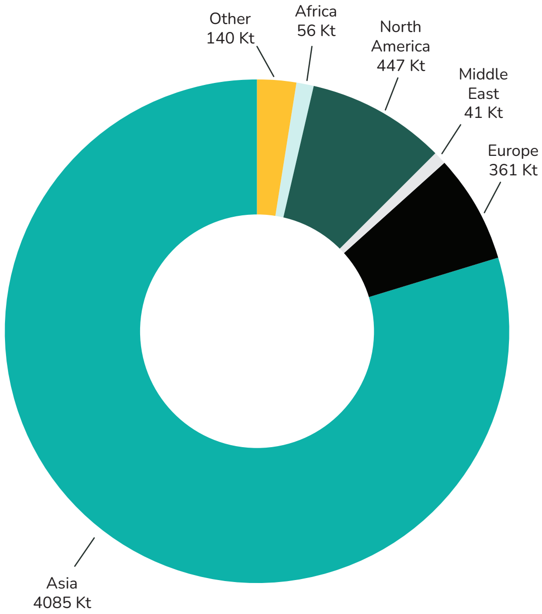
  Capacity Utilization Factors (CUF) are projected to rise from ~49% in 2025 to ~58% by 2030. This reflects a healthier supply-demand balance and better asset productivity.

VII) Regional Demand Distribution

Asia remains the global demand powerhouse, with volumes expected to grow from 4,085 KT in 2025 to 5,227 KT in 2030—driven by domestic consumption, rapid urbanization, and retail expansion. Meanwhile, developed markets like North America and Europe show steady demand but offer higher pricing and margins due to limited local supply and stricter quality requirements. Emerging markets such as Africa and the Middle East are also showing promising growth, gradually scaling up their share in global consumption.

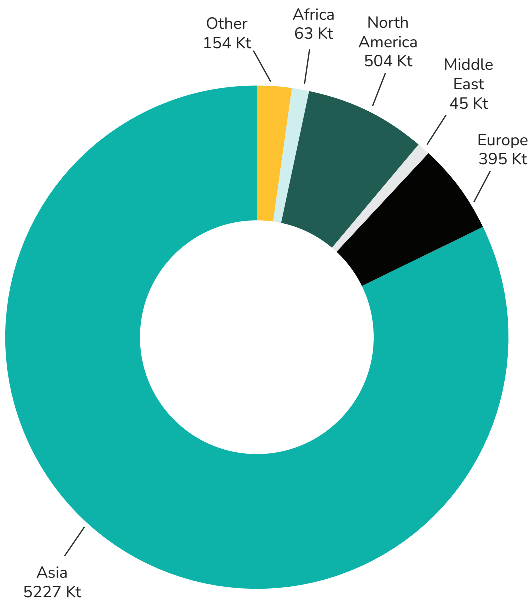
While Asia drives volume, developed and supply-constrained regions present an attractive realization opportunity. Export-focused players with reliable quality and delivery capabilities are well-positioned to benefit from this margin arbitrage.

2025 Demand Share (Kt)



Source: Wood Marckenzie

2030 Demand Share (Kt)



Source: Wood Marckenzie

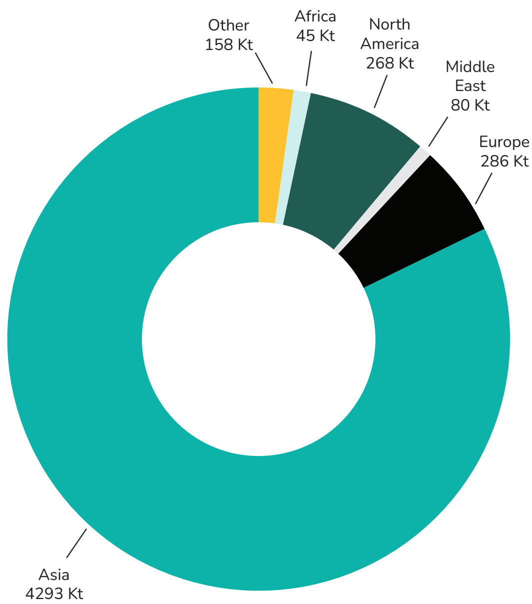
Key Insights:

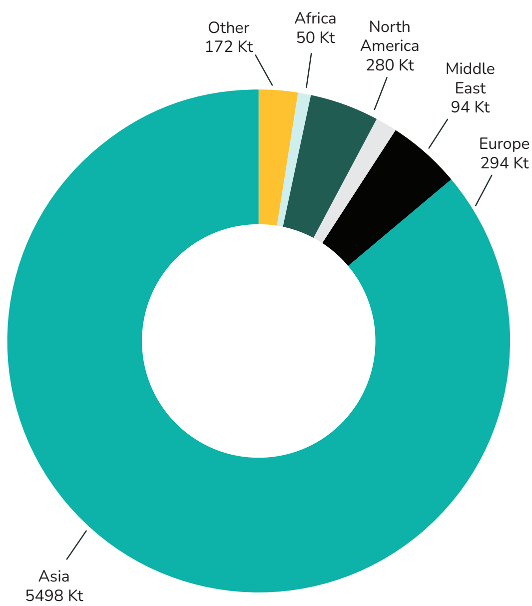
- Asia continues to be the largest market, with demand expected to grow from 4,085 KT in 2025 to 5,227 KT by 2030. This growth is driven by rising packaged food consumption, urbanisation, and growing middle-class needs.
- Developed regions offer stronger margin potential, supported by high quality expectations and constrained local supply.
- Exporters with reliable supply and good quality can benefit from stronger margins in regions that depend on imports for their packaging needs.

VIII) Supply Landscape

Supply continues to track the demand trend but with notable regional concentrations. Asia, particularly China and India, has emerged as the epicenter of capacity growth due to lower input costs, proximity to demand centers, and policy support for manufacturing.

Supply growth between 2025 and 2030 is expected to remain focused in low-cost manufacturing hubs. However, structural challenges—like limited export orientation and trade restrictions—continue to limit Chinese supply penetration into the West.





Key Insights:

- Asia will continue to lead global supply, increasing its share from 82% in 2025 to 84% in 2030, mainly due to China and India's cost advantages and large production capacities.

- Most of the new supply being added is in commodity-grade films, where competition is high and margins are under pressure.

- The real opportunity lies in specialty films—such as high-barrier or lidding films - which offer better prices and more stable demand, especially from large global brands.

- Producing these specialty films requires technical know-how, R&D, and consistent quality—areas where Ester has strong capabilities.

- With China facing trade barriers and focused more on its domestic market, Indian manufacturers have a good chance to grow exports, especially in high-margin, value-added segments.

IX) Upstream Raw Material Outlook: PTA & MEG

PET resin—the primary raw material for BOPET films—is derived from PTA and MEG, both of which are linked to global crude oil prices and their own supply-demand dynamics. Resin cost remains the largest component of film production expenses, and fluctuations can impact margins.

However, film prices generally adjust to reflect resin cost movements, albeit with a 1 - 3 month lag depending on market conditions. Value addition in standard films is more influenced by industry demand-supply than raw material price swings.

Specialty and downstream-coated products (like siliconized, extrusion, holography films) offer greater margin stability and are less sensitive to resin cost volatility. Overall, raw material volatility affects the entire industry. The Company closely tracks global and regional input price trends to shape its raw material strategy. Being vertically integrated from PET manufacturing down to specialty films , having diversified product mix and widespread geographic presence help mitigate its impact.

X) Downstream Outlook - Meeting the Demands of FMCG and Allied Industries

The global market for Biaxially Oriented Polyethylene Terephthalate (BOPET) films, especially the thin film segment, is significantly shaped by the needs of industries served by converters, with a strong emphasis on Fast-Moving Consumer Goods (FMCG).

Driving Demand in FMCG and Packaging

The packaging sector is the largest application for BOPET films. Within this, the food and beverage industry alone drives more than 76% of flexible packaging consumption. (Source – Global Growth Insights).

Segment highlights include (Source – Global Growth Insights):

- **Frozen foods** packaging expanding at **6.0% CAGR,** where BOPET-based laminates offer both protection and printability.

- **Savoury snacks** and **dried foods**—two large BOPET film users—are expected to grow at **4.1% and 3.5% CAGR**, respectively, benefiting from BOPET's metallization and sealing advantages.

FMCG companies rely on thin BOPET films for several critical reasons:

1. **Extended Shelf Life:** BOPET films provide an effective barrier against moisture, oxygen, and UV light, essential for preserving freshness and extending shelf life for food, beverages, and personal care products.

2. **Sustainability** – BOPET films are recyclable and allow the user of thinner material, helping reduce plastic consumption without compromising on quality.

3. **Aesthetics and Marketing:** Their transparency allows product visibility, enhancing marketing , and offers excellent printability for vibrant graphics.

4. **Material Substitution:** BOPET films are increasingly replacing conventional packaging, with new FMCG products adopting BOPET-based multilayer flexible films. Metallized BOPET films are driven by their use in snacks and dairy packaging.

Sustainability and Innovation Push

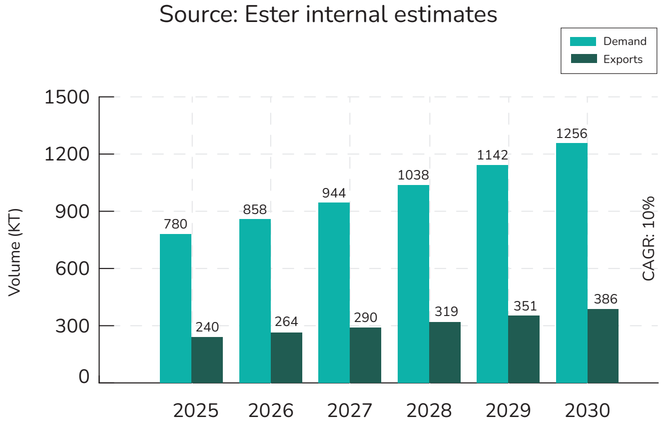
FMCG companies prioritize environmentally friendly packaging, with over 38% of consumers preferring recyclable formats. This prompts over 35% of manufacturers to explore bio-based or post-consumer recycled (PCR) BOPET film.

Source- **https://www.globalgrowthinsights.com/market-reports/bopet-films-market-112681#regionalTab**

XI) Indian thin BOPET Market Overview

India has emerged as both a leading consumer and exporter of thin BOPET films, supported by sustained growth in flexible packaging applications and a regulatory environment favoring recyclable substrates. Thin BOPET films are increasingly positioned as a preferred choice for high-barrier, multi-layer laminates in food, personal care, and home care applications.

India Thin BOPET Market: Demand vs Exports (2025-2030)
Source: Ester internal estimates



The flexible packaging films market in India has witnessed robust growth, fueled by rising consumer demand and the expansion of domestic brand owners. Specifically, the BOPET (biaxially oriented polyethylene terephthalate) segment is projected to grow from 780 KT in 2025 to 1,256 KT by 2030, reflecting a CAGR of 9-10%. While Exports are expected to be 240 KT in 2025 and expected to reach 386 KT in 2030 with a CAGR of 9-10%.

Moreover, the market is expecting increased demand for BOPET films in the flexible packaging structures as 10% recycling mandate in category 2 (flexible packaging) has come into effect in 2025. This requires FMCG companies and other users of flexible packaging to incorporate 10% recycled content. The mandate will become 20% from FY 27-28 ensuring sustained demand for the BOPET films.

1. Key Demand Drivers

a. FMCG Industry Expansion

FMCG sector in India is very robust and FMCG sales in the country is expected to grow by 6-8% in Fiscal 2026 **(https://economictimes.indiatimes.com/industry/cons-products/fmcg/fmcg-sector-may-see-mild-revenue-rebound-to-6-8-in-fy26-crisil-ratings/_articleshow/119204672.cms?from=mdr)**. BOPET films are increasingly preferred due to their durability and compatibility with fast-moving product lines as well as their unique ability to incorporate recycled content.

i. Food & Beverage Segment

The F&B sector accounts for nearly **75%** of the demand for flexible packaging films (Markets and markets report), with key applications in:

Salty snacks (25% share of F&B flexible film demand), **Chocolates, biscuits, confectionery, and milk pouches** further contribute to the dominant position of the F&B segment.

ii. Personal Care and Home Care Applications

BOPET is gaining traction in this segment due to its **dimensional stability**, which minimizes **warping and shrinkage** during production and filling. This reduces material waste and improves operational efficiency. Key applications include Hair oil, liquid handwash, skin care creams and toothpaste etc.

b. Sustainability and Regulatory push

India's regulatory landscape is increasingly supportive of sustainable packaging practices:

- PET stands out as a highly recyclable material with a mature infrastructure for collection, sorting, cleaning, and reprocessing into high-quality recycled PET (rPET).
- The Plastic Waste Management Act mandates the inclusion of at least 10% recycled content in flexible packaging for the initial two financial years, with a planned increase to 20% in subsequent years.

c. Growth of new applications – Increased demand for versatile packaging solutions

New product launches by FMCG giants require versatile packaging solutions that can cater to variety of product types. Flexible packaging with its adaptability by different shape, size and product requirements, becomes an ideal choice. Moreover, FMCG brands continually innovate to differentiate their products in a competitive market. Flexible packaging allows for a high degree of customization and innovation. This capability supports the launch of new and differentiated products, further boosting the demand for flexible packaging.

d. Changing Consumer patterns in India

India is experiencing rapid urbanization and an increase in the number of working professionals with busy lifestyles. This shift has led to a greater demand for convenient, ready-to-eat food products, snacks, and beverages that are easy to carry and consume on the go. Disposable income also witnessed the rise; per capita disposable income grew 7% in FY25 (IMF Data) in the previous year. Plastic flexible packaging is ideal for these products due to its lightweight and portability.

D. MARKET OUTLOOK – SPECIALTY POLYMERS

The global shift toward higher-performance, recyclable, and application-specific materials is driving demand for specialty polymers across diverse sectors. These trends—fueled by sustainability mandates and functional performance—are reshaping the materials landscape across packaging, textiles, industrials, and electronics.

Ester's specialty polymer business is strategically aligned with this transformation. With strong formulation capabilities, patented technologies, and deep application engineering, Ester is positioned to benefit from structural growth in four key end-user segments: Textiles, Carpets, Consumer Electronics and BOPET Films.

These industries are projected to witness steady to strong growth through 2030, reinforcing the long-term opportunity for Ester's specialty polymers:

BOPET Films

The flexible packaging industry is rapidly evolving, with growing emphasis on food safety, extended shelf life, and recyclability. PET-based films are emerging as a go-to material for converters and brands seeking clarity, barrier protection, and environmental compliance.

Ester is closely integrated into this value chain through its specialty polymer grades, supporting advanced film performance and compliance with circular packaging mandates.

Polyester Textiles

Consumer preference for affordable, durable, and functional textiles continues to rise, with sustainability becoming a central buying criterion. Polyester leads this transformation due to its versatility and cost-effectiveness. The global polyester fiber market is projected to grow at **7–8% CAGR**, with rising adoption of recycled content by fashion and home textile brands.

Ester's polymers are enabling high-quality rPET fiber production, helping global brands meet recycled content targets while maintaining performance, consistency, and efficiency.

Carpets

The carpet sector is steadily transitioning from traditional materials to polyester systems—valued for their dyeability, stain resistance, and cost advantage. Ester supplies polyester raw materials specifically for use in nylon-based commercial carpets, enabling hybrid constructions that combine durability with sustainability. With tightening sustainability regulations in Western markets, Ester's customizable polymers offer a dual benefit: regulatory compliance and performance enhancement for both backing and fiber systems.

Consumer Electronics

As devices become more compact, connected, and thermally demanding, the need for engineering polymers like PBT and LCP is rising—especially in 5G infrastructure, connectors, and wearables. The global consumer electronics market is projected to grow at 6–7% CAGR, while India's market is expected to expand at a similar 6–7% CAGR (Average taken based on multiple research reports), driven by digital adoption and rising disposable incomes.

Ester's specialty polymers are engineered for high-performance applications, offering thermal stability, flame retardancy, and reliability in line with global OEM requirements.

Conclusion

Ester's specialty polymer business is positioned at the intersection of material innovation and market transition. Whether it's enabling recyclable packaging, supporting circular fashion, or powering next-gen electronics, Ester's solutions are deeply embedded in future-ready industries.

With strong technical credentials, an innovation-led mindset, and deep customer engagement, Ester is primed to lead the specialty polymer wave across its focus sectors.

Strategy and Business Positioning

XII) Strategic Ambition and Overview

Ester Industries is building on its strong foundation in specialty polymers and polyester films to drive an ambitious next phase of growth. Our current strengths has been built on top of decades of manufacturing excellence, deep R&D expertise and – provide a solid base. Achieving our aspirations requires a decisive shift toward a more value-added product portfolio. We are focusing our strategy to capitalize on innovation and specialization, moving beyond commodities to higher-margin sustainable solutions in both specialty polymers and polyester films.

Aspiration

Achieve long term margin resilience and value creation

Key Pillars

Strategy Pillars

SP RAMP UP	FILMS RAMP UP	FILMS VAS FOCUS	Cost Optimization
• Scale production and market share of high-margin specialty polymers and films • Enhance plant utilization to maximize value from existing assets			• Build on existing cost strengths by further enhancing operational efficiency, optimizing resource deployment, and deepening strategic procurement practices

Enablers

R&D	Tech service	Manufacturing Excellence	Sales Focused capability Building
• Leverage strong foundational R&D to scale innovation capabilities that support long-term growth and differentiated product development	• Deepen technical service capabilities to drive closer customer collaboration, co-create tailored solutions, and deliver high-performance, application-specific products	• Reinforce a safety-first and quality-centric culture while advancing operational excellence and throughput across manufacturing operations	• Strengthen commercial capabilities to accelerate customer acquisition and scale Specialty Polymers and Films across key domestic and global markets

Foundation

ROBUST PROCESS DRIVEN & PEOPLE CENTRIC ORGANIZATION

This strategic roadmap is captured in our **"4G Model" (Growth, Gain, Granularity, Guardrails)** framework". It aligns Ester's long-term ambition with **four strategic pillars,** supported by **four critical enablers,** and anchored in a robust foundation of **people and processes.**

At its core, the 4G Model ensures:

- **Growth** through ramp-up of high-potential businesses
- **Gain** via value-added product focus
- **Granularity** enabled by technical services and R&D, and
- **Guardrails** through cost discipline and manufacturing excellence

Together, these elements form an integrated pathway to sustainable value creation and margin resilience as Ester enters its next phase of growth.

Our six strategic themes that will help us achieve our vision are:

- **Driving Value-Added Specialty (VAS) Growth** – Accelerating high-margin specialty film sales and innovation.
- **Maximizing Specialty Polymer (SP) Utilization** - Scaling up our Specialty Polymers business globally.
- **Aggressive Cost Optimization** - Improving efficiency to boost margins.
- **Manufacturing Excellence** - Enhancing operational efficiency, quality and safety.
- **People-Centric Culture** - Investing in talent and organization development.
- **Efficient and Industry Leading Business Processes** - Best in class digitized processes for agility and scalability.

Each of these themes has dedicated initiatives and targets, forming a cohesive strategy that connects today's capabilities to tomorrow's ambitions. Global reach, innovation, and sustainability are cross-cutting themes: we already serve 50+ countries and are one of India's largest exporter of packaging films, giving us a strong global supply capability. Our culture of R&D and innovation (evidenced by 18+ granted patents and a JV with Loop Industries to advance circular chemistry) ensures we continue developing specialized solutions that meet emerging market needs. In the following sections, we outline each strategic theme and how it positions Ester to achieve our goals.

XIII) Driving Value-Added Specialty (VAS) Growth

Shifting to value-added specialty films is central to our strategy for enhancing margins and global competitiveness. Ester is leveraging its expertise in specialty polyester films to significantly grow the share of high-value products in its portfolio.

Our approach is twofold:

- **Market Expansion:** We are strengthening our sales force and global presence, with a focus on export markets. Existing coating and metallizing capacities are being optimized to scale up specialty film output and meet growing demand.
- **Product Innovation:** Our R&D pipeline targets next-generation specialty films, including high-value applications like industrial and functional films. Planned investments in specialized coating and metallizing lines will enable the launch of differentiated products.

This pivot to specialty films is expected to significantly enhance revenue contribution from specialties, drive margin improvement, and reinforce Ester's position as a niche technology leader in the polyester film industry.

XIV) Maximizing Specialty Polymer (SP) Utilization

Parallel to our films business, we are scaling our high-margin Specialty Polymers segment, leveraging deep domain expertise and our broad portfolio. Our strategy focuses on driving volume growth and global market expansion while strengthening our innovation engine.

Market Expansion: We are deepening SP presence in both domestic and global markets. In India, targeted marketing and application development are unlocking new customers. Internationally, strong distribution partnerships are helping us enter high-potential geographies.

Innovation & Technical Services: Investments in R&D infrastructure and talent are accelerating innovation in polymer chemistry. Dedicated technical service teams are collaborating with customer R&D teams to co-develop tailored solutions and strengthen long-term engagement.

Quality & Capacity Enhancements: We are modernizing our legacy polymer plant and upgrading quality systems to ensure reliability and higher utlisation. These improvements, along with recent capacity additions, including recycling capabilities - position us to meet rising demand with agility and quality.

With limited competition in select niches and a robust innovation pipeline, Specialty Polymers is poised to be a key value contributor in Ester's long-term growth journey.

XV) Aggressive Cost Optimization

Improving cost efficiency is a critical element of our strategy to boost margins. Ester has launched a company-wide cost optimization program. This program spans operational efficiencies, input cost reduction, and fixed cost optimization to ensure we expand profitability even as we grow. Key focus areas include:

- **Operational Efficiency & Automation:** We are embracing process improvements and digitalization to automate workflows across functions. By increasing automation in manufacturing and support processes, we aim to improve throughput.

- **Energy and Utility Savings:** A major sustainability-linked cost initiative is the adoption of renewable energy. We are in the process of evaluating and investing in solar power for our facilities. Not only will this cut energy costs, it supports our carbon footprint reduction goals. We are also optimizing raw material usage and recycling waste streams to lower input costs and improve yields, aligning cost savings with our sustainability ethos.

- **Strategic Procurement:** Ester is consolidating procurement with suppliers by leveraging higher purchase volumes as we grow. We continuously benchmark costs and identify opportunities to reduce logistics, packaging, and other overhead expenses. This culture of cost optimization is being instilled company wide as part of our drive for operational excellence.

Together, these cost optimization levers will not only improve our bottom line but also create a leaner, more agile organization. The savings generated will be reinvested in growth and technology, creating a virtuous cycle of efficiency feeding innovation.

XVI) Manufacturing Excellence

Ester operates three advanced manufacturing facilities across India and is committed to achieving world-class efficiency, safety, and quality standards. Through our structured Manufacturing Excellence program, we are strengthening operational reliability to support growth in specialty volumes.

- **Total Productive Maintenance (TPM):** TPM practices are being embedded across plants to boost asset uptime, reduce defects, and maintain high utilization—especially as we modernize legacy equipment through targeted investments.

- **Quality Focus** – We are institutionalizing best-in-class quality assurance practices across our manufacturing lines, with an emphasis on real-time quality monitoring. Structured audits and statistical process controls are being strengthened to ensure consistent conformance to customer specifications.

- **Safety & System Upgrades:** A company-wide safety enhancement program is underway, focused on training, audits, and engineering controls to reduce incidents and align with global benchmarks. We are also upgrading process controls and quality systems to ensure consistent, high-standard output.

By enhancing yield, uptime, and safety, this initiative reinforces customer trust, supports scalable delivery, and positions us for reliable, high-quality growth.

XVII) People-Centric Culture

Our people are central to Ester's success, and we are strengthening our position as a people-first organization to support our growth ambitions. We are enhancing talent development, engagement, and organizational culture to foster innovation and operational excellence.

- **HR Transformation:** Ester wants to strengthen its position as employer of choice for attracting and retaining the best talent. Investments are being made to make people processes more employee-centric to support professional growth.

- **Talent Development & Retention:** Focused initiatives are underway to deepen leadership pipelines, retain top talent, and enhance employee engagement through targeted development, recognition, and work-life balance programs.

- **Culture & Workplace Excellence:** We are investing in a collaborative, inclusive, and high-trust work environment through wellness programs, continuous feedback, and culture-building initiatives.

This ongoing focus on people enables Ester to build a resilient, future-ready organization capable of executing on all strategic priorities with agility and excellence.

XVIII) Digital Transformation

Ester is adopting a digital-first operating model to enhance agility, efficiency, and decision-making across the organization. Our digital transformation is a key enabler of growth, focused on building a scalable, data-driven enterprise.

- **Process Automation & Analytics:** We are automating core workflows and deploying real-time dashboards to reduce manual effort, improve accuracy, and enable faster, insight-led decisions across operations, sales, and finance.

- **Business Process Re-engineering:** A company-wide transformation initiative is re-structuring cross-functional processes to improve data visibility, standardize workflows, and eliminate inefficiencies.

Digital transformation is a key focus for next 18 months and investments have been committed towards this initiative in partnership with a leading business consultant of global repute. Together, these initiatives position Ester to manage greater scale with speed and efficiency—giving us a competitive edge in an evolving global landscape.

XIX) Positioned for Sustainable Growth

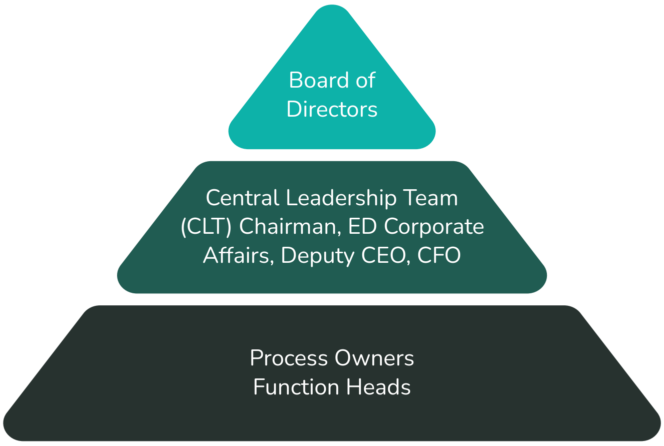
With the Ester's 4G Model as our foundation, we are executing a bold and focused transformation. From scaling value-added segments and innovating new materials, to reducing costs and digitizing processes, our efforts are aligned to deliver higher profitability, increased customer stickiness, and stronger global competitiveness.

Ester is not just adapting to change, we are actively shaping the future of specialty materials, backed by technology, sustainability, and a relentless focus on excellence.

XX) Governance Framework

At Ester, we believe that disciplined execution stems from structured governance. Our three-tier governance model ensures strategic alignment, cross-functional coordination, and accountability across all levels of the organization.

This framework is central to how Ester drives transformation, manages risk, and delivers on its long-term growth ambitions.



- **Board of Directors**
  Sets the company's strategic direction, monitors long-term objectives, and ensures oversight on key risks and compliance matters.

- **Central Leadership Team (CLT)**
  Comprising the Chairman, ED Corporate Affairs, Deputy CEO, and CFO, the CLT translates strategy into actionable priorities and drives enterprise-wide decision-making and alignment.

- **Process Owners / Function Heads**
  Responsible for operational execution, performance delivery, and process improvement across their respective areas. They serve as anchors for driving initiatives and ensuring feedback loops to leadership.

This structure enables Ester to operate with agility and discipline—ensuring that every initiative, from innovation to cost transformation, is aligned to our strategic goals and executed with shared ownership.

BUSINESS & FINANCIAL PERFORMANCE – STANDALONE BASIS

Particulars	Quantity Produced (MT) (During FY 2024-25)	Quantity Produced (MT) (During FY 2023-24)	Growth
Polyester Chips	67,428	61,789	9.13%
Specialty Polymers	6,893	3,991	72.71%
PET Film – Non-Metallized	50,341	51,685	(2.60%)
PET Film – Metallized	10,322	10,595	(2.58%)

Particulars	Quantity Sold (During FY 2024-25)	Quantity Sold (During FY 2023-24)	Growth
Polyester Chips	18,556	9,859	88.21%
Specialty Polymers	4,862	2,535	91.79%
PET Film – Non-Metallized	39,523	40,663	(2.80%)
PET Film – Metallized	10,275	10,555	(2.65%)
Sub Total – PET Film	49,798	51,218	(2.77%)

Particulars	Revenue from Operations (₹ in Lacs) (During FY 2024-25)	Revenue from Operations (₹ in Lacs) (During FY 2023-24)	Growth
Polyester Chips	16,113.81	8,773.49	83.66%
Specialty Polymers	17,525.54	10,133.96	72.94%
PET Film – Non-Metallized	56,613.46	51,096.79	10.80%
PET Film – Metallized	16,793.41	15,534.63	8.10%
Sub Total – PET Film	73,406.87	66,631.42	10.17%
Total	1,07,046.22	85,538.87	25.14%

Particulars	(₹ in Lacs) (During FY 2024-25)	(₹ in Lacs) (During FY 2023-24)	Growth
EBITDA	13,369.86	2,283.84	485.41%
PBT	5,464.10	(5,728.82)	Positive from Negative
PAT	4,053.29	(4,333.43)	Positive from Negative
Other Comprehensive Income	(364.91)	(76.55)	(376.70%)
Total Comprehensive Income	3,688.38	(4,409.98)	Positive from Negative

Production & Sales Overview

Production of Polyester Chips increased by 9.13% during the year under review. During FY 2023-24, the production of polyester chips was adversely affected by a 28-day shutdown of the Continuous Polymerization plant due to a technical breakdown. Additionally, production rates were reduced due to specific technical issues that impacted throughput. However, the plant has been operating at optimal capacity since then and during the financial year 2024-25.

Production of both non-metallized and metallized PET Film decreased marginally though demand supply imbalance improved during the year as demand continues to grow consistently.

On account of revival of economic scenario, demand for Specialty Polymer products increased in United States, which is our primary market for these products. Consequently, sales in terms of both volume and value increased significantly during the year under review.

Business Performance Overview (FY 2024-25)

Standalone net revenues from the operations for the year increased by 25.14% from ₹ 855.39 crores to ₹ 1,070.46 crores, due to the following factors:

a. Increase in sales of Polyester Chips by 88% in volumetric terms and by 84% in value terms.

b. Significant improvement in per unit sales realization and margins in BOPET Films driven by improved demand supply scenario.

c. Increase in the sales value of BOPET Films driven by higher realization & margins and higher proportion of Value Added & Specialty Films despite marginal reduction in volume of sales.

d. Increase in sales of Specialty Polymers by 92% in volumetric terms and 73% in value terms as United States witnessed tapering of recessionary trends.

During the year under review, sales of R-PET increased significantly both in volumetric and value terms. R-PET is reported as part of the Specialty Polymers segment.

Turnaround in operating and financial performance was mainly driven by significant improvement in the performance of Specialty Polymers SBU and margin improvement in BOPET Films while expenses remained rangebound due to tight control exercised by the management.

Additionally, the company raised ₹ 99.90 crores in new equity (including premium) in the month of March 2024. Receipt of ₹ 43.75 crores under Share Warrants issue of ₹ 175.00 crores resulted in improved liquidity position for the company. The company maintained a disciplined approach to debt repayment, adhering strictly to the repayment schedule for term borrowings. As a result, the financial leverage, as indicated by the Total Outside Liabilities to Total Net Worth ratio, stood at 0.42 as of 31st March 2025. The book value per equity share was ₹ 96.54.

Key Financial Ratios – Standalone basis

Particulars	2024-25	2023-24	Change %	Growth
Current Ratio	1.85	1.43	29.37%	Significant reduction in current liabilities on account of reduction in current maturities of long-term loans and lower utilization of working capital limits. Overall reduction in current assets. Reduction in investments, cash & cash equivalent and bank balances was higher than the increase in inventories & receivables due to higher level of operations
Debt Equity Ratio	0.33	0.44	25.00%	Improvement in the ratio is attributed to significantly better operating & financial performance compared to the previous financial year in which the company incurred a loss.
Debt Service Coverage Ratio	0.69	0.21	228.57%	Significant improvement in DSCR on account of better financial performance during the year despite significantly higher repayment of term loan installments.
Return on Equity	4.67%	(5.41%)	Positive from Negative	Improvement in the ratio is attributed to significantly better operating & financial performance compared to the previous financial year in which the company incurred a loss.
Inventory Turnover Ratio	5.68	4.75	19.58%	Marginal variation
Trade Receivables Turnover Ratio	8.76	6.88	27.33%	Improvement in ratio is on account of improved receivables management. The increase in receivables was less than commensurate to the increase in sales turnover
Trade Payables Turnover Ratio	23.75	22.59	5.14%	Marginal variation
Net Capital Turnover Ratio	5.76	6.68	(13.77%)	Marginal variation
Net Profit Ratio	3.84%	(5.15%)	Positive from Negative	Improvement in the ratio is attributed to significantly better financial performance compared to the previous financial year in which the company incurred a loss.
Return on Capital Employed	7.33%	(1.65%)	Positive from Negative	Improvement in the ratio is attributed to significantly better financial performance compared to the previous financial year in which the company incurred a loss.
Return on Investment	6.50%	15.21%	(57.26%)	The reduction in return on investment is due to lower returns from equity oriented mutual funds compared to previous year

Detailed Explanation of Ratios

(i) Current Ratio

The Current Ratio is a liquidity ratio that measures a Company's ability to pay short – term obligations or those due within one year. It is calculated by dividing the current assets by current liabilities.

(ii) Debt Equity Ratio

The ratio is used to evaluate a Company's financial leverage. It is a measure of the degree to which a Company is financing its operations through debt versus wholly owned funds. It is calculated by dividing sum total of total borrowings and total lease liabilities by its shareholder's equity.

(iii) Debt Service Coverage Ratio

The above ratio is used to evaluate debt service capability of the Company. Higher ratio indicates better debt service capability. It is measured by dividing the sum total of NPAT, Non-cash operating expenses like depreciation & other amortizations, interest on term loans & lease liabilities and other adjustments like loss on sale of fixed assets etc. by sum total of Interest & lease payments and Principal Repayments during the year.

(iv) Return on Equity (%)

Return on Equity (ROE) is a measure of profitability of a Company expressed in percentage. It is calculated by dividing NPAT for the year by average shareholders' equity. Average shareholders' equity is calculated by dividing sum total of shareholders' equity at the beginning and at the end of the year by two.

(v) Inventory Turnover Ratio

Inventory Turnover is the number of times a Company sells and replaces its inventory during a period. It is calculated by dividing cost of goods sold by average inventory

(vi) Trade Receivables Turnover Ratio

The above ratio is used to quantify a Company's effectiveness in collecting its receivables or money owed by customers. The ratio shows how well a Company uses and manages the credit it extends to customers and how quickly that short – term debt is collected or is paid. It is calculated by dividing net sales turnover by average trade receivables.

(vii) Trade Payables Turnover Ratio

The above ratio is used to quantify a Company's effectiveness in being able to use trade payables or money owed to suppliers as source for financing working capital needs of the Company. It is calculated by dividing Net Purchases by Average Trade Payables. Net purchases are sum total of cost of material consumed, consumption of stores & spares, consumption of packing material, power & fuel and increase / decrease in raw material & stores & spares inventories.

(viii) Net Capital Turnover Ratio

It is calculated by dividing Net Sales by Working Capital.

(ix) Net Profit Ratio (%)

The Net Profit Ratio is equal to how much net income or profit is generated as a percentage of Net Sales. It is calculated by dividing NPAT for the year by Net Sales during the year.

(x) Return on Capital Employed (ROCE) (%)

Return on Capital Employed (ROCE) is a measure of profitability of a Company expressed in percentage. It is calculated by dividing NPAT for the year by capital employed. Capital employed is sum total of Tangible Net Worth, Total Debt and Deferred Tax Liability.

(xi) Return on Investment (%)

Return on Investment is a measure of profits earned on investments expressed in percentage. It is calculated by dividing sum of returns on CPs & others, profit on sale of investments and gain on fair valuation of financial assets by average investments. Average investment is calculated by dividing sum total of investments (net of unrealized profits) at the beginning of year and at the end of the year by two.

Risk Management and Internal Audit

It is understood that risk is an integral part of any business. At Ester, we are fully aware of the risks our business faces and have been continuously investing in enhancing our risk management capabilities. The company has established an Enterprise Risk Management (ERM) framework and processes primarily to identify and mitigate risks that matter.

Our ERM framework is based on internationally accepted guidelines, including the Committee of Sponsoring Organizations of the Treadway Commission (COSO) and ISO 31000 (Risk Management Guidelines). The framework comprises several key components: risk identification, risk categorization (viz: strategic risk, operational risk, compliance risk, financial risk, and environmental, social & governance risk), risk assessment and rating, risk response, and risk mitigation.

Out of the library of risks collated, we have identified the top 11 risks (Risks that Matter) that are of the highest priority to our organization. The Risk Management Committee, constituted by the Board, monitors and reviews the identified risk and strategic risk management plans of our company and provides necessary directions on the same.

We are continuously working on mitigating these identified risks to safeguard our business and ensure long-term success. Considering ever changing, volatile & dynamic environment, the risks and the mitigation plans are modified to align with the changed scenario / environment.

Upon detailed review of the identified risks & mitigation plan thereof, the Board is of the opinion that there are no risks which may threaten very existence of the Company.

The Risk Management Policy is available on the website of the Company at **https-://www.esterindustries.com/sites/default/files/Ester%20Risk%20Management%20Policy.pdf**

Internal auditors carry out audits across all functions / processes and testing existence & effectiveness of the Internal Financial controls, enabling identification of areas where internal checks & controls may need to be strengthened. The Audit Committee of the Board reviews Internal Audit findings and provides strategic guidance on internal controls. The Audit Committee closely monitors the internal control environment within Company including implementation of the action plans emerging out of internal audit findings.

Intellectual Capital

In an increasingly dynamic and competitive business environment, organizational agility has become a critical differentiator. Across industries, companies are recalibrating strategies, optimizing operations, reducing costs, enhancing quality, and innovating to stand out in the market. Continuous improvement in thinking and execution is now essential for maintaining a competitive edge.

To remain the preferred choice for our customers in terms of timeliness, quality, and cost-effectiveness, we must evolve constantly. This requires driving efficiency across all resource categories to maximize value creation and minimize waste.

At Ester, we continue to invest in our human capital through targeted people initiatives. A key area of focus is fostering a digital, results-oriented, and process-driven culture. Our Talent Management framework and Learning & Development programs are designed to build a workforce capable of navigating a rapidly changing business landscape, while aligning with our operational and strategic objectives.

To ensure consistent customer delivery, we are continuously reviewing and refining our business and functional processes. These processes form the backbone of our training programs, supporting our goal of building an agile and multi-skilled workforce.

We regularly re-evaluate team and individual performance metrics to reflect external realities, while also redefining roles to enhance company performance and support employees' career growth. Technology continues to be a major enabler across the organization, with interventions extending to frontline operations to ensure seamless process adoption and performance tracking.

Creating a customer-centric organization demands a shift in culture and mindset. To drive this transformation, our senior management maintains regular communication and engagement across all levels of the workforce, ensuring alignment, motivation, and a shared vision for success.

Cautionary Statement

Statements in this section relating to future status, events, circumstances, plans and objectives are forward – looking statements based on estimates and anticipated effects of future events. Such statements are subject to risks and uncertainties and accordingly are not predictive of future results. Actual results may differ materially from those anticipated in the forward – looking statements. The Company cannot be held responsible in any manner for such statements. The company undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.

In compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (**"Listing Regulations"**), the Company submits the Report on Corporate Governance followed by the Company.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is a set of transparency and accountability which are integral part of our business and endeavor to ensure fairness for every stakeholder, our customers, investors, vendors and the communities wherever we operate. We always seek to ensure that our performance is driven by integrity, value and ethics. Integrity and Transparency are key to our Corporate Governance practices to ensure that we retain the trust of our stakeholders at all times.

It's all about building simple and transparent processes driven by business needs of all stakeholders. Responsible corporate conduct is integral to the way we do our business. It is the combination of voluntary practices and compliance with laws and regulations leading to effective control and management of the organization.

This Corporate Governance Report sets out the governance framework adopted by the Board of the Company and highlights the key activities during the year.

In its approach to governance, the Board embraces best practices in the area of Corporate Governance to ensure the attainment of highest levels of transparency, accountability and equity in all the facets of its operations and in all its interactions with its stakeholders. The Board continues to hold and augment the standards of Corporate Governance by ensuring that the Company pursues policies and procedures to satisfy its legal and ethical responsibilities.

In Ester, we firmly believe that an active, well-informed and independent Board is necessary to ensure the highest standards of Corporate Governance to bring objectivity and transparency in the Management. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board. Our Corporate Governance framework ensures that we make timely disclosures and share accurate information regarding our financials and performance, as well as disclosures related to the leadership and governance of the Company.

2. BOARD OF DIRECTORS

a) Composition & Category of the Board

The Board of the Company comprises highly experienced people of repute, eminence and has a good and diverse mix of Executive and Non-Executive Directors. The Board composition is in conformity with the applicable provisions of the Companies Act, 2013 (**"Act"**) and Listing Regulations as amended from time to time. As on 31st March 2025, the Board consists of Eight Directors comprising three Executive Directors, one Non-Executive Non-Independent Director and Four Independent Directors including One Woman Director. The composition of the Board represents an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business. The Board, as part of its succession planning exercise, periodically reviews its composition to ensure that the same is closely aligned with the strategy and long-term needs of the Company.

Changes in the Board during financial year 2024-25 and post closure of financial year, till the date of this Report

Appointment/Re-appointment

1. Mr. Ayush Vardhan Singhania (DIN: 05176205) was re-appointed as Whole-time Director of the Company for a period of 5 (Five) years w.e.f. 1st June 2024.

The aforesaid re-appointment was regularized and duly approved by the shareholders vide Special resolution passed by Postal Ballot on 26th August 2024.

2. Mrs. Padmaja Shailen Ruparel (DIN: 01383513) was re-appointed as an Independent Director of the Company for a second term of 5 (Five) years, w.e.f. 1st April 2025.
3. Mr. Abhay Anant Gupte (DIN: 00389288) was appointed as an Independent Director of the Company for a first term of 5 (Five) years, w.e.f. 6th May 2025.

The aforesaid re-appointment and appointment were regularized and duly approved by the shareholders vide Special resolutions passed by Postal Ballot on 26th June 2025.

Cessation

- Mr. Ashok Kumar Newatia (DIN: 01057233), Mr. Madras Seshamani Ramachandran (DIN: 00943629), Dr. Anand Chand Burman (DIN: 00056216) and Mr. Priya Shankar Dasgupta (DIN: 00012552) ceased to be Independent Directors of the Company upon completion of their second consecutive term with effect from close of business hours on 31st March 2024.
- Mr. Sandeep Dinodia (DIN: 00005395) ceased to be Independent Director of the Company upon completion of his second consecutive term with effect from close of business hours on 31st March 2025
- Mrs. Archana Singhania (DIN: 01096776), has resigned from the designation of Non-Executive Non-Independent Director of the Company w.e.f. 30th April 2025.

A brief profile of all the Directors as on the date of the Report can be accessed on the Company's website at **www.esterindustries.com.**

The details of each Director of the Board along with the number of Directorship(s)/Committee Membership(s)/ Chairmanship(s) and their shareholding in the Company are provided herein below:

Name and category	Number of Shares and convertible instruments held in the Company	Directorships in other Companies*			Membership(s)/Chairmanship(s) of Committees in other Companies**	
		No. of other Directorship	Chairperson of the Board	Name of listed Entity along with Categoryof Directorship	No. of Committee Memberships	No. of Committee Chairmanships
Promoter Directors						
Mr. Arvind Singhania *Chairman & CEO*	2632285	2	1	-	-	-
Mr. Ayush Vardhan Singhania *Whole-Time Director*	178033	2	-	-	-	-
Mrs. Archana Singhania *Non-Executive Director*	-	-	-	-	-	-
Executive Director						
Mr. Pradeep Kumar Rustagi	400	1	-	-	-	-
Independent Directors						
Mr. Sandeep Dinodia***	-	1	-	Sandhar Technologies Limited (NED)	1	-
Mrs. Padmaja Shailen Ruparel	-	3	-	-	1	1
Mr. Atul Aggarwal	-	4	-	Sterling Tools Limited (MD) Delton Cables Limited (ID)	2	-
Mr. Alok Dhir	-	1	-	-	0	-

ID-Independent Director NED-Non-Executive Non-Independent Director MD-Managing Director

Notes:

** Other Directorships excludes Directorships in Ester Industries Limited, Private Limited Company, Foreign Companies, Section 8 Companies and Alternate Directorships.*
***Includes only Audit Committee and Stakeholders' Relationship Committee of Indian Public Companies (listed or unlisted) excluding Eser Industries Limited*
**** Mr. Sandeep Dinodia ceased to be Independent Director of the Company upon completion of second consecutive term with effect from close of business hours on 31st March 2025.*

Mr. Arvind Singhania, Mr. Ayush Vardhan Singhania and Mrs. Archana Singhania are relatives. Mr. Ayush Vardhan Singhania is the son of Mr. Arvind and Mrs. Archana Singhania.

The number of Directorship(s), Committee Membership(s), Chairmanship(s) of all the Directors is within the respective limits as prescribed under the Act and Listing Regulations as amended from time to time.

b) Board Meetings and Procedure

The Board meets at least once in every quarter to review the Quarterly Results and to take decisions on matters pertaining to the Company's working. However, in case of a special and urgent business need, additional meetings are called, or the Board's approval is taken by passing resolutions through circulation, as permitted by law, which are noted in the subsequent Board Meeting.

The Audit Committee meetings for deliberation on the financial performance of the Company are held on the same dates as Board meetings. To ensure an immediate update to the Board, the Chairperson of the respective committee briefs the Board in detail about the proceedings of the respective committee meetings. All committee recommendations placed before the Board during the year under review were unanimously accepted by the Board.

The Board devotes its significant time in evaluation of current and potential strategic issues and reviews the Company's business plans, corporate strategy and risk management issues based on the markets it operates in and in light of global industry trends and developments to help achieve its strategic goals.

The Chief Financial Officer and other Senior Management members are invited to the Board and Committee meetings to present updates on the items being discussed at the meeting.

Availability of information to the Board

The Board meetings are governed by a structured agenda. All the major agenda items are backed by a comprehensive background information to enable the Board to take informed decisions. The Company Secretary prepares the detailed agenda for the meetings, in consultation with the Senior Management.

Agenda papers and Notes on the Agenda are circulated to the Directors, in advance, in the defined Agenda format. All material information is circulated along with Agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the agenda, the same is presented before the meeting with specific reference to this effect in the agenda. Video/ Audio-conferencing facilities are also used to facilitate Directors travelling or located at other locations to participate in the Meetings.

Prior approval from the Board has been obtained for circulating the agenda items with shorter notice for matters that form part of the Board and Committee Agenda and are considered to be in the nature of Unpublished Price Sensitive Information.

During the financial year 2024-25, 8 (Eight) Board Meetings were held on 1st May 2024, 22nd May 2024, 12th August 2024, 14th September 2024, 6th November 2024, 11th December 2024, 5th February 2025 and 28th March 2025. The interval between any two Board Meetings was well within the maximum allowed gap of 120 days. The necessary quorum was present in all the meetings. During the year, the Board also transacted some of the business by passing resolutions by circulation.

Attendance of Directors in Board Meetings and Annual General Meeting held during the financial year 2024-25, are as follows:

Name of Director	Date of Board Meeting and Attendance of Directors								AGM held on 27th September 2024
	01.05.2024	22.05.2024	12.08.2024	14.09.2024	06.11.2024	11.12.2024	05.02.2025	28.03.2025	
Mr. Arvind Singhania	✓	✓	✓	✓	✓	✓	✓	Leave of Absence	Yes
Mr. Ayush Vardhan Singhania	✓	✓	✓	✓	Leave of Absence	✓	✓	✓	Yes
Mr. Pradeep Kumar Rustagi	✓	✓	✓	✓	✓	✓	✓	✓	Yes
Mrs. Archana Singhania	✓	✓	✓	✓	Leave of Absence	✓	✓	Leave of Absence	No
Mr. Sandeep Dinodia*	✓	✓	✓	✓	✓	Leave of Absence	✓	✓	Yes
Mrs. Padmaja Shailen Ruparel	✓	✓	Leave of Absence	Leave of Absence	✓	✓	✓	Leave of Absence	Yes
Mr. Atul Aggarwal	✓	✓	✓	✓	✓	✓	✓	✓	Yes
Mr. Alok Dhir	✓	Leave of Absence	✓	✓	✓	Leave of Absence	✓	Leave of Absence	No

** Mr. Sandeep Dinodia ceased to be Independent Director of the Company upon completion of his second consecutive term with effect from close of business hours on 31st March 2025*

c) **Familiarization Programme for Independent Directors**

As per the requirement of Regulation 25 of the Listing Regulations, the Company undertakes various initiatives to familiarize the Independent Directors with the Company, and senior management giving an overview of the Company's operations, products, group structure, market conditions, Board constitution, guidelines, matters reserved for the Board, and the major risks and risk management strategy etc.

Independent Directors are regularly updated on the performance of each product segment of the Company, business strategy and new initiatives being taken/proposed to be taken by the Company. The management presents, time to time, before the Board a presentation for each business detailing about the product development, performance of the business, new opportunities and challenges in business, competition and industry updates etc.

Details of familiarization programs are uploaded on Company's website at the following link:

https://www.esterindustries.com/sites/default/files/Familiarisation-Programme.pdf

d) **Skills/Expertise/Competencies Matrix of the Board**

In terms of the requirement of Listing Regulations, the Board has identified the following skills/ expertise/competencies as required in the context of the Company's business:

- Leadership, Business planning and strategy, Sales & Marketing, Corporate Governance & Compliances
- Finance, Banking, Taxation, Account and Legal, Social Responsibility
- Technical skills and Expertise in company's business, industry, competition, major risks

In the table below, the specific areas of focus or expertise of individual board members have been highlighted:

Sr. No.	Name of Director	Core Skills/ Expertise/ Competence
1.	Mr. Arvind Singhania	Expertise in Company's business activities, industry and competition,Leadership, Corporate Governance and Compliance, Technical Skills, Risk management, Sales & Marketing, Social Responsibility, Business Planning & Strategy
2.	Mr. Ayush Vardhan Singhania	Leadership, Corporate Governance, Technical Skills, Sales & Marketing, Social Responsibility, Business Planning & Strategy
3.	Mr. Pradeep Kumar Rustagi	Finance & Banking, Taxation, Account, Corporate Governance and Compliance, Leadership, Risk Management
4.	Mrs. Archana Singhania	Corporate Governance and Compliance, Social Responsibility, Risk Management
5.	Mr. Sandeep Dinodia*	Finance, Taxation, Account, Corporate Governance and Compliance, Risk management
6.	Mrs. Padmaja Shailen Ruparel	Corporate Governance & Compliance, Finance, Leadership, Risk Management
7.	Mr. Atul Aggarwal	Corporate Governance and Compliance, Technical Skills, Leadership, Sales & Marketing, Finance & banking
8.	Mr. Alok Dhir	Corporate Governance and Compliance, Legal, Banking

** Mr. Sandeep Dinodia ceased to be Independent Director of the Company upon completion of his second consecutive term with effect from close of business hours on 31st March 2025*

e) **Independent Directors**

The Independent Directors are the Board members who are required to meet the baseline definition and criteria of 'independence' as set out in Regulation 16 of the Listing Regulations, Section 149(6) of the Act read with rules and Schedule IV thereto and other applicable regulations. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors of the Company have confirmed that they are not aware of any circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties.

Accordingly, based on the declarations received from all the Independent Directors, the Board has confirmed that the Independent Directors of the Company fulfill the conditions specified in the Act and the Listing Regulations and are independent of the management.

Further, the Independent Directors have confirmed that they have enrolled themselves in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs.

As mentioned earlier in this report, the Board includes 4 (Four) Independent Directors as on 31st March 2025.

The terms and conditions of the appointment of Independent Directors are available on the Company's website at **https://www.esterindustries.com/sites/default/files/Terms_Conditions_Independent_Directors.pdf**

Separate Meeting of Independent Directors

In accordance with the applicable provisions of the Act and Listing Regulations a separate meeting of the Independent Directors of the Company was held on 05th February 2025 without the presence of

Non-Independent Directors and the Management personnel, to inter-alia:

- Review the performance of Non-Independent Directors and the Board as whole;
- Review the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors; and
- Assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

During the year under review, none of the Independent Directors of the Company had resigned before the expiry of their respective terms.

3. COMMITTEES OF THE BOARD

In compliance with the requirements of the Act and Listing Regulations and to monitor various facets of business and ensure accountability, the Board has constituted various Statutory Committees.

The composition of each such Committee is in accordance with all regulatory requirements and can also be accessed on the company's website at **https://www.esterindustries.com/committees-board.**

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas/activities which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are to be performed by the members of the Board, as a part of good governance practices. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The Minutes of the meetings of all the Committees are presented before the Board for their review.

The role and composition of the Committees, including the number of meetings held during the financial year 2024-25, and the attendance of Directors, are listed below.

a) Audit Committee

The Audit Committee acts as a link among the Management, the Statutory Auditors, the Internal Auditors and the Board of Directors to oversee the financial reporting process of the Company. The Audit Committee's purpose is to oversee the quality and integrity of accounting, auditing and financial reporting processes including review of the internal audit reports and action taken report.

The Audit Committee comprises of majority of Independent Directors to enable independent and transparent review of financial reporting process and internal control mechanism with an objective to further strengthen the confidence of all stakeholders.

Terms of Reference:

The powers, role and terms of reference of the Audit Committee cover the areas as contemplated under Listing Regulations and Section 177 of the Act. The brief terms of reference of Audit Committee are as under:

The terms of reference of the Audit Committee inter-alia include the following:

1. To oversee the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. To recommend for appointment, remuneration and terms of appointment of auditors of the Company.
3. To approve availing of the permitted non-audit services rendered by the Statutory Auditors and payment of fees thereof.
4. To review and examine with the Management the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
   a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of section 134(3)(c) of the Act.
   b) Changes, if any, in accounting policies and practices and reasons for the same.
   c) Major accounting entries involving estimates based on the exercise of judgement by the Management.
   d) Significant adjustments made in the financial statements arising out of audit findings.
   e) Compliance with listing and other legal requirements relating to financial statements.
   f) Disclosure of any related party transactions.
   g) Modified opinion(s) in the draft audit report.
5. To review/examine, with the management, the quarterly/year to date financial statements and auditor's report thereon, before submission to the Board for approval.
6. To review with the Management, the financial statements of subsidiaries and in particular the investments made by each of them.
7. To review, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights or preferential issue or qualified institutions placement, and making appropriate recommendations to the Board to take up steps in this matter.

8. To review and monitor the auditor's independence and performance and effectiveness of audit process.

9. To approve or any subsequent modification of transactions of the company with related parties.

10. To scrutinise inter-corporate loans and investments.

11. To undertake valuation of undertakings or assets of the company, wherever it is necessary.

12. To evaluate internal financial controls and risk management systems.

13. To review, with the management, the performance of statutory and internal auditors, adequacy of the internal control systems.

14. To review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

15. To discuss with internal auditors of any significant findings and follow up there on.

16. To review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.

17. To discuss with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

18. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

19. To review the functioning of the Whistle Blower mechanism.

20. To approve the appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate.

21. To review the utilization of loan and/or advances from/ investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of asset size of the subsidiary, whichever is lower including existing loans/ advances/investments.

22. To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

23. To carry out any other function mandated by the Board from time to time and/or enforced by any statutory notification, amendment, or modification, as may be applicable.

In addition to the above, the Audit Committee mandatorily reviews the information as required under Para A of Part C of Schedule II of the Listing Regulations.

Meetings, Attendance and Composition of the Audit Committee

During the financial year 2024-25, 4 (Four) meetings of Audit Committee were held.

The composition of the Committee and the attendance at meetings held during the Financial Year 2024-25 are given below:

Sr. No.	Date of Audit Committee Meeting	Attendance of Members		
		Mr. Sandeep Dinodia* (Chairman)	Mrs. Padmaja Shailen Ruparel (Member)	Mr. Atul Aggarwal (Member)
1.	22nd May 2024	✓	✓	✓
2.	12th August 2024	✓	✓	✓
3.	6th November 2024	✓	✓	✓
4.	5th February 2025	✓	✓	✓

** Mr. Sandeep Dinodia ceased to be Independent Director and Chairman of Audit Committee upon completion of his second consecutive term with effect from close of business hours on 31st March 2025.*
The Committee was re-constituted by re-designating Mrs. Padmaja Shailen Ruparel as Chairperson of the Audit Committee and induction of Mr. Alok Dhir as Member of the Committee w.e.f. 1st April 2025. Subsequently, the Committee was further reconstituted w.e.f. 6th May 2025 by induction of Mr. Abhay Anant Gupte as Member of the Audit Committee in lieu of Mr. Alok Dhir.

The required quorum was present at all meetings.

Mr. Sandeep Dinodia, Chairman of the Committee is a qualified Chartered Accountant having rich experience in Accounting and Finance. Other members of the Committee also have knowledge of accounting and finance with wide exposure in their relevant areas. The Chairman of the Board and Chief Financial Officer are the permanent invitees to the meetings. Representatives of Statutory Auditors and Internal Auditors are also invited to the meetings. All the Meeting of Audit Committee are attended by the Statutory Auditors. Cost Auditors also attended the meeting when the Cost Audit Report for the financial year 2024-25 was discussed.

The Company Secretary acts as the Secretary of the Committee. The minutes of each Audit Committee meeting are placed at the next meeting of the Board.

Mr. Sandeep Dinodia, Chairman of the Audit Committee attended the last AGM held on 27th September 2024 to answer the shareholders' queries.

b) Nomination and Remuneration Committee

The Nomination and Remuneration Committee ("NRC") is responsible for evaluating the balance of skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria, ongoing succession planning and appointment procedures for both internal and external appointments.

Terms of Reference:

The powers, role and terms of reference of the NRC cover the areas as contemplated under Listing Regulations and Section 178 of the Act. The brief terms of reference of NRC are as under:

1. To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.

2. To formulate the criteria for and mechanism for evaluation of performance of Independent Directors and the Board of Directors.

3. To specify the manner for effective evaluation of performance of the Board, its committees and individual Directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance.

4. To devise a policy on diversity of Board of Directors.

5. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.

6. To extend or continue the term of appointment of Independent Directors on the basis of the report of performance evaluation of the Independent Directors.

7. To review and recommend remuneration of the Managing Director(s)/ Whole-time Director(s) based on their performance.

8. To recommend to the Board, all remuneration, in whatever form, payable to Senior Management.

9. To act as the Compensation Committee under SEBI (Share Based Employee Benefits) Regulations, 2014 (including amendment thereof) under Ester Employee Stock Option Scheme.

10. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

Meetings, Attendance and Composition of NRC

During the financial year 2024-25, 7 (Seven) meetings of NRC were held.

The composition of the Committee and the attendance at meetings held during the Financial Year 2024-2025 are given below:

Sr. No.	Date of NRC Meeting	Attendance of Members			
		Mrs. Padmaja Shailen Ruparel (Chairperson)	Mr.Atul Aggarwal (Member)	Mr. Arvind Singhania (Member)	Mr. Sandeep Dinodia* (Member)
1.	22nd May 2024	✓	✓	✓	✓
2.	14th September 2024	Leave of Absence	✓	✓	✓
3.	6th November 2024	✓	✓	✓	✓
4.	11th December 2024	✓	✓	✓	Leave of Absence
5.	14th January 2025	✓	✓	✓	✓
6.	5th February 2025	✓	✓	✓	✓
7.	28th March 2025	Leave of Absence	✓	Leave of Absence	✓

** Mr. Sandeep Dinodia ceased to be Independent Director and Member of NRC upon completion of his second consecutive term with effect from close of business hours on 31st March 2025.*

The Committee was re-constituted by induction of Mr. Alok Dhir as Member of the Committee w.e.f. 1st April 2025. Subsequently, the Committee was further reconstituted w.e.f. 6th May 2025 by induction of Mr. Abhay Anant Gupte as Member of the Audit Committee in lieu of Mr. Alok Dhir.

The required quorum was present at all meetings.

The Company Secretary acts as the Secretary of the Committee. The minutes of each NRC meeting are placed at the next meeting of the Board.

Mrs. Padmaja Shailen Ruparel, Chairperson of the NRC has attended the last AGM held on 27th September 2024.

Performance Evaluation criteria for Independent Directors:

The Company has a Policy for Performance Evaluation of all the Independent & Non-Independent Directors of the Company. In this policy, the criteria prescribed for performance evaluation of Independent Directors include the following:

- Fulfilment of the Independence criteria as specified under the Act and Listing Regulations.
- Participation at the Board/Committee meetings and willingness to spend time during the meeting.
- Integrity and maintaining of confidentiality.
- Knowledge and expertise.
- Independent judgment in relation to decision making.
- Understanding about roles, responsibilities and disqualification as a Director.
- Other criteria like objective evaluation of Board's performance, unbiased opinion on various matters,

compliance of Code of Conduct and Ethics, Code for Independent Directors, Insider Trading Code etc.

The Performance evaluation adopted for year under review is given in the Board's Report which forms part of this Annual Report.

The Performance Evaluation Policy can be accessed on the Company's website at the following link: **https://www.esterindustries.com/sites/default/files/Performance_Evaluation_Policy.pdf**

c) **Stakeholders' Relationship Committee**

The Stakeholders' Relationship Committee **("SRC")** ensures that there is timely and satisfactory redressal of any investor queries or complaints.

Terms of Reference:

The powers, role and terms of reference of the SRC cover the areas as contemplated under Listing Regulations and Section 178 of the Act. The brief terms of reference of SRC are as under:

1. To look into various aspects of interest of shareholders 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.

2. To review the measures taken for effective exercise of voting rights by shareholders.

3. To review adherence to the service standards adopted in respect of various services being rendered by the Registrar & Share Transfer Agent.

4. To review various measures and initiatives taken for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

5. To oversee statutory compliance relating to all the securities issued, including but not limited to dividend payments, transfer of unclaimed dividend amounts/ unclaimed shares to the IEPF.

6. To approve and register transfer and/or transmission of securities, issuance of duplicate security certificates, issuance of certificate on rematerialization and to carry out other related activities.

7. To resolve the grievances of debenture holders related to creation of charge, payment of interest/principal, maintenance of security cover and any other covenants.

8. To carry out any other function as is referred by the Board from time to time or enforced by any statutory notification/amendment or modification as may be applicable.

Meetings, Attendance and Composition of the SRC

During the financial year 2024-25, 21 (Twenty-One) meetings of SRC were held.

The composition of the Committee and the attendance at meetings held during the Financial Year 2024-2025 are given below:

Sr. No.	Date of SRC Meeting	Attendance of Members		
		Mrs. Padmaja Shailen Ruparel (Chairperson)	Mr. Arvind Singhania (Member)	Mr. Pradeep Kumar Rustagi (Member)
1.	15th April 2024	Leave of Absence	✓	✓
2.	29th April 2024	✓	Leave of Absence	✓
3.	6th May 2024	Leave of Absence	✓	✓
4.	13th May 2024	Leave of Absence	✓	✓
5.	20th May 2024	Leave of Absence	✓	✓
6.	10th June 2024	Leave of Absence	✓	✓
7.	15th July 2024	Leave of Absence	✓	✓
8.	12th August 2024	Leave of Absence	✓	✓
9.	30th September 2024	Leave of Absence	✓	✓
10.	3rd October 2024	Leave of Absence	✓	✓
11.	14th October 2024	Leave of Absence	✓	✓
12.	21st October 2024	Leave of Absence	✓	✓
13.	25th November 2024	Leave of Absence	✓	✓
14.	2nd December 2024	Leave of Absence	✓	✓

Sr. No.	Date of SRC Meeting	Attendance of Members		
		Mrs. Padmaja Shailen Ruparel (Chairperson)	Mr. Arvind Singhania (Member)	Mr. Pradeep Kumar Rustagi (Member)
15.	9th December 2024	Leave of Absence	✓	✓
16.	16th December 2024	Leave of Absence	✓	✓
17.	23rd December 2024	Leave of Absence	✓	✓
18.	31st December 2024	Leave of Absence	✓	✓
19.	13th January 2025	Leave of Absence	✓	✓
20.	10th February 2025	Leave of Absence	✓	✓
21.	5th March 2025	✓	✓	✓

The required quorum was present at all meetings. The Chairperson of the Committee is a Non-Executive Director.

Ms. Poornima Gupta, Company Secretary & Compliance Officer of the Company acts as the Secretary of the Committee. The minutes of each SRC meeting are placed at the next meeting of the Board.

Mrs. Padmaja Shailen Ruparel, Chairperson of the SRC has attended the last AGM held on 27th September 2024.

Details of Investor Complaints

The Company and its Registrar and Share Transfer Agent address all complaints, suggestions and grievances expeditiously and replies are sent usually within 7-10 days except in case of dispute over facts or other legal impediments and procedural issues. The Company endeavors to implement suggestions as and when received from the investors

During the financial year 2024-25, the Company has received 8 Complaints from the shareholders and all of them have been resolved by furnishing requisite information/ documents. As on 31st March 2025, no complaint was pending.

d) Corporate Social Responsibility Committee

The Corporate Social Responsibility **("CSR")** Committee comprises of 4(four) Directors, out of which two are Independent Directors.

Terms of Reference:

The powers, role and terms of reference of the CSR cover the areas as contemplated under Section 135 of the Act. The brief terms of reference of CSR are as under:

1. To formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act and rules made thereunder and review thereof.
2. To formulate and recommend to the Board an annual action plan in pursuance to CSR Policy.
3. To recommend to the Board the amount of expenditure to be incurred on CSR activities.
4. To monitor the implementation of framework of CSR Policy.
5. To review the performance of the Company in the areas of CSR.
6. To institute a transparent monitoring mechanism for implementation of CSR projects or programs or activities undertaken by the Company.
7. To recommend extension of duration of existing project and classify it as on-going project or other than on-going project.
8. To submit annual report of CSR activities to the Board.
9. To consider and recommend appointment of agency / consultant for carrying out impact assessment for CSR projects, as applicable, to the Board.
10. To review and monitor all CSR projects and impact assessment report.
11. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable or as may be necessary or appropriate for performance of its duties.

Meetings, Attendance and Composition of the CSR Committee

During the financial year 2024-25, 2 (Two) meetings of CSR Committee were held.

The composition of the Committee and the attendance at meetings held during the Financial Year 2024-2025 are given below:

Sr. No.	Date of CSR Meeting	Attendance of Members			
		Mr. Sandeep Dinodia* (Chairman)	Mr. Arvind Singhania (Member)	Mr. Alok Dhir (Member)	Mr. Ayush Vardhan Singhania (Member)
1.	22nd May 2024	✓	✓	Leave of absence	✓
2.	12th August 2024	✓	✓	✓	✓

** Mr. Sandeep Dinodia ceased to be Independent Director and Chairman of CSR Committee upon completion of his second consecutive term with effect from close of business hours on 31st March 2025.*

The Committee was reconstituted by re-designating Mr. Arvind Singhania as Chairman of the CSR Committee w.e.f. 1st April 2025. Subsequently, the Committee was further reconstituted w.e.f. 6th May 2025 by induction of Mr. Atul Aggarwal as Member of the Audit Committee in lieu of Mr. Alok Dhir.

The required quorum was present at all meetings.

The Company Secretary acts as the Secretary of the Committee. The minutes of each CSR Committee Meeting are placed at the next meeting of the Board.

e) Risk Management Committee

With an embedded approach to Risk Management which puts risk and opportunity assessment at the core of the Board's agenda, the Company has constituted a Risk Management Committee **("RMC")**, in line with the Listing Regulations.

Terms of Reference:

The powers, role and terms of reference of the RMC cover the areas as contemplated under Regulation 21 of Listing Regulations. The brief terms of reference of RMC are as under:

1. To formulate a detailed Risk Management Policy which shall include:
   - A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information technology, 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.
2. To ensure that appropriate methodology, processes and systems are in place to identify, monitor, evaluate and mitigate risks associated with the business of the Company.
3. To monitor and oversee the implementation of the risk management policy including evaluating the adequacy of risk management systems.
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity.
5. To keep the Board informed about the nature and contents of its discussions, recommendations and actions to be taken.
6. To consider the appointment and removal of the Chief Risk Officer, if any and review his terms of remuneration.
7. To review and approve Company's risk appetite and tolerance with respect to line of business.
8. To obtain reasonable assurance from management that all known and emerging risks have been identified, mitigated and managed.
9. To carry out any other function as is referred to by the Board from time to time or enforced by any statutory notification/ amendment or modification as may be applicable.

Meetings, Attendance and Composition of the RMC

During the financial year 2024-25, 3 (Three) meetings of RMC were held.

The composition of the Committee and the attendance at meetings held during the Financial Year 2024-25 are given below:

Sr. No.	Date of RMC Meeting	Attendance of Members			
		Mr. Arvind Singhania (Chairman)	Mr. Sandeep Dinodia** (Member)	Mr. Pradeep Kumar Rustagi(Member)	Mr. Girish Behal* (Member)
1..	3rd May 2024	Leave of Absence	Leave of Absence	✓	✓
2.	22nd May 2024	✓	✓	✓	✓
3.	13th December 2024	✓	Leave of Absence	✓	NA

** Mr. Girish Behal resigned as Business Head-Polyester Films SBU of the Company and ceased to be Member of RMC with effect from 27th August 2024*

*** Mr. Sandeep Dinodia ceased to be an Independent Director and Member of RMC upon completion of his second consecutive term with effect from close of business hours on 31st March 2025.*

The Committee was reconstituted by induction of Mrs. Padmaja Shailen Ruparel as Member of the Committee w.e.f. 1st April 2025. Subsequently, the Committee was further reconstituted w.e.f. 6th May 2025 by induction of Mr. Atul Aggarwal as Member of the Audit Committee in lieu of Mrs. Padmaja Shailen Ruparel and induction of Mr. Vaibhav Jha and Mr. Ayush Vardhan Singhania as Members of the RMC.

The required quorum was present at all meetings.

The Company Secretary acts as the Secretary of the Committee. The minutes of each RMC Meeting are placed at the next meeting of the Board.

The Risk Management Policy can be accessed on the Company's website at the following link: **https://www.esterindustries.com/sites/default/files/Ester%20Risk%20Management%20Policy.pdf.**

f) Other Committee

Apart from the above statutory Committees, the Board of Directors has also constituted the following Committee to enhance the level of governance and also to meet the specific business needs. The below Committee reports to the Board of Directors of the Company.

Finance Committee

The Finance Committee has been constituted to oversee the routine operations that arise in the normal course of business such as to borrow money and make investment within the limits approved by the Board and the shareholders of the Company; undertaking all kinds of Foreign Exchange and Derivatives transactions; decision on banking matters including opening & closing of bank accounts; modification in authorized signatories, availing/discontinuing internet banking; and any other service/ facility as may be required from the Banks for the operation of the business.

Meetings, Attendance and Composition of the Finance Committee

During the financial year 2024-25, 11 (Eleven) meetings of Finance Committee were held.

The composition of the Committee and the attendance at meetings held during the Financial Year 2024-2025 are given below:

Sr. No.	Date of Finance Committee Meeting	Attendance of Members		
		Mr. Arvind Singhania (Chairman)	Mr. Ayush Vardhan Singhania (Member)	Mr. Pradeep Kumar Rustagi (Member)
1.	23rd April 2024	Leave of Absence	✓	✓
2.	1st May 2024	Leave of Absence	✓	✓
3.	24th May 2024	✓	✓	✓
4.	24th June 2024	Leave of Absence	✓	✓
5.	29th July 2024	Leave of Absence	✓	✓
6.	29th August 2024	Leave of Absence	✓	✓
7.	16th September 2024	✓	✓	✓
8.	7th November 2024	✓	✓	✓
9.	9th December 2024	✓	✓	✓
10.	20th January 2025	✓	✓	✓
11.	13th March 2025	✓	✓	✓

The required quorum was present at all meetings.

4. GENERAL BODY MEETINGS

a) Annual General Meeting

The details of last three Annual General Meetings **("AGMs")** and the summary of Special resolutions passed therein are as under:

Financial Year	Date & Time	Venue	Special Resolution Passed
2023-24	27th September 2024 12:00 Noon (IST)	Held Through Video Conferencing /Other Audio-Visual Means	NIL
2022-23	27th September 2023 12:00 Noon (IST)		NIL
2021-22	28th September 2022 11:00 A.M. (IST)		NIL

All the resolutions proposed by the Directors to the shareholders in last three years were approved by the shareholders with requisite majority.

b) Postal Ballot

During the year, the Company had passed Special resolutions through Postal Ballot for the proposals as mentioned below:

i) Re-Appointment of Mr. Ayush Vardhan Singhania (DIN: 05176205) as Whole-Time Director

Voting Period	Commenced on Sunday, 28th July 2024 at 9:00 A.M. (IST) and ended on Monday, 26th August 2024 at 5:00 P.M. (IST)
Members as on Cut – off date i.e. Friday, 19th July, 2024	38289
Declaration of Results	27th August, 2024

Voting Pattern	Particulars	Number
	Number of valid votes received	64345044
	Votes in favour of the resolution	64334316
	Votes against the resolution	10728

ii. Approval for Ester Employee Stock Option Plan 2024 and Grant of Stock Options to the Eligible Employees/ Directors of the Company under the Scheme

Voting Period	Commenced on Tuesday, 17th September 2024 at 9:00 A.M. (IST) and ended on Wednesday, 16th October 2024 at 5:00 P.M. (IST)
Members as on Cut – off date i.e. Friday, 13th September, 2024	38511
Declaration of Results	17th October, 2024

Voting Pattern		
	Particulars	Number
	Number of valid votes received	64285677
	Votes in favour of the resolution	64251505
	Votes against the resolution	34172

iii. Approval for Grant of Options to the Eligible Employees/Directors of the Subsidiary Company(ies), in India or outside India of the Company under Ester Employee Stock Option Plan-2024

Voting Period	Commenced on Tuesday, 17th September 2024 at 9:00 A.M. (IST) and ended on Wednesday, 16th October 2024 at 5:00 P.M. (IST)
Members as on Cut – off date i.e. Friday, 13th September, 2024	38511
Declaration of Results	17th October, 2024

Voting Pattern		
	Particulars	Number
	Number of valid votes received	64285602
	Votes in favour of the resolution	64250822
	Votes against the resolution	34780

iv. Issuance of upto 1,10,75,941 Fully Convertible Warrants to the Persons belonging to 'Promoter & Promoter Group' and 'Non-Promoter' category on Preferential Basis

Voting Period	Commenced on Tuesday, 17th September 2024 at 9:00 A.M. (IST) and ended on Wednesday, 16th October 2024 at 5:00 P.M. (IST)
Members as on Cut – off date i.e. Friday, 13th September, 2024	38511
Declaration of Results	17th October, 2024

Voting Pattern		
	Particulars	Number
	Number of valid votes received	64285677
	Votes in favour of the resolution	64276376
	Votes against the resolution	9001

Scrutinizer for Postal Ballot:

The Board of Directors had appointed Mr. Akash Jain, Practicing Company Secretary, (Membership Number FCS: 9617 COP: 9432) as the Scrutinizer for conducting the postal ballot (e-voting process) in a fair and transparent manner.

Whether any resolutions are proposed to be conducted through postal ballot:

After the closure of financial year, the Company had sought the approval of the shareholders for the following Special Resolutions through Postal Ballot dated 21st May 2025:

i. Re-Appointment of Mrs. Padmaja Shailen Ruparel (DIN: 01383513) as an Independent Director of the Company

Voting Period	Commenced on Wednesday, 28th May 2025 at 9:00 A.M. (IST) and ended on Thursday, 26th June 2025 at 5:00 P.M. (IST)
Members as on Cut – off date i.e. Friday, 23rd May, 2025	39012
Declaration of Results	27th June, 2025

Voting Pattern		
	Particulars	Number
	Number of valid votes received	64223252
	Votes in favour of the resolution	64179649
	Votes against the resolution	43603

ii. Appointment of Mr. Abhay Anant Gupte (DIN: 00389288) as an Independent Director of the Company

<table>
<tr><td>Voting Period</td><td>Commenced on Wednesday, 28th May 2025 at 9:00 A.M. (IST) and ended on Thursday, 26th June 2025 at 5:00 P.M. (IST)</td></tr>
<tr><td>Members as on Cut – off date i.e. Friday, 23rd May, 2025</td><td>39012</td></tr>
<tr><td>Declaration of Results</td><td>27th June, 2025</td></tr>
<tr><td>Voting Pattern</td><td><table><tr><th>Particulars</th><th>Number</th></tr><tr><td>Number of valid votes received</td><td>64223252</td></tr><tr><td>Votes in favour of the resolution</td><td>64214836</td></tr><tr><td>Votes against the resolution</td><td>8416</td></tr></table></td></tr>
</table>

All the aforesaid special resolutions were passed with requisite majority.

Procedure for Postal Ballot:

The prescribed procedure for postal ballot as per the provisions contained in this regard in the Act read with rules made thereunder as amended from time to time shall be complied with.

5. CERTIFICATIONS/DECLARATIONS

a) Code of Conduct

The Company has adopted the Code of Conduct for all Board Members and Senior Management Personnel of the Company in line with the requirements of Regulation 17 of Listing Regulations which can be accessed on Company's website at the following link: **https://www.esterindustries.com/sites/default/files/Code%20of%20Conduct.pdf**

The Company is committed to conduct its business in accordance with applicable laws, rules and regulations and the highest standards of business ethics, and in making full and accurate disclosures in compliance with all applicable laws, rules and regulations.

The Company has received confirmation from all Board Members and Senior Management Personnel of the Company regarding their adherence to the Code. A declaration to this effect duly signed by Mr. Arvind Singhania, Chairman & CEO of the Company is annexed as **Annexure-I** to this Report.

b) Certificate required under Regulation 17(8)

The certificate required under Regulation 17(8) of Listing Regulations, duly signed by the Chairman & CEO and the Chief Financial Officer of the Company, was presented before the Board in the Board Meeting held on 21st May 2025, and is annexed as **Annexure-II** to this Report.

c) Compliance Certificate on Corporate Governance

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C and D of Schedule V of the Listing Regulations. A certificate affirming the compliances of Corporate Governance requirements during financial year 2024-25 has been obtained from Mr. Akash Jain, Practicing Company Secretary and the same is annexed as **Annexure III** to this Report.

d) Certificate for non-disqualification of Directors

Pursuant to Regulation 34(3) and Schedule-V, Para C, Clause (10)(i) of Listing Regulations, the Board hereby confirms that a certificate has been obtained from the Practicing Company Secretary, stating that none of the Directors have been debarred or disqualified from being appointed or continuing as Director by the Securities and Exchange Board of India, the Ministry of Corporate Affairs or any such other Statutory Authority. The certificate is annexed as **Annexure-IV** to this Report.

e) Code on Prohibition of Insider Trading

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations"), the Company has in place Code of Conduct for Prevention of Insider Trading to Regulate Monitor and Report Trading by Insiders ("Code") and Code of practices and procedures for fair disclosures of Unpublished Price Sensitive Information, which are available on the Company's website and can be accessed at **https://www.esterindustries.com/policies** in order to deter the instances of insider trading in the securities of the Company based on the Unpublished Price Sensitive Information.

6. POLICIES/DISCLOSURES

a) Related Party Transactions

All Related Party Transactions entered during the year were presented before the Audit Committee for review and approval. Prior omnibus approval is obtained for Related Party Transactions on an annual basis for transactions which are of repetitive nature and/or entered in the ordinary course of business and are at arm's length basis.

All transactions entered into with Related Parties, as defined under the Act and Regulation 23 of Listing Regulations, during the financial year under review were in the ordinary course of business and on an arm's length pricing basis, with requisite approvals from the Audit Committee. There was no materially significant transaction with Related Parties during the financial year under review which may have any potential conflict with the interests of the Company at large. A suitable disclosure, as required by the Accounting Standards (AS18), has been made in the notes to the Financial Statements.

The Company's policy on Related Party Transactions can be accessed on the Company's website at the following link: **https://www.esterindustries.com/sites/default/files/Related%20Party%20Transactions%20Policy.pdf**

b) Disclosure of pending cases/Instances of non-compliances

There were no non-compliances by the Company and no instances of penalties and strictures imposed on the Company by the Stock Exchanges or the Securities and Exchange Board of India or any other Statutory Authority on any matter related to the capital market during the last three years.

c) Vigil Mechanism/Whistle Blower policy

The Company has adopted a Whistle Blower Policy and has established a necessary vigil mechanism for its directors and employees to report concerns about actual or suspected frauds, instances for leakage or suspected leakage of Unpublished Price Sensitive Information, any violations of legal/regulatory requirements or code of conduct/policy of the Company, incorrect or misrepresentation of any financial statements, reports etc. No person has been denied access to the chairperson of the Audit Committee. The Audit Committee monitors and reviews the investigations of the whistle blower complaints. The said policy can be accessed on the Company's website at the following link: **https://www.esterindustries.com/sites/default/files/Whistle_blower_policy.pdf**

During the year under review, no cases were reported under the whistle blower policy.

d) Nomination & Remuneration Policy

The Nomination and Remuneration policy of the Company along with criteria of making payments to Non-Executive Directors can be accessed on the Company's website at the following link:**https://www.esterindustries.com/sites/default/files/Revised%20NRC%20Policy%20PDF.pdf**

e) Remuneration of Directors

Details of Remuneration paid to Executive Directors

Managing Director/Whole-time Director are eligible for remuneration as may be approved by Shareholders of the Company on the recommendation of the Committee and the Board of Directors.

The break-up of the pay scale and quantum of allowances, performance linked incentives, perquisites including, employer's contribution to P.F, pension scheme, medical expenses, car & driver facility etc. was decided and approved by the Board on the recommendation of the Committee.

During financial year 2024-2025, following remuneration was paid to the Executive Directors:

(₹ in Lacs)

Name of Directors	Basic Salary	Allowances & Perquisites	Provident Fund & SAF	Total
Arvind Singhania	144.00	144.72	17.28	306.00
Pradeep Kumar Rustagi	53.16	78.01	7.38	138.55
Arvind Singhania	52.02	69.24	7.24	128.50

The above figures do not include gratuity and premium paid for group health insurance. Services of the Managing Director and Executive Director may be terminated by either party, giving the other party 90 days' notice or the Company paying 90 days' salary in lieu thereof. There is no separate provision for payment of severance fees.

Details of Remuneration paid to Non-Executive Directors

Non-Executive Directors are paid sitting fees of ₹ 10,000/- for attending each meeting of the Board of Directors and the Committee thereof (except Stakeholders' Relationship Committee and Finance Committee).

The details of sitting fees paid to the Non-Executive Directors during financial year 2024-25 are as follows:

Name of the Director	Sitting Fees (₹ in Lacs)
Mr. Sandeep Dinodia	1.80
Mrs. Archana Singhania	0.60
Mrs. Padmaja Shailen Ruparel	1.40
Mr. Atul Aggarwal	1.80
Mr. Alok Dhir	0.60

There has been no pecuniary relationship or transaction between the Company and Non-Executive Directors during the financial year 2024-25 except to the extent of receipt of sitting fees for meetings of the Board/Committee(s) of Directors attended by them.

No stock option was granted to any of the Non-Executive Director during the financial year under review.

Employee Stock Option Schemes adopted by the Company

The Company has implemented employee stock option schemes in compliance with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended ("**SEBI (SBEB and SE) Regulations**"), with the objective of attracting, retaining, and motivating talent by providing them an opportunity to share in the growth of the Company.

a. Ester Employee Stock Option Plan-2021 ("ESOP-2021")

The **ESOP–2021** was formulated by the Nomination & Remuneration Committee of the Board with an aim to provide competitive remuneration opportunities to employees of your Company and its Subsidiaries, which was approved by the Board at its Meeting held on 25th February 2021. The plan was subsequently approved by the Members vide special resolution passed at the Extra-Ordinary General Meeting held on 26th March 2021, in accordance with the SEBI (SBEB and SE) Regulations.

» **Grants during FY 2024–25**
During the financial year under review, no stock options were granted under ESOP–2021.

- **Cumulative Status as on 31st March 2025**
  As on 31st March 2025, a total of 2,48,179 stock options had been granted to eligible employees and an Executive Director under ESOP–2021, including 1,01,713 options granted to Mr. Pradeep Kumar Rustagi, Executive Director – Corporate Affairs.

  Each vested option entitles the holder to apply for one equity share of the Company at the applicable exercise price during the exercise period, as per the terms of the Plan.

- **Allotment during FY 2024–25**
  During the year under review, the Board of Directors at its meeting held on 14th September 2024 has allotted 87880 Equity Shares of face value of ₹ 5/- each, upon exercise of Stock Options by the eligible grantee, in terms of the provisions of the ESOP-2021, statutory provisions including SEBI (SBEB and SE) Regulations and other applicable laws, as applicable from time to time and the rules and procedures set out by your Company in this regard.

b. Ester Employee Stock Option Plan-2024 ("ESOP-2024")

The **ESOP–2024** was introduced with a similar objective of providing competitive remuneration through equity-based incentives. The scheme was approved by the **Board of Directors** at its meeting held on **14th September 2024** and by the shareholders via **Postal Ballot on 16th October 2024,** in line with the SEBI (SBEB and SE) Regulations.

- **Grant of Options**
  The Nomination and Remuneration Committee, at its meeting held on 14th January 2025, granted 1,43,742 stock options to eligible employees under ESOP–2024.

- **Stock Exchange Approvals**
  The Company has obtained in-principle approvals for ESOP–2024 from both BSE Limited and National Stock Exchange of India Limited.

- **Allotment during FY 2024–25**
  During the year under review, no allotment of Equity Share was made by the Company under ESOP-2024.

f) Compliance with the non-mandatory Requirements under Regulation 27 read with Part E of Schedule II

The Board periodically reviewed the compliance of all the applicable laws and steps taken by the Company to rectify instances of non-compliance, if any. The Company is in compliance with all mandatory requirements of the Listing Regulations. In addition, the Company has also fulfilled the following non-mandatory requirements of Regulation 27 read with Part E of Schedule II of Listing Regulations:

- Modified Opinion(s) in Audit Report - The Auditors have issued an unmodified opinion on the financial statements of the Company for the year ended on 31st March 2025.

- Reporting of Internal Auditor - The Internal Auditor has been reporting directly to the Audit Committee.

g) Material Subsidiaries

During the financial year ended 31st March 2025, Ester Filmtech Limited comes under the purview of Material Non-Listed Indian Subsidiary as per the criteria given in the Listing Regulations. Mrs. Padmaja Shailen Ruparel, Independent Director of the Company, is also the Independent Director on the Board of material subsidiary.

The subsidiary of the Company functions with an adequately empowered Board of Directors and sufficient resources.

For more effective governance, the Company monitors the performance of subsidiary company, inter alia, by following means:

- Financial statements of unlisted subsidiary company, are reviewed by the Audit Committee and the Board of the Company.

- Minutes of the Board Meetings of the subsidiary companies along with the details of significant transactions and arrangements entered into by the subsidiary companies are shared with the Board of Directors on a quarterly basis.

In compliance with the Listing Regulations, the Board has formulated the policy for determining Material Subsidiaries which can be accessed on the Company's website at the following link: **https://www.esterindustries.com/sites/default/files/Policy%20on%20Material%20Subsidiary%20Version%20-2%2017th%20June%202020.pdf**

Details of Incorporation and Statutory Auditors of Material Subsidiary is as follows:

Details of Incorporation		Details of Statutory Auditors	
Place	Date	Name	Date of Appointment
Haryana	21st July, 2020	M/s. Walker Chandiok and Co. LLP	The members at the 1st AGM held on 24th September 2021, approved the appointment of statutory auditors for a period of 5 years till the conclusion of Annual General Meeting to be held in the year 2026.

h) Risk Management System

The Company has in place a Risk Management Policywhich can be accessed on the Company's website at the following link: **https://www.esterindutries.com/sites/default/files/Ester%20Risk%20Management%20Policy.pdf**

The Risk Management System is periodically reviewed and evaluated by the Risk Management Committee and Board of Directors.

i) Utilization of Funds- Preferential Allotment/ Qualified Institutions Placement

During the financial year 2023–24, the Company raised funds by issuing 10560250 equity shares of face value ₹ 5/- each, for cash, at an issue price of ₹ 94.60/- per equity share (including a premium of ₹ 89.60 per share), aggregating up to ₹ 99.89 crores, on a preferential allotment basis. The allotment was made to persons belonging to the 'Promoter & Promoter Group' and 'Non-Promoter' category and was approved by the Board of Directors at its meeting held on 28th March 2024, in accordance with the applicable provisions of the Act and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations").

The Company confirms that the entire amount of ₹ 99.89 crores raised through this preferential allotment was fully utilized during the year, in line with the objects stated in the offer documents. There has been no deviation or variation in the utilization of these proceeds.

Further, during the financial year under review, the Company raised funds through the issue of 11075941 Fully Convertible Warrants ("Warrants") on a preferential allotment basis to persons belonging to the 'Promoter & Promoter Group' and 'Non-Promoter' category, at an issue price of ₹ 158/- per Warrant, aggregating to ₹ 174.99 crores. The preferential allotment was approved by the Board of Directors through resolution passed by circulation on 13th November 2024, in accordance with the applicable provisions of the Act and SEBI ICDR Regulations.

As on 31st March 2025, an amount of ₹ 16.80 crores from the proceeds of the warrant issue had been utilized towards equity infusion in the Joint Venture Company – Ester Loop Infinite Technologies Private Limited (ELITe), in accordance with the objects stated in the offer documents.

The Company reaffirms that there has been no deviation or variation in the utilization of proceeds from the above preferential allotment of Warrants, and all application of funds is in line with the objects mentioned in the offer documents.

The unutilized balance from the proceeds of the warrant issue as on 31st March 2025 stood at ₹ 158.19 crores.

j) Recommendations of Committee

There was no such instance during the financial year 2024-25, where the Board had not accepted any recommendation from any of its committees.

k) Consolidated Fees paid to Statutory Auditors

The total fees paid by the Company and its subsidiaries on a consolidated basis to its Statutory Auditors for all services for the Financial Year ended on 31st March 2025 are as under:

(₹ in Lacs)

Fee particulars	Ester	Subsidiaries		Consolidated
		EFTL	ELITe*	
Audit fee	21.00	5.25	0.00	26.25
Limited Review fees	36.00	9.75	3.00	48.75
Out of pocket expenses	4.46	0.84	0.18	5.48
Total	61.46	15.84	6.18	80.48

**The company was incorporated on 22nd July 2024. It was wholly owned subsidiary till 12th Feb 2025 and thereafter it became a 50:50 joint venture.*

l) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, the Company has laid down an Anti-Sexual Harassment Policy and has constituted Internal Complaints Committees (ICC), to consider and resolve the complaints related to sexual harassment. The ICC includes external member with relevant experience. The Company has zero tolerance on sexual harassment at the workplace. The ICC also work extensively on creating awareness on relevance of sexual harassment issues including while working remotely.

During the year under review, the Company has not received any complaint pertaining to sexual harassment. All new employees go through a detailed orientation on anti-sexual harassment policy adopted by the Company.

m) Disclosure with respect to Suspense Escrow Demat Account (SEDA)

As per the Circular(s) issued by SEBI, after due verification of the investor service requests received from the Shareholders/Claimants, Letter of Confirmations (LOC) are issued in lieu of physical share certificate(s) by Companies/RTAs. The validity of such LOCs is 120 days from the date of issuance, within which the Shareholder/Claimant is required to make a request to the Depository Participant (DP) for dematerialising the shares covered by the LOC. In case the demat request is not submitted within the aforesaid timeline of 120 days, companies are required to transfer such shares to SEDA opened by companies for this purpose.

Shareholders/Claimants can claim back their shares from SEDA by submitting the required documents to the Company's RTA as per SEBI Advisory dated 30th December 2022, as amended.

Details of shares transferred to / released from SEDA during the financial year 2024-25 are as under:

Particulars	No. of Shareholders/ Claimants	No. of shares
Shares lying in SEDA as on 1st April, 2024	0	0
Shares transferred to SEDA during financial year 2024-25	0	0
Shares claimed back from SEDA during financial year 2024-25	0	0
Shares lying in SEDA as on 31st March, 2025	0	0

The voting rights on these shares shall remain frozen till the rightful owner of the shares claims the shares.

The Company has not transferred any shares to any other Suspense Account.

n) **Transfer of unclaimed/unpaid amounts to the Investor Education and Protection Fund**

The Board of Directors have adopted Dividend Distribution Policy in terms of the requirements of Listing Regulations. The Policy is available on the website of the Company and can be accessed at the following link – https://www.esterindustries.com/sites/default/files/Dividend%20Distribution%20Policy%20-%20Ver%202.pdf

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividend, if not claimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to Investor Education and Protection Fund ("IEPF").

Further, all the shares in respect of which dividend has remained unpaid or unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

During the year under review, no unclaimed dividend/shares was required to be transferred to the IEPF established by the Central Government under applicable provisions of the Act. The shareholders who have not encashed their dividend relating to the dividend specified in table below are requested to immediately send their request for payment of unclaimed dividend.

Year of Dividend	2018-19	2019-20	2020-21	2020-21	2021-22	2021-22	2022-23
Nature of Dividend	Final	Final	Interim	Final	Interim	Final	Final
Amount of Dividend per share	₹ 0.50/-	₹ 2.50/-	₹ 1.50/-	₹ 1.90/-	₹ 1.40/-	₹ 1.90/-	₹ 0.50/-
Date of Declaration	16-09-2019	28-08-2020	26-10-2020	27-09-2021	12-11-2021	28-09-2022	27-09-2023
Last date to claim dividend	17-10-2026	29-09-2027	27-11-2027	02-11-2028	15-12-2028	30-10-2029	30-10-2030
Proposed date of transfer of Dividend	17-11-2026	28-10-2027	27-12-2027	02-12-2028	14-01-2029	29-11-2029	29-11-2030

Members are requested to note that no claims shall lie against the Company in respect of the dividend/shares transferred to IEPF.

The details of the unpaid/unclaimed amounts lying with the Company as on 31st March, 2024 are available on the website of the Company and can be accessed at the following link https://www.esterindustries.com/list-unclaimedunpaid-dividend and also on the MCA's website. The Members may kindly check the said information and if any dividend amount is appearing as unpaid against their name, they may lodge their claim, duly supported by relevant documents to the Company. The details of unpaid and unclaimed amounts lying with the Company as on 31st March 2025 shall be updated in due course.

o) **Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/-companies in which directors are interested' by name and amount.**

During the financial year under review, there were no loans or advances provided by the Company or its subsidiaries to firms/companies in which Directors are interested.

p) **Senior Management**

The details of Senior Management Personnel ("SMP") including changes therein since the close of the previous financial year ended 31st March 2025 are as under:

Name	Designation	As on 31st March, 2025	As on 31st March, 2024
Mr. Girish Behal[1]	Business Head-Polyester Films & Specialty Polymer	-	✓
Mr. Sourabh Agarwal	Chief Financial Officer	✓	✓
Mr. Anshuman Mahato[2]	Chief Human Resource Officer	-	✓
Mr. Yatin Sheth[3]	Sales & Marketing Head-Specialty Polymer	-	✓
Mr. Rajendra Singh Gaur	Head-Manufacturing operations	✓	✓
Ms. Poornima Gupta	Company Secretary & Compliance Officer	✓	✓
Ms. Adhrua Minocha[4]	Chief Human Resource Officer	✓	-
Mr. Vaibhav Jha[5]	Deputy Chief Executive Officer	✓	-

[1] Ceased to be SMP w.e.f. 20th September 2024
[2] Ceased to be SMP w.e.f. 3rd February 2025
[3] Ceased to be SMP w.e.f. 7th March 2025
[4] Appointed as SMP w.e.f. 7th November 2024
[5] Appointed as SMP w.e.f. 16th December 2024

q) **Disclosure of certain types of agreements binding listed entities**

There are no agreements that require disclosure under clause 5A of paragraph A of Part A of Schedule III of the SEBI (LODR) Regulations, 2015.

7. MEANS OF COMMUNICATION

Effective communication of information is an essential component of Corporate Governance. It is a process of sharing information, ideas, thoughts, opinions and plans to all stakeholders which promotes management-shareholder relations. The Company regularly interacts with Shareholders through multiple channels of communication such as:

Financial Results

The Quarterly and Annual Financial Results are submitted with BSE Limited & National Stock Exchange of India Limited (NSE) and are also published in at least one prominent national and one regional newspaper having wide circulation as required by the Listing Regulations. Generally, the results are published in Financial Express and Nazariya Khabar. The up-to-date results are also available on the Company's website and can be accessed at https://www.esterindustries.com/investors/financial-reports/quarterly-and-annual-result

Press Releases

Press Releases of the Company on the Quarterly and Annual Financial Results are available on the Company's website www.esterindustries.com and also on the portals of the Stock Exchanges where the Company's shares are listed.

Company's Website

The Company's website www.esterindustries.com contains a dedicated section for Investors where Annual Reports, quarterly and annual results, stock exchange filings, press releases, quarterly reports, all statutory policies, information relating to investor service requests, unclaimed unpaid dividend and other shareholder information are available. The website also displays vital information relating to the Company and its performance, official press releases, presentation to analysts, transcripts and audio recordings of Earning calls.

Annual Report

Annual Report containing audited standalone accounts, consolidated financial statements together with Board's Report, Corporate Governance Report, Management Discussion and Analysis Report, Business Responsibility and Sustainability Report, Auditor's Report and other important information are circulated to the Members entitled thereto through permitted mode(s). In the AGM, the shareholders also interact with the Board and the Management.

Designated Email IDs

In terms of Regulation 46(2) of the Listing Regulations, the designated e-mail address for investor complaints is investor@ester.in For queries related to Shares and Dividend transferred to IEPF Authority, email may be sent to iepf@ester.in The shareholders may also send their queries at the email id of Registrar and Transfer Agent (RTA) viz. investor@masserv.com

SEBI and Stock Exchanges' Investor Grievance Redressal System

SCORES platform of SEBI and 'Investor Complaints' sections of BSE and NSE websites facilitate investors to file complaints online and get end-to-end status update of their grievances. The Company also has Online Dispute Resolution (ODR) Portal in place, which is in addition to the existing SCORES 2.0 platform which can be utilized by the investors and the Company for dispute resolution.

The Company endeavors to redress the grievances of the Investors as soon as it receives the same from the respective forums.

Stock Exchanges

All price sensitive information and matters that are material to Shareholders are disclosed to the respective Stock Exchanges where the securities of the Company are listed. The Quarterly and Annual Results, Shareholding Pattern and all other corporate communications to the Stock Exchanges are filed through NSE Electronic Application Processing System

(NEAPS) and BSE Listing Centre, for dissemination on their respective websites. The stock exchange filings are also made available on the Company's website at www.esterindustries.com.

8. GENERAL SHAREHODLER INFORMATION

a) Annual General Meeting for FY 2025

Date : 26th September 2025
Time : 12:00 Noon (IST)
Venue : Meeting is being conducted through Video Conferencing, pursuant to General Circulars issued by MCA and SEBI

b) Financial Year

Financial Year of the Company is for a period of 12 months commencing from 1st April and ending on 31st March.

c) Tentative Financial Calendar

- Results for quarter ending 30.06.2025 : August 2025
- Results for quarter ending 30.09.2025 : November 2025
- Results for quarter ending 31.12.2025 : February 2026
- Results for quarter and year ending 31.03.2026 : May 2026
- Annual General Meeting for financial year 2025-26 : September 2026

d) Dividend payment date

Our Board has recommended the Final Dividend of ₹ 0.60 per equity share having face value of ₹ 5/- each i.e. 12% for the Financial Year 2024-25. In case dividend is declared by the shareholders in the forthcoming Annual General Meeting, it will be paid on or before Friday, 24th October 2025.

e) Listing on Stock Exchanges

The Equity Shares of the Company are listed on the following Stock Exchanges:

Name of Stock Exchange	ISIN
BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street Mumbai-400001	INE778B01029
National Stock Exchange of India Limited (NSE) Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai- 400051	

Annual Listing fees for the financial year 2025-26 have been duly paid to the above Stock Exchanges within the prescribed time period.

f) Registrar and Share Transfer Agent

MAS Services Limited,
T-34, Okhla Industrial Area, Phase - II,
New Delhi - 110 020
Phone No. - 011-26387281/82/83
Fax No. - 011-26387384
E-Mail: investor@masserv.com
Website: www.masserv.com

g) Share Transfer System and Dematerialisation of Shares & Liquidity

The Board has delegated the authority for approving transfer, transmission etc. to the Stakeholders' Relationship Committee.

Approximately the entire equity share capital of the Company is held in dematerialised form. The Company's shares are compulsorily traded in dematerialised form and are available for trading with both the depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited. The shareholders can hold the Company's shares with any depository participant registered with the depositories.

As on 31st March 2025, out of 94041889 Equity Shares of ₹ 5/- each, 93389039 shares (99.31%) were held in demat form and balance 652850 shares (0.69%) were held in physical form.

All share transfer and other communication regarding share certificates, change of address, dividend etc. should be addressed to RTA of the Company at the address given above.

There was no instance of suspension of trading in the Company's shares during the financial year 2024-25.

h) Shareholding as on 31st March 2025

Distribution of Shareholding as on 31st March 2025

Shareholding of Nominal Value of ₹5 each	No. of Shareholders	% to total holders	No. of shares	% to total shares
1-5000	35274	93.387	5166502	5.494
5001-10000	1149	3.042	1735289	1.845
10001-20000	612	1.620	1774231	1.887
20001-30000	273	0. 723	1368752	1.455
30001-40000	104	0.275	747063	0.794
40001-50000	100	0.265	938376	0.998
50001 & 100000	147	0.389	2109644	2.243
100001 & above	113	0.299	80202032	85.283
Total	**37772**	**100.00**	**94041889**	**100.00**

Shareholding Pattern as on 31st March 2025:

Category of Shareholder	No. of Shareholders	No. of shares	% to total shares
A. PROMOTER AND PROMOTER GROUP			
1. Indian			
Individual/HUF	4	2935351	3.12
Bodies Corporate	2	3132705	
Sub Total (A1)	6	6068056	6.45
2. Foreign			
Bodies Corporate	2	52615012	55.95
Sub Total (A2)	2	52615012	55.95
Total Shareholding of Promoter and Promoter Group (A = A1 + A2)	8	58683068	62.40
B. PUBLIC SHAREHOLDING			
1. Institutions			
a. Mutual Funds/UTI	1	10000	0.01
b. Financial Institutions/Banks	5	3800	-
c. Foreign Portfolio Investor	10	73738	0.08
Sub Total (B1)	16	87538	0.09
2. Non-Institutions			
a. Bodies Corporate	184	4761227	5.06
b. Resident Individuals	37078	20611228	21.92
c. Non-Resident Individual	469	616467	0.66
d. Foreign Company	1	8086861	8.6
e. IEPF Authority	1	1037891	1.1
f. Any other	15	157609	0.17
Sub Total (B2)	**37748**	**35271283**	**37.51**
Total Public Shareholding (B = B1 + B2)	**37764**	**35358821**	**37.6**
GRAND TOTAL (A) + (B)	**37772**	**94041889**	**100**

i) **Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, their conversion date and likely impact on equity**

As on 31st March 2025, the Company has 11075941 Fully Convertible Warrants ("Warrants"), allotted by the Board of Directors through a resolution passed by circulation on 13th November 2024, to persons belonging to the Promoter & Promoter Group as well as the Non-Promoter Group. The Warrants were issued at a price of ₹158/- per Warrant and are convertible, at the option of the Warrant holder(s), in one or more tranches within 18 (eighteen) months from the allotment date (i.e., on or before 13th May 2026), into an equivalent number of fully paid-up equity shares of face value ₹ 5/- each for cash. The aggregate amount payable upon full conversion is ₹ 1,74,99,98,678/-, in accordance with the terms and conditions approved by the shareholders through Postal Ballot on 16th October 2024.

Further, the Company has not issued any GDRs, ADRs, or other convertible instruments in the past, and accordingly, as on 31st March 2025, there are no outstanding GDRs, ADRs, or other convertible instruments apart from the aforementioned Warrants.

j) **Commodity price risk or foreign exchange risk and hedging activities**

Despite Company being a Net Foreign Exchange earner, it is not absolved of Foreign Exchange Risk due to time difference of Inflows and Outflows.

Company's hedging instruments comprise foreign exchange forward contracts which are not intended for trading or speculation purposes and are used only to hedge company's foreign exchange denominated assets & liabilities.

The decision of whether and when to execute foreign exchange hedging instruments along with its tenure can vary from period to period depending on market conditions and the relative costs of the instruments. Company keeps a close watch on the exchange rate movement.

k) **Plant locations**

1) Sohan Nagar, P.O. Charubeta, Khatima – 262 308, District Udham Singh Nagar, Uttarakhand

2) Plot No. A-113, 114, 128, Phase – I, Eldeco Sidcul Industrial Park, Sitarganj, Distt. Udham Singh Nagar, Uttarakhand

3) Industrial Park, Chandanvelly, Plot No.9, Survey No. 190 & 195, Chandanvelly(V), Shabad (M), Ranga Reddy District-501503, Telanagana*

**Owned by Ester Filmtech Limited, wholly-owned subsidiary of the Company*

l) **Address for Correspondence**

Registered Office	Corporate office	Registrar and Share Transfer Agent
Sohan Nagar, P.O. Charubeta, Khatima – 262 308, District Udham Singh Nagar, Uttarakhand Phone: (05943)-250153-57 Fax: (05943)-250158	Plot No.11, Block-A, Infocity-I, Sector 34, Gurgaon-122001, Haryana Phone: (0124)-4572100 Fax: (0124)-4572199 E-Mail: **investor@ester.in** Website: **www.esterindustries.com**	MAS Services Limited T–34, Okhla Industrial Area, Phase - II, New Delhi – 110 020 Phone No. – 011-26387281/82/83 Fax No. – 011-26387384 E-Mail: **investor@masserv.com** Website: **www.masserv.com**

m) **Credit Rating**

CRISIL Ratings Limited has assigned the following ratings for credit limit of the Company.

Tenure	Facility	Rating*
Long term	Fund based	CRISIL A-/Negative (Downgraded from 'CRISIL A/Negative')
Short term	Fund based and Non-Fund based	CRISIL A2+(Downgraded from 'CRISIL A1')

Please refer to CRISIL website **www.crisil.com for definition of the rating assigned.*

ANNEXURE I

DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT

I, Arvind Singhania, Chairman & CEO of Ester Industries Limited ("the Company") hereby confirm that all the members of Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct as applicable to the Company, for the financial year 2024-25.

Sd/-
Arvind Singhania
Chairman & CEO
(DIN: 00934017)

Place: New Delhi
Date: 21st May 2025

ANNEXURE II

CEO AND CFO CERTIFICATE PURSUANT TO REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Board of Directors
Ester Industries Limited

We, Arvind Singhania, Chairman & CEO and Sourabh Agarwal, Chief Financial Officer of the Company, do hereby certify that:

a) We have reviewed the Standalone and Consolidated financial statements and the cash flow statement for the financial year ended 31st March 2025 and that to the best of our knowledge and belief:

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

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

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year ended 31st March 2025 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 the Company's internal control over financial reporting, if any, during the year;

  (2) significant changes in accounting policies, if any, 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 other employees having a significant role in the Company's internal control system over financial reporting.

Sd/-
Arvind Singhania
Chairman & CEO
(DIN: 00934017)

Sd/-
Sourabh Agarwal
Chief Financial Officer

Place: New Delhi
Date: 21st May 2025

ANNEXURE III

CERTIFICATE ON CORPORATE GOVERNANCE

CIN: L24111UR1985PLC015063

To
The Members of
M/s Ester Industries Limited
Sohan Nagar, P.O. Charubeta, Khatima-262308
Udham Singh Nagar, Uttarakhand

1. We have examined all the relevant records of Ester Industries Limited ("the Company") for the purpose of certifying compliance of conditions of Corporate Governance for the year ended 31st March, 2025 as stipulated in Regulation 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') pursuant to the Listing Agreement of the Company with the National Stock Exchange of India Limited and the BSE Limited (collectively referred to as the 'Stock exchanges').

Management Responsibility for compliance with the conditions of Listing Regulations

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

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

My Responsibility

4. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

5. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations for the year ended 31st March 2025.

Opinion

6. In our opinion and to the best of my information and according to the explanations given to us, and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V of the Listing Regulations during the year ended 31st March, 2025.

Restriction on Use

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

8. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this certificate.

For M/s Akash Jain
Practicing Company Secretary

Sd/-
Akash Jain
Membership No.: F9617
CP No.: 9432
PR 838/2020
ICSI UDIN: F009617G000870873

Place: Agra
Date: 26th July 2025

ANNEXURE IV

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Ester Industries Limited
Sohan Nagar, P.O. Charubeta, Khatima-262308
Udham Singh Nagar, Uttarakhand

We have examined the following documents:

i. Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ('the Act')
ii. Disclosure of concern or interests as required under Section 184 of the Act; (hereinafter referred to as 'relevant documents')

as submitted by the Directors of Ester Industries Limited CIN L24111UR1985PLC015063 ("the Company") and having its registered office at Sohan Nagar, P.O. Charubeta, Khatima-Udham Singh Nagar, Uttarakhand- 262308 to the Board of Directors of the Company ("the Board") for the Financial Year 2024-25 and relevant registers, records, forms and returns maintained by the Company and as made available to us for the purpose of issuing this Certificate in accordance with, Regulation 34(3) read with Schedule V Para C Clause 10(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. We have considered non-disqualification to include non-debarment by Regulatory/ Statutory Authorities

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with, the provisions of the Act.

Ensuring the eligibility for 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.

Based on our examination as aforesaid and such other verifications carried out by us as deemed necessary and adequate (including Directors Identification Number (DIN) status at the portal www.mca.gov.in), in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorised representatives, we hereby certify that none of the Directors on the Board of the Company, as listed hereunder for the financial year ended **31st March, 2025,** have been debarred or disqualified from being appointed or continuing as Directors of Companies by Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company	Date of Cessation
1.	Mr. Arvind Singhania	00934017	01/07/1994	--
2.	Mrs. Archana Singhania*	01096776	04/08/2014	--
3.	Mr. Pradeep Kumar Rustagi	00879345	14/02/2011	--
4.	Mr. Sandeep Dinodia**	00005395	25/05/2015	31/03/2025
5.	Mrs. Padmaja Shailen Ruparel	01383513	01/04/2020	--
6.	Mr. Ayush Vardhan Singhania	05176205	01/06/2021	--
7.	Mr. Atul Aggarwal	00125825	14/02/2024	--
8.	Mr. Alok Dhir	00034335	14/02/2024	--

** Mrs. Archana Singhania resigned from the position of Non-Executive, Non-Independent Director of the Company, with effect from 30th April 2025*
***Mr. Sandeep Dinodia ceased to be the Director w.e.f. close of business hours of 31st March 2025 upon completion of his term as Independent Director.*

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.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report for the financial year ended 31st March 2025.

For M/s Akash Jain
Practicing Company Secretary

Sd/-
Akash Jain
Membership No.: F9617
CP No.: 9432
PR 838/2020
ICSI UDIN: F009617G000870895

Place: Agra
Date: 26th July 2025

SECTION A – GENERAL DISCLOSURES

I. Details of the Listed Entity

1.	Corporate Identity Number (CIN) of the Company	L24111UR1985PLC015063
2.	Name of the Company	ESTER INDUSTRIES LIMITED
3.	Year of Incorporation	1985
4.	Registered office address	Sohan Nagar, PO Charubeta, Khatima-262308, Distt. Udham Singh Nagar, Uttarakhand
5.	Corporate address	Plot No. 11, Block-A, Infocity-I, Sector -34, Gurugram-122001, Haryana
6.	E-mail	**investor@ester.in**
7.	Telephone	+91 (0124) 4572100
8.	Website	**www.esterindustries.com**
9.	Financial year for which reporting is being done	1st April 2024 to 31st March 2025
10.	Name of the Stock Exchange(s) where shares are listed	1. BSE Limited 2. The National Stock Exchange of India Limited
11.	Paid-up Capital	₹ 4,702.09 Lacs
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Poornima Gupta Company Secretary & Compliance Officer Email – **poornima.gupta@ester.in** Contact – 0124 - 4572208
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)	Disclosures under this report are made on standalone basis and pertain only to Ester Industries Limited
14.	Name of assurance provider	Not applicable. The company is not amongst top 150 listed entities as on 31st March 2025
15.	Type of assurance obtained	

II. Products/Services

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

Description of Main Activity	Description of Business Activity	% of turnover of the entity
Packaging Film Business	Packaging Film Business consist of Polyester Chips, BOPET Films, Metallized BOPET Films and Coated Films. Varieties of Films that are produced are Shrink PET Film, Holographic Film, Window Film, Metalized Paper etc. It serves customers both in National and International Markets.	83.63
Specialty Polymer Business	Specialty Polymers serve end user applications like carpets, textiles, technical textiles packaging and electronics. It primarily serves customers in International Markets. The specialty polymer business also includes manufacturing and sale of RPET for rigid and flexible BOPET film packaging application.	16.37

17. **Products/services sold by the entity (accounting for 90% of the entity's turnover) –**

S. No.	Product/Services	NIC Code	% of total turnover contributed
1.	Polyester Chips	22201	15.06
2.	BOPET Film	22201	68.57
3.	Specialty Polymers	22201	14.98
4.	RPET	22201	1.39

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	2	1	3
International	0	0	0

19. **Markets served:**

a) **Number of locations**

Locations	Value (in numbers)
National (No. of states)	Pan-India
International (No. of countries)	48

b) **What is the contribution of exports as a percentage of the total turnover of the entity?**
The contribution of exports as a percentage of total turnover of Company on standalone basis is 34.99%.

c) **A brief on types of customers**
The Company's customer base consists of organizations under flexible packaging, labels, rigid packaging, FMCG, manufacturing, carpets, textiles, technical textiles, automotive and electronics.

IV. Employees

20. **Details as at the end of Financial Year 2024-25:**

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)	417	402	96.40	15	3.60
2.	Other than permanent (E)	36	36	100	0	0
3.	**Total employees (D + E)**	**453**	**438**	**96.69**	**15**	**3.31**
	Workers					
4.	Permanent (F)	104	104	100	0	0
5.	Other than permanent (G)	334	334	100	0	0
6.	**Total employees (F + G)**	**438**	**438**	**100**	**0**	**0**

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)	1	1	100	0	0
2.	Other than permanent (E)	0	0	0	0	0
3.	**Total employees (D + E)**	**1**	**1**	**100**	**0**	**0**
Differently abled Workers						
4.	Permanent (F)	0	0	0	0	0
5.	Other than permanent (G)	0	0	0	0	0
6.	**Total employees (F + G)**	**0**	**0**	**0**	**0**	**0**

21. **Participation/Inclusion/Representation of women**

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	2	25
Key Management Personnel (including Chairman & Managing Director and Whole Time Directors)	6	1	16.67

22. **Turnover rate for permanent employees and workers**

Particulars	FY 2024-25 (Turnover rate in %)			FY 2023-24 (Turnover rate in %)			FY 2022-23 (Turnover rate in %)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	18.64	24	16.5	18.39	47	18	24.57	25	31.74
Workers	3.80	0	3.80	5.62	0	5.62	8.78	0	8.78

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

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

S. No.	Name	Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Wilemina Finance Corp.	Holding Company	52.44	No
2	Ester Filmtech Limited	Wholly Owned Subsidiary	100	No
3	Ester Loop Infinite Technologies Private Limited*	Joint venture	50	No

**The company was incorporated on 22nd July 2024. It was wholly owned subsidiary till 12th Feb 2025 and thereafter it became a 50:50 joint venture.*

VI. CSR Details

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

(ii) Turnover (in ₹) (FY 2024-25): ₹ 1,07,046.22 Lacs

(iii) Net worth (in ₹) (FY 2024-25): ₹ 90,800.51 Lacs

VII. Transparency and Disclosure Compliances

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

Stakeholder group from whom the complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	FY 2024-25			FY 2023-24		
	If yes, then provide web-link for grievance redress policy	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes. Manual Register maintained at factories and office for Grievances	0	0	None	0	0	None
Investors (other than shareholders)	Yes **investor@ester.in**	0	0		0	0	
Shareholders	Yes MAS Services Limited serves as the appointed Registrar and Share Transfer Agents for addressing any shareholders inquiries, requests and grievances. Shareholders can also lodge their grievances at scores portal **www.scores.gov.in** or by writing to the Company at **investor@ester.in**	8	0		8	0	
Employees and workers	Yes **https://www.esterindustries.com/sites/default/files/Whistle_blower_policy.pdff**	0	0		0	0	
Customers	Yes. We have a well-defined procedure for redressal of customer complaints.	92	2		54	1	
Value chain partners	Yes. We have a well-defined procedure for redressal of Complaints, if any of value chain partners.	0	0		0	0	

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	Approach to adapt or mitigate	Positive / negative Financial implications
1	Air emissions	Risk	Penalties and fines may be imposed for breaching prescribed limits of emissions imposed by State Pollution Control Board (SPCB), Central Pollution Control Board (CPCB) and National Green Tribunal (NGT).	Monitoring all emissions in both the manufacturing locations of the Company.	Negative
2	Waste Management	Risk	Waste Management practices that are not efficient, adequate and effective may be a risk to environment.	We have adopted waste management practices that are efficient & effective to the environment and also in compliance with the statutory regulations	Negative
3	Energy Management	Opportunity	Company continues to incur expenditure for optimizing energy consumption that leads to reducing GHG emissions.	-	Positive
4	Occupational Health and Safety	Risk	Occupational health & safety risks due to the nature of operations of the Company.	We have Environment Health and Safety (EHS) system in place to minimise industrial accidents and its impact	Negative
5	Water conservation	Opportunity	Recycling and reuse of water using Effluent Treatment Plant (ETP) facilities that ensures minimal wastage of water resources.	-	Positive
6	GHG emission reduction	Opportunity	Implement energy efficient measures, use of fuels and electricity from renewable resources to implement initiatives undertaken towards GHG emission reduction.	-	Positive
7	Corporate Governance Practices	Opportunity	Code of Conduct of the Company incorporates the principles by which the Company and its employees are guided.	-	Positive
8	Community relations and engagement	Opportunity	CSR activities undertaken by the Company focus on healthcare, sanitation, education, eradication of hunger, poverty and malnutrition leads to development of people in the region.	-	Positive

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	Approach to adapt or mitigate	Positive / negative Financial implications
9	Innovation, Research and Development	Opportunity	Continuous R&D efforts ensure development of new products for the market.	-	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*
			The policies pertaining to Principles No. 2, 6 and 9 have been approved by the CEO & Managing Director who is authorised by the Board to approve the business relevant policies.								
	c.	Web-link of the policies, if available	The policies which have been approved by the Board can be viewed on the website of the Company at https://www.esterindustries.com/policies and the remaining policies are available on intranet for all employees.								
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)		No	No	No	No	No	No	No	No	No

4	Name of the national and international codes/certifications/labels/standards (e.g. Forest stewardship council, Fairtrade, Rainforest alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) mapped to each principle.		• ISO 50001:2018
			• ISO 45001:2018
			• ISO 14001: 2015
			• ISO 9001:2015
			• Food Safety System certification 22000
			• FSSAI- STD/SP-20/T (RPET-05)
			• Intertek (Global Recycled Standard)- ITS-GRS-C 0192119
			• TUV Rheinland (Recyclability-PCR Content PET Film):
			    • For PCR content upto 50% - Certificate No. 8Y009
			    • For PCR content >50% and ≤70% - Certificate No. 8Y0091
			    • For PCR content >70% and ≥ 90% - Certificate No. 8Y0090
			• ISCC-PLUS-Cert-- Sitarganj- IN201-20250530
			Khatima- IN201-20250317								

5	Specific commitments, goals, and targets set by the entity with defined timelines, if any.	In line with our identified material topics, we have taken the following targets and commitments: 1. Continue to have Injury Free Workplace 2. Enhance women participation across organization 3. Minimize the impact of its activities on the environment by reducing carbon emissions
6	Performance of the entity against the specific commitments, goals, and targets along with reasons in case the same are not met.	There is a mechanism in place to monitor actual performance vis-à-vis targets and commitments. Actual performance will be updated as part of our ESG disclosures.
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) –	It has been our belief and understanding that sustainability and growth are integral to each other and an organization's long-term success to a large extent is determined by its response to environment, society and governance. To achieve sustainability, inclusivity and prosperity, we remain committed to make concerted efforts to bring about equalities within and beyond the organization, earn and retain the trust of our stakeholders, and build a greener tomorrow. We make/sell the products which meet the requirement as prescribed by relevant statutory authorities and deliver solutions in the form of leading, sustainable, and trustworthy products in our area of operation. All the production and distribution activities follow the prescribed Waste Management requirements.
8	Details of the highest authority responsible for implementation and oversight of the business responsibility policy/policies	Mr. Arvind Singhania-Chairman & Chief Executive Officer under the guidance of the Board of Directors and its Committees, is responsible for implementation and oversight of the Business Responsibility and Sustainability Policies
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.	The Board members periodically monitor the financial, environmental, and social performance of the Company while mitigating key risks and capitalizing on identified opportunities. The Company also has a Risk Management Committee which reviews entity wide risks including ESG risks.
10	Details of review of NGRBCs by the company	

Subject for review	Indicate whether the review was undertaken by Director/committee of the board/any other committee									Frequency (Annually/ half-yearly/ quarterly/any other–please specify)								
	P1	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**	**P1**	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**
Performance against above policies and follow up action	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	The policies are reviewed as needed								
Compliance with statutory requirements of relevance to the principles, and the rectification of any non-compliances	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	The compliances are checked quarterly, and non-compliance, if any, are rectified in due course of time.								

11	Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide the name of the agency	**P1**	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**
		No Independent assessment/evaluation was conducted. However, the Company conducts a review of the policies internally, as and when required.								
12	If answer to question (1) above is "No" i.e., not all principles are covered by a policy, reasons to be stated	Not Applicable								

SECTION C – PRINCIPLE WISE PERFORMANCE DISCLOSURE

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

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% of persons in respective category covered by the awareness programmes
Board of Directors	8	The Board of Directors are familiarized inter alia on the following: 1. Business Performance updates 2. Business and Sustainability strategy 3. Governance, Compliance and Regulatory updates	100
Key Managerial Personnel	8	The KMPs are familiarized inter alia on the following: 1. Company’s Code of Conduct/Prevention of Insider Trading/UPSI 2. POSH 3. Business Performance updates 4. Governance, Compliance and Regulatory updates 5. Vigil Mechanism/Business Ethics Proposal	100
Employees other than BOD and KMPs	47	1. POSH 2. Health Awareness sessions with External Expert 3. Anti Bribery/corruption and trade secrets 4. Work Ethics	56
Workers	38	Health and safety and skill upgradation, on the job trainings etc.	69

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

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					
Settlement			NIL		
Compounding fee					

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

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

Case details	Name of the regulatory/ enforcement agencies/ judicial institutions
Not Applicable	

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.**

   Ester has a dedicated Anti-Bribery Policy in place, reinforcing its commitment to ethical business practices. In addition, the Company has adopted a comprehensive Code of Conduct ("Code"), which outlines the core values and ethical standards expected from all employees. All employees are required to adhere to the principles set forth in the Code, which promotes ethical behaviour, accountability, and transparency in day-to-day operations. The Code also addresses broader ethical considerations beyond corruption and bribery and includes specific provisions applicable to Board members and Key Managerial Personnel (KMP) to ensure compliance at all levels of leadership. The Code of Conduct is publicly accessible at: https://www.esterindustries.com/policies. The Anti-Bribery Policy is available on the Company's intranet for internal reference.

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

Particulars	FY 2024-25	FY 2023-24
Directors	NIL	NIL
KMPs		
Employees		
Workers		

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

Particulars	FY 2024-25		FY 2023-24	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	Not Applicable	0	Not Applicable
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	Not Applicable	0	Not Applicable

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.**

   No fines/penalties were imposed by regulators/law enforcement agencies/judicial institutions, on account of bribery/corruption and conflict of interest.

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

Parameter	FY 2024-25	FY 2023-24
Number of days of accounts payables	12.85 days	15.70 days

9. **Open-ness of business**

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

Parameter	Metrics	FY 2024-25	FY 2023-24
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	6%	8%
	b. Number of trading houses where purchases are made from	276	260
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	56%	61%
Concentration of Sales	a. Sales to dealers/distributors as % of total sales	24%	20%
	b. Number of dealers /distributors to whom sales are made	77	72
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	65%	64%
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	0.28%	0.27%
	b. Sales (Sales to related parties / Total Sales)	12.66%	8%
	c. Loans & advances (Loans & advances given to related parties/ Total loans & advances)	Nil	Nil
	d. Investments (Investments in related parties /Total Investments made)	57.66%	84%

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 product and processes' environmental and social impacts to total R&D and capex investments made by the entity, respectively.**

Particulars	FY 2024-25	FY 2023-24	Details of improvements in Environmental and social impacts
R&D	Company makes investments in projects targeting reduction in emissions, improved health and safety of the employees and minimizing adverse impact on environment. However, we have not measured the impact specifically.		
Capex			

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

At Ester, we are steadfast in our dedication to innovation and sustainability, which form the bedrock of our strategic vision. Our approach is centered on fostering long-term, trust-based relationships with our core value chain partners, underpinned by principles of transparency and ethical conduct.

Our supplier onboarding process is governed by a comprehensive Standard Operating Procedure (SOP) that evaluates potential partners across several critical parameters: Economic viability, business continuity, Product Quality, Environmental responsibility, health and safety, ethical conduct etc.

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

87%
We are committed to building a responsible and sustainable supply chain framework that aligns with our core values and supports a better future for all.

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.**

E-waste

Ester engages with certified e-waste handlers for disposal of e-waste. The Company receives disposable and re-cycling certificates from the respective e-waste vendors.

Plastic Waste

We have established an in-house recycling unit to manage **pre-consumer process plastic waste**. Packaging film waste generated during our operations is recycled by converting it into fluff and granules, which are subsequently reused in our manufacturing process. Plastic waste that is not suitable for in-house recycling is disposed of responsibly through **authorised recyclers**, in compliance with applicable environmental regulations.

Hazardous Waste

We hold valid authorisation from the Uttarakhand Pollution Control Board for the storage, transportation and handling of hazardous waste. A dedicated, covered storage facility has been developed for this purpose, where hazardous waste is safely stored on a concrete platform in sealed plastic drums with liners to prevent any environmental contamination. For final disposal, we have entered into formal agreements with an authorised TSDF (Treatment, Storage and Disposal Facility) operator and certified recyclers, ensuring environmentally safe and legally compliant disposal of all hazardous waste.

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

Yes. We have registered under the category of producer, importer and authorised recycler of Polyester waste in the CPCB Plastic EPR Portal.

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	402	260	64.68	402	100	0	0	402	100	0	0
Female	15	11	73.33	15	100	15	100	0	0	0	0
Total	**417**	**271**	**64.99**	**417**	**100**	**15**	**3.60**	**402**	**96.40**	**0**	**0**
Other than Permanent Employees											
Male	36	36	100	0	0	0	0	36	100	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
Total	**36**	**36**	**100**	**0**	**0**	**0**	**0**	**36**	**100**	**0**	**0**

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

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent Employees											
Male	104	104	100	104	100	0	0	104	100	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
Total	**104**	**104**	**100**	**104**	**100**	**0**	**0**	**104**	**100**	**0**	**0**
Other than Permanent Employees											
Male	334	0	0	0	0	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
Total	**334**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**

Note: Other than permanent workers are contracted via 3rd party and responsibility of their well-being lies with the contractors only and we ensure that the contractors meet with the statutory requirements.

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

Parameter	FY 2024-25	FY 2023-24
Cost incurred on well-being measures as a % of total revenue of the company	0.04%	0.04%

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

Benefits	FY 2024-25			FY 2023-24		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority
PF	100	100	Yes	100	100	Yes
Gratuity	100	100	N.A.	100	100	N.A.
ESI	23	6.7	Yes	35	7	Yes
Superannuation	11	0	Yes	13	0	Yes

3. **Accessibility of workplaces**

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

Yes, the offices of Ester are accessible to all its employees.

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.**

Ester is dedicated to fostering a workplace environment that enables employees to reach their full potential. To support this commitment, we have implemented an Equal Opportunity Policy that ensures fair and unbiased treatment for all employees and eligible job applicants—regardless of race, religion, caste, color, ancestry, marital status, gender, age, nationality, or disability. The Company is committed to maintaining a discrimination-free workplace where diversity and inclusion are actively promoted.

The Equal Opportunity Policy is available on the intranet of the Company.

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

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	100%	100%
Female	100%	100%	100%	100%
Total	100%	100%	100%	100%

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

(If Yes, then give details of the mechanism in brief)	
Permanent workers	The Company has a Whistle Blower Policy and Code of Conduct in place which provides guidance to workers to raise any concern or issue that they may prefer to bring to the notice of the management.
Other than permanent workers	Other than permanent workers in the Company are contracted via 3rd parties and their grievance redressal mechanism rests with the contractors. Company ensures that all norms and regulations are adhere to while working in the plants.
Permanent employees	The Company has a Whistle Blower Policy and Code of Conduct in place which provides guidance to employees to raise any concern or issue that they may prefer to bring to the notice of the management
Other than Permanent Employees	Other than permanent employees in the Company are contracted via 3rd parties. Company ensures that all norms and regulations are adhere to while working in the Company.

7. **Membership of employees and workers in association(s) or Unions recognized by the listed entity:**

Category	FY 2024-25			FY 2023-24		
	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	**417**	**0**	**0**	**401**	**0**	**0**
Male	402	0	0	391	0	0
Female	15	0	0	10	0	0
Total Permanent Workers	**104**	**104**	**100**	**121**	**121**	**100**
Male	104	104	100	121	121	100
Female	0	0	0	0	0	0

8. **Details of training given to employees and workers:**

Category	FY 2024-25					FY 2023-24				
	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. (D)	% (F / D)
Employees										
Male	402	334	83.08	304	75.62	391	265	67.77	94	24.04
Female	15	1	6.67	5	33.33	10	1	10	2	20
Total	**417**	**335**	**80.34**	**309**	**74.10**	**401**	**266**	**66.33**	**96**	**23.94**
Workers										
Male	104	47	45.19	67	64.42	121	92	76.03	34	28.10
Female	0	0	0	0	0	0	0	0	0	0
Total	**104**	**47**	**45.19**	**67**	**64.42**	**121**	**92**	**76.03**	**34**	**28.10**

9. **Details of performance and career development reviews of employees and workers:**

Category	FY 2024-25			FY 2023-24		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	402	402	100	391	391	100
Female	15	15	100	10	10	100
Total	**417**	**417**	**100**	**401**	**401**	**100**
Workers						
Male	104	0	0	121	0	0
Female	0	0	0	0	0	0
Total	**104**	**0**	**0**	**121**	**0**	**0**

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, what is the coverage of such a system?**

Yes, it covers the entire operation including manufacturing facilities and offices. For involvement of all level employees in the health and safety management system we are following a three-tier approach to create awareness among employees so that they understand the basic needs and benefits of health and safety management. For exploration we have online reporting system of EHS observation and review mechanism so that hazards can be identified and minimized before the occurrence. Regarding health we have well equipped occupational health centre with qualified paramedical staff as per the requirement of Factory Act, apart from this we have tie up with nearest hospital.

In addition to the above we are certified to ISO standards: ISO 45001 Occupational Health and Safety, 14001 Environmental Management System, 9001 Quality Management System.

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

- Engagement of Workmen through the One-Day Safety Officer Initiative
- Cross Functional Audit
- Theme-based inspection
- Audit by Management
- Why-why analysis
- Work permit system
- Near miss reporting system
- Gemba walk

- Hazard identification & Risk assessment with Shop floor employees
- Internal & External audit
- Work zone monitoring, analysis of Noise assessment
- Health Check-ups conducted on half yearly basis

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

Yes, we have an online reporting system for all levels of employees through which any category of employee can report hazards or observations. Also, we have listed the routine and non-routine activities and have done hazard identification and risk assessment for the listed activities. And as per hazard identification and risk assessment, we have developed an SOP and training plan.

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

Yes, we have qualified doctors and paramedics staff to manage Health Care Centre in factories. We have retained doctors who visit our office/factories on regular basis to provide non-occupational medical and healthcare advice in general. The employees are also entitled to visit retained doctor's clinic as and when required.

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

Safety Incident/Number	Category	FY 2024-25	FY 2023-24
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hoursworked)	Employees	3.48	2.2
	Workers	1.64	0.75
Total recordable work-related injuries	Employees	3	2
	Workers	2	1
Number of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

12. Describe the measures taken by the entity to ensure a safe and healthy workplace –

- Emphasis placed on Behaviour-Based Safety (BBS) to proactively address unsafe actions and promote a safety-first culture.
- Hazard Identification and Risk Assessment (HIRA) conducted for all critical activities to mitigate potential risks.
- Monthly Open House Meetings held to share safety performance updates with all stakeholders and encourage transparent communication.
- Regular review and monitoring of Corrective and Preventive Actions (CAPA) implemented for past incidents to ensure closure and learning.
- Emergency preparedness awareness actively promoted among employees through communication and mock drills.
- Annual Training Calendar developed based on job-specific requirements, including both classroom and on-the-job training modules.
- All reportable incidents—whether major, minor, or near misses—are systematically recorded, and appropriate corrective actions are taken to address identified safety concerns.
- An EHS Apex Committee has been constituted, which convenes on a quarterly basis to review and resolve safety and health-related issues. Closure of such issues is given utmost importance and is monitored directly by the Plant Head.
- Additionally, department-level EHS committees have been established to review health and safety incidents on a monthly basis, ensuring localized and continuous monitoring.
- Awareness and reinforcement are driven through structured Safety and Health Training Programs, conducted as per the defined EHS Training Calendar. Toolbox Talks are held regularly prior to job deployment, and 100% of new employees undergo a mandatory EHS Induction Program to familiarize them with safety protocols and emergency procedures.
- To manage health-related matters or emergencies, an on-site dispensary is available along with a fully equipped ambulance, ensuring immediate medical response when needed.

- Periodic Safety Audits are conducted to proactively identify and eliminate unsafe conditions or unsafe acts within the facility.

13. Number of complaints on the following made by employees and workers –

Category	FY 2024-25			FY 2024-25		
	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	28	0	-	0	0	-
Health & Safety	0	0	-	0	0	-

14. Assessments for the year

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and 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

Corrective actions implemented through the EHS Committee are as follows:

- Enhanced incident investigation procedures with improved root cause analysis and horizontal deployment of corrective actions across departments.
- Engaged a third-party agency to conduct a gap assessment for strengthening the Occupational Health & Safety (OHS) management system.
- Established an internal traffic management system to regulate and ensure safe movement within the plant premises.
- Strengthened the Permit-to-Work (PTW) system, ensuring better control and safety during high-risk activities.
- Reinforced the Change Management System to evaluate and manage safety risks arising from operational or process changes.
- Conducted job-specific training on Standard Operating Procedures (SOPs) for all identified critical activities.
- Upgraded fire separation infrastructure in the OLC-2 shop to enhance fire safety compliance.
- Upgraded the firefighting system, including replacement of underground water lines with overhead pipelines and enhancement of fire pumps.
- Introduced the use of retractable-type safety knives to minimize injury risks during manual operations.
- Installed guards on all rotary parts of machines to eliminate potential contact hazards.
- Established clearly marked emergency escape routes and created a new designated emergency exit to improve evacuation readiness.
- Installed a water sprinkler system as a mitigation measure for potential ammonia gas leakage incidents.

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.

Any individual or group of individuals or institution that adds value to the business chain of the Company is identified as a core stakeholder. Ester Industries Limited has recognized both, internal stakeholder which includes employees and leadership and external stakeholder which includes external channels such as regulators, investors, suppliers, customers and communities.

Ester has conducted a full-fledged materiality assessment which involves a process of stakeholder engagement. The company reached out to various groups of identified stakeholders through one-on-one / earnings calls with investors, supply partners and employees to gauge their view.

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
Regulatory bodies	No	• Regulatory fillings • Meetings • Emails • Through Industry Associations	As per requirement	• Compliance requirement • Upcoming rules and regulations • Industry representation on key matters
Shareholders	No	• Regulatory fillings • Company website • Quarterly publication of results in newspapers followed by earnings call • Periodic Analysts' briefing	As per requirement	• Financial and non-financial Performance • Response to queries
Suppliers	No	• Emails • Periodic meetings • Visits to supplier's facilities • Website	As per requirement	• Business opportunities, quality and safety of inputs • Supplier evaluation programme • Materials management • Issues faced by Company/suppliers • Query and grievance redressal
Customers	No	• Emails • Meetings • Conferences • Trade fairs • Joint efforts on product development	Regularly	• Product innovation and life-cycle efficiency • Resolution of Customer Complaints • Quality and Safety • New products offerings
Employees	No	• Emails • Notice board • Meetings • Open house sessions with Senior management • Grievance mechanism • Performance feedback • Focused trainings and awareness sessions • Intranet	Regularly	• Performance evaluation • Career growth prospects • Learning and development programs • Trainings Rewards and Recognition • Occupational Health and Safety • Work environment and policies • Grievance redressal mechanism • Ethics and transparency • IT enablement & digitisation • Employee-oriented work policies
Local Communities	No	CSR projects	Regularly	• Social concerns including but not limited to sanitation, healthcare in the region • Minimising negative environmental impact • Local employment • Providing education to under-privileged students • Local infrastructure development and providing education facilities

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Essential Indicators

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

Category	FY 2024-25			FY 2023-24		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
Employees						
Permanent	417	175	41.97	401	240	59.8
Other than permanent	36	0	0	36	0	o
Total Employees	**453**	**175**	**38.63**	**437**	**240**	**54.9**
Workers						
Permanent	104	87	83.65	121	85	70.2
Other than permanent	334	0	0	338	0	0
Total Employees	**438**	**87**	**19.86**	**459**	**85**	**18.5**

Note: *Currently, we have a Code of Conduct, Policy on Sexual Harassment and Policy for Equal Employment Opportunity in place which covers the aspects of human right. The employees are mandated to abide by these policies before joining the Company. Additionally, extracts of the Factory Act prohibiting child/bonded labour and minimum wages are displayed in factory and office premises for perusal of all employees.*

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

Category	FY2024-25					FY2023-24				
	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	**417**	**0**	**0**	**417**	**100**	**401**	**0**	**0**	**401**	**100**
Male	402	0	0	402	100	391	0	0	391	100
Female	15	0	0	15	100	10	0	0	10	100
Other than Permanent	**36**	**0**	**0**	**36**	**100**	**36**	**0**	**0**	**36**	**100**
Male	36	0	0	36	100	36	0	0	36	100
Female	0	0	0	0	0	0	0	0	0	0
Workers										
Permanent	**104**	**0**	**0**	**104**	**100**	**121**	**0**	**0**	**121**	**100**
Male	104	0	0	104	100	121	0	0	121	100
Female	0	0	0	0	0	0	0	0	0	0
Other than Permanent	**334**	**282**	**84.43**	**52**	**15.57**	**338**	**206**	**60.9**	**132**	**39.1**
Male	334	282	84.43	52	15.57	338	206	60.9	132	39.1
Female	0	0	0	0	0	0	0	0	0	0

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

a. **Median remuneration/Wages:**

Category	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BOD)	6	62,03,000	2	1,00,000
Key Managerial Personnel*	5	1,22,26,000	1	16,44,156
Employees other than BOD and KMP	397	4,51,336	14	10,25,353
Workers	104	4,89,756	0	0

**Mr. Vaibhav Jha, Deputy CEO (KMP) was appointed w.e.f. 16th December 2024.*

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

Category	FY 2024-25	FY 2023-24
Gross wages paid to females as % of total wages	5.68%	2.56%

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)**

We attach a lot of value to 'Human Rights' and are committed to create healthy working environment for all our employees to ensure protection of such rights.

Yes, the Company has a Whistle Blower Policy, Code of Conduct, Prevention of Sexual Harassment Policy and various other policies in place to address human rights impacts or issues caused or contributed to by the business. The Chairperson of the Audit Committee is responsible for addressing any human rights issues brought to his attention caused or contributed to by the business.

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

At Ester, guidance on human rights issues is covered as a part of its Code of Conduct. The Company has a Whistle Blower Policy that allows and encourages its stakeholders to raise concerns about the violations against the Code of Conduct. Necessary actions are taken to address the concerns/issues in the best interest of the aggrieved person and the Company, by the Chairperson of the Audit Committee.

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

Category	FY 2024-25			FY 2023-24		
	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	0	0	NA	0	0	NA
Discrimination at workplace	0	0	NA	0	0	NA
Child Labour	0	0	NA	0	0	NA
Forced Labour/Involuntary Labour	0	0	NA	0	0	NA
Wages	0	0	NA	0	0	NA
Other human rights related issues	0	0	NA	0	0	NA

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

Category	FY 2024-25	FY 2023-24
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees/workers	0	0
Complaints on POSH upheld	0	0

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

The Whistle Blower policy mentions a clause on maintaining confidentiality of complainant/ensuring protection against victimization. It states that the disclosures of wrongful conduct are submitted on a confidential basis or submitted anonymously. Such disclosures are confidential to the extent possible, convenient with the need to conduct an adequate investigation. The Company is obligated to take stringent actions against any director, supervisor or employee found to have so violated this clause.

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

Human Rights are of prime importance to the Company and we are committed to protect such rights. All our suppliers and customers are commended to comply with all applicable laws including EHS guidelines.

10. **Assessments of the year**

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

11. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above.**

Not applicable

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

Essential Indicators

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

Parameter	Unit	FY 2024-25	FY 2023-24
From renewable sources			
Total electricity consumption (A)	GJ	0	0
Total fuel consumption (B)	GJ	6,75,575	6,64,465
Energy consumption through other sources (C)	GJ	0	0
Total energy consumed from renewable sources (A+B+C)	**GJ**	**6,75,575**	**6,64,465**
From non-renewable sources			
Total electricity consumption(D)	GJ	2,56,707	2,68,920
Total fuel consumption (E)	GJ	37,582	28,291
Energy consumption through other sources (F)	GJ	0	0

Parameter	Unit	FY 2024-25	FY 2023-24
Total energy consumed from non-renewable sources (D+E+F)	**GJ**	**2,94,289**	**2,97,211**
Total energy consumed (A+B+C+D+E+F)	**GJ**	**9,69,864**	**9,61,676**
Energy intensity per rupee of turnover *(Total energy consumed/Revenue from operations)*	GJ/₹ Lacs	9.06	11.24
Energy intensity per rupee of turn over adjusted for Purchasing Power Parity (PPP) *(Total energy consumed/Revenue from operations adjusted for PPP)*	GJ/₹ Lacs	185.28*	257.23**
Energy intensity interms of physical output	GJ/MT	13.15	15.10

**The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2024 by World Bank for India which is 20.45.*
***The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2022 by World Bank for India which is 22.88.*

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.

Not Applicable

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

Parameter	FY2024-25	FY2023-24
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Ground water	3,56,137	3,58,797
(iii) Third party water	0	0
(iv) Seawater/desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i+ii+iii+iv+v)	**3,56,137**	**3,58,797**
Total volume of water consumption (in kilolitres)	**3,56,137**	**3,58,797**
Water intensity per rupee of turnover *(Total Water consumed / Revenue from operations) (KL/₹ Lacs)*	3.33	4.19
Water intensity per rupee of turn over adjusted for Purchasing Power Parity (PPP) *(Total water consumption / Revenue from operations adjusted for PPP) (KL/₹ Lacs)*	68.03*	95.97**
Water intensity interms of physical Output (KL/MT)	4.83	5.64

**The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2024 by World Bank for India which is 20.45.*
***The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2022 by World Bank for India which is 22.88.*

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

Parameter	FY 2024-25	FY 2023-24
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	0	0
- With treatment – please specify level of Treatment	0	0
(ii) To Ground water		
- 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 – (*We have an ETP with 3 stages of RO and STP*)	1,86,683	1,44,386
Total water discharged (in kilolitres)	**1,86,683**	**1,44,386**

5. **Has the entity implemented a mechanism for zero liquid discharge? If yes, provide details of its coverage and implementation**

We have implemented a mechanism for zero liquid discharge (ZLD) at our factory in Khatima and for the Sitarganj unit, we have entered into an agreement with CETP (Common Effluent Treatment Plant).

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

Parameter	Unit	FY2024-25	FY 2023-24
NOx	MT	46.49	39.84
SOx	MT	18.84	14.18
Particulate matter (PM)	MT	91.80	83.59
Persistent organic pollutants (POP)	-	–	-
Volatile organic compounds (VOC)	-	-	-
Hazardous air pollutants (HAP)	-	-	-
Others-Please specify	-	-	-

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

Parameter	Unit	FY 2024-2025	FY 2023-2024
Total Scope 1 emissions *(Break-up of the GHG into CO_2, CH4, N_2O, HFCs, PFCs, SF6, NF3, if available)*	Metric tonnes of CO2 equivalent	13,561	11,464
Total Scope 2 emissions *(Break -up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)*	Metric tonnes of CO2 equivalent	68,261	66,474
Total Scope 1 and Scope 2 emission intensity per rupee of turnover *(Total Scope 1 and Scope 2 GHG emissions/Revenue from operations)*	**tCO2e/₹ Lacs**	**0.76**	**0.91**
Total Scope 1 and Scope 2 emission intensity per rupee of turn over adjusted for purchasing power parity (PPP) *(Total Scope 1 and Scope 2 GHG emissions/ Revenue from operations adjusted for PPP)*	tCO2e/₹ Lacs	15.63*	20.85**
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO2e/MT	1.11	1.22

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***The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2022 by World Bank for India which is 22.88.*

8. **Does the entity have any project related to reducing greenhouse gas emission? If yes, then provide details.**

The Company has taken several initiatives to increase energy efficiency and reduce emissions. Some of the initiatives taken in financial year 2024-25 are as follows:

- In Film Plant-1, a new energy-efficient Kruger make air blower with IE-4 motor was installed in place of a less efficient air blower, resulting in a saving of 1,05,120 kWH per annum.
- An energy-efficient pump with motor was installed in place of chilled water pump, resulting in saving of 59,640 kWh per annum.
- Primary Heater-3 is kept on 'Hot Stand-by' when the total heat load of the plant is less than or equal to 8.5 M kcal, resulting in a saving of 57,865 kWH per annum.
- Earlier, the 'ETP main root blower' was being run continuously. Now it is stopped for 2 hours after running it for every 2 hours by maintaining air in 'Equalization Tank and Sludge Bed Tank' by Moving Bed Biofilm Reactor (MBBR), resulting in a saving of 50,400 kWH per annum.
- Efficiency of the Vapour Absorption Chiller improved by revamping the cooling tower, resulting in steam saving of approximately 1,760 MT per annum.
- A new Air Dryer unit has been installed in the Film Plant-2 to improve energy efficiency, resulting in saving of 80,000 kWH per annum.

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

Parameter	FY 2024-25	FY 2023-24
Total Waste generated (in metric tonnes)		
Plastic waste (A)	1,289.31	1,089.46
E-waste (B)	3.7	4.65
Bio-medical waste (C)	0.016	0.016
Construction and demolition waste (D)	0	0
Battery waste (E)	8.06	10.51
Radioactive waste (F)	0	0
Other Hazardous waste. (G) *(it consists of Process Residue, Waste Chemical, Used /Waste Oil, ETP Sludge and Empty Drums /Container)*	308.6	173.96
Other Non-hazardous waste generated (H). *(It consists of Boiler Ash)*	7,645.31	7,452.12
Total (A+B + C + D + E + F + G + H)	**9,255.00**	**8,730.716**
Waste Intensity per rupee of turnover *(Total waste generated/Revenue from Operations) (MT/₹ Lacs)*	0.09	0.10
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) *(Total waste generated / Revenue from operations adjusted for PPP)(MT/₹ Lacs)*	1.76 *	2.34**
Waste intensity in terms of physical output [Total waste generated/Total production (in MT)]	0.13	0.14
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Re-cycled	1,450.91	1,263.42
(ii) Re-used	113.30	0
(iii) Other recovery operations	0	0
Total	**1,564.21**	**1,263.42**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0	0
(ii) Landfilling	7,679.04	7,455.67
(iii) Other disposal operations	0	0
Total	**7,679.04**	**7,455.67**

**The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2024 by World Bank for India which is 20.45.*
***The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published for the year 2022 by World Bank for India which is 22.88.*

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

The Company has established a well-defined waste management system to handle operational waste efficiently. Given the nature of its operations, the Company generates a relatively low volume of hazardous waste. A robust process is in place to ensure its safe collection, transportation, and disposal through authorised vendors, in full compliance with regulatory requirements.

At the Sitarganj Unit, the Company is also registered as an authorised recycler of polyester waste, enabling the sustainable management and recycling of polyester materials in-house.

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 –**

Sr. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearanceare being complied with? (Y/N) If no,the reasons there of and corrective action taken, if any.
Not Applicable. The Company has no operations/offices in/around ecologically sensitive areas			

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
The Company has not assessed any environmental impact during the financial year 2024-25					

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 there under (Y/N). If not, provide details of all such non-compliances, in the following format:**

Sr. 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 in compliance with all the environmental regulations of the country. There have been no incidents of non-compliance from Company's end related to the environment during the financial year 2024-25.				

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.**

As member of several Industry Associations, we regularly have interactions with them for resolution of Industry specific issues. We are affiliated with 5 trade and industry chambers/associations at the national and state level.

b. **List the top 10 trade and industry chambers/associations (determined based on the total members of such a 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	PHDCCI - PHD Chamber of Commerce and Industry	National
2	Plexconcil – The Plastics Export Promotion Council	National
3	Polyester Film Industry Association	National

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/associations (State/National)
4	Polyester Textile Apparel Industry Association	National
5	AIPMA- All India Plastics Manufacturer's Association	National

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
The Company has not received any adverse order for anti-competitive conduct from any regulatory authorities during the financial year 2024-25		

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
Not Applicable. No project taken up during the current financial year which requires Social Impact Assessment.					

2. **Provide information on the project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity -**

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₹)
No population or their livelihoods have been displaced because of the operations undertaken by the Company. Hence no Rehabilitation and Resettlement (R&R) activities is applicable to us.						

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

We engage with local communities on a regular basis. Company has a mechanism in place to receive complaints (if any) raised by the communities that it operates in. We take necessary and adequate actions to address such complaints.

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

Category	FY 2024-25	FY 2023-24
Directly sourced from MSMEs/ small producers (*out of total purchases from within and from outside India*)	11.38	9.33
Directly from within India	88.73	90.8

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

Location	FY 2024-25	FY 2023-24
Rural	52.7	51
Semi-Urban	0	0
Urban	0	0
Metropolitan	47.3	49

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 –**

   There is a system in place for gathering and resolving customer complaints. Our Customers Relationship Management team, marketing and sales personnel regularly interacts with the customers through visits/calls/meetings to asses & evaluate their feedback and incorporate the solutions in future dealings. Our endeavor is to resolve the complaints received/ issues raised in the shortest possible time.

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

Category	As a % to total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	Not Applicable

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

Category	FY2024-25		Remarks	FY2023-24		Remarks
	Receive during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	0	0	None	0	0	None
Advertising	0	0		0	0	
Cyber-security	0	0		0	0	
Delivery of essential services	0	0		0	0	
Restrictive trade practices	0	0		0	0	
Unfair trade practices	0	0		0	0	
Other	92	2		54	1	

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

Category	Number	Reason for Call
Voluntary recalls	0	Not Applicable
Forced recalls	0	Not Applicable

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? If available, provide a web link to the policy.

In today's date and time, continuity of operations is dependent on security and confidentiality of its information systems and associated data. There is a policy named as Information Security Policy that is available internally which covers both cyber risks and security risks.

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 the safety of products/services

Not Applicable

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches- 0
b. Percentage of data breaches involving personally identifiable information of customers- 0
c. Impact, if any, of the data breaches- Not Applicable

INDEPENDENT AUDITOR'S REPORT

To the Members of Ester Industries Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of Ester Industries Limited ('the Company'), which comprise the Standalone Balance Sheet as at 31 March 2025, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flow and the Standalone Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

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

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

5. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Revenue recognition – Sale of products Refer Note 4.5.1 and Note 25 to the accompanying standalone financial statements for the material accounting policy on revenue recognition and details of revenue recognized during the year in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers ('Ind AS 115'). Revenue of the Company majorly comprises of revenue from sale of polyester films and specialty polymers. The Company sells its products through various distribution channels involving a high volume of sale transactions. The Company recognises revenue at a point in time when the control of products being sold is transferred to the customer and there is no unfulfilled obligation. The revenue is measured based on the transaction price specified in the contract, net of discounts and goods and services tax. Revenue recognition is determined to be an area involving significant audit risk primarily as there is a risk that	Our audit procedures included, but were not limited, to the following: • Obtained an understanding of the process of identification and recording of revenue transactions and assessed the appropriateness of the Company's revenue recognition accounting policies in accordance with Ind AS 115; • Evaluated the design, implementation and tested the operating effectiveness of key controls over revenue recognition; • Performed substantive analytical procedures on revenue which included ratio analysis, product mix analysis, region wise analysis, etc; • Evaluated on a sample basis, the terms and conditions of the contracts, including incoterms to assess the accuracy and completeness of revenue recognised during the year in accordance with Ind AS 115;

Key audit matter	How our audit addressed the key audit matter
revenue is recognised on sale of goods before the control in the goods is transferred and hence, requires significant auditor attention. Revenue is also a key performance indicator of the Company and accordingly, testing occurrence of revenue transactions is a key focus area for our audit. Considering the volume of sales transactions, materiality of amount involved and significant attention required by auditor as mentioned above, revenue recognition has been considered as a key audit matter for the current year audit.	• On a sample basis, tested revenue transactions recorded during the year, and revenue transactions recorded in the specific period before and after year-end, with supporting documents such as invoices, agreements with customers and proof of deliveries, to ensure that the correct amount of revenue is recorded in the correct period; • Performed other substantive audit procedures including obtaining debtor confirmations on a sample basis and reconciling revenue recorded during the year with statutory returns; • Tested manual journal entries impacting revenue including credit notes, claims etc., which were material or irregular in nature with supporting documents and evaluated business rationale thereof; and • Assessed the adequacy and appropriateness of disclosures made in the standalone financial statement in accordance with the requirements of applicable accounting standards.

Key audit matter	How our audit addressed the key audit matter
Impairment assessment of investment in subsidiary Refer Note 4.10 for the accounting policy and Note 7 for disclosures of the accompanying standalone financial statements The Company has investment amounting to ₹ 43,500 lacs in Ester Filmtech limited, wholly owned subsidiary (subsidiary'), which is 33.06 % of total assets as at 31 March 2025. The subsidiary has incurred losses and the carrying value of such investments exceed the net worth of the subsidiary. Considering the existence of aforesaid impairment indicators, the Company has performed impairment assessment on carrying amount of the investment in accordance with Ind AS 36, Impairment of assets ('Ind AS 36'), by estimating the recoverable value with the involvement of a valuation expert engaged by the management. The recoverable value of the investment is determined using discounted cash flow model which requires management to make significant judgement and estimates including estimates around inputs that are not directly observable from market information and certain other unobservable inputs such as projections of future cash flows, long-term growth rates and discount rates used. Changes to these assumptions could lead to material changes in estimated recoverable amount, resulting in impairment.	Our audit procedures included, but were not limited, to the following: • Obtained an understanding of management's process for identification of indicators of impairment and evaluated the design and tested the operating effectiveness of internal controls over such identification and impairment assessment of investment in subsidiary; • Obtained the management's external valuation specialist's report on determination of recoverable value and assessed the competency, objectivity and capabilities of management's expert; • Involved auditor's valuation experts to assess the appropriateness of the valuation methodologies used by the management expert and the key assumptions including long-term growth rates, discount rates amongst others used in computing the recoverable amount; • Obtained management's future cash flow forecasts and tested the mathematical accuracy of the underlying value in use calculations; • Evaluated the reasonableness of future cash flows forecasts used by the management by comparing this with approved business plan, our understanding of the business of the subsidiary, industry benchmarks and data from historic performances;

Key audit matter	How our audit addressed the key audit matter
Considering the materiality of the amounts involved, inherent subjectivity, high estimation uncertainty and significant management judgement and estimations involved, impairment assessment of investment in subsidiary has been considered as a key audit matter for the current year audit.	• Obtained the sensitivity analysis performed by the management in respect of the key assumptions such as discount rate and long-term growth rate and evaluated whether any reasonably foreseeable change in assumptions could lead to impairment or material change in the carrying value; and • Evaluated the appropriateness and adequacy of disclosures made in the standalone financial statements in accordance with the requirements of applicable accounting standards.

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

6. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

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

   When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

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

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

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

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

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

11. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

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

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

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

13. 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.

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

Report on Other Legal and Regulatory Requirements

15. As required by section 197(16) of the Act, based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

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

17. Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements.

    b) Except for the matters stated in paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended)}, 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 standalone financial statements dealt with by this report are in agreement with the books of account;

    d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;

    e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of section 164(2) of the Act;

    f) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 17(b) above on reporting under section 143(3)(b) of the Act and paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

    g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2025 and the operating effectiveness of such controls, refer to our separate report in Annexure B wherein we have expressed an unmodified opinion; and

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

i. The Company, as detailed in note 38 to the standalone financial statements, has disclosed the impact of pending litigation(s) on its financial position as at 31 March 2025;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2025;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2025;

iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 46(g) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the 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 ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 46(h) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. As stated in note 48 to the accompanying standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year ended 31 March 2025 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. As stated in Note 45 to the standalone financial statements and based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2024, has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software except that, the audit trail feature was not enabled at the database level for accounting software to log any direct data changes, used for maintenance of all accounting records by the Company. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where such feature is enabled. Furthermore, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Sd/-
Sandeep Mehta
Partner
Membership No.: 099410
UDIN: 25099410BMTCXR5847

Place: New Delhi
Date: 21 May 2025

Annexure A referred to in paragraph 16 of the Independent Auditor's Report of even date to the members of Ester Industries Limited on the standalone financial statements for the year ended 31 March 2025

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a regular programme of physical verification of its property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets under which the assets are physically verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets were verified during the year and no material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in Note 6A to the standalone financial statements, are held in the name of the Company. For title deeds of immovable properties in the nature of land situated at Sohan nagar, P.O. Charubeta, Khatima, Distt. Udham Singh nagar, Uttarakhand and at Plot No.11, Block A, Sector 33 & 34, Gurgaon -122001 with gross carrying values of ₹ 547.85 lacs and ₹ 1,426.51 lacs as at 31 March 2025, which have been mortgaged as security for loans or borrowings taken by the Company, confirmations with respect to title of the Company have been directly obtained by us from the respective lenders.

Further, for properties where the Company is a lessee and the lease agreements are duly executed in favour of the lessee.

(d) The Company has not revalued its property, plant and equipment including right-of-use assets or intangible assets during the year.

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

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for goods-in-transit. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed as compared to book records and in respect of goods-in-transit, these have been confirmed from corresponding receipt.

(b) As disclosed in Note 19 to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of Rs. 5 crores by banks based on the security of current assets. The quarterly statements, in respect of the working capital limits have been filed by the Company with such banks and such statements are in agreement with the books of account of the Company for the respective periods, which were subject to review.

(iii) The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans to companies, firms, limited liability partnerships during the year. Further, the Company has made investment in companies during the year, in respect of which:

(a) The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, or guarantee, or security to any other entity during the year. Accordingly, reporting under clauses 3(iii)(a) of the Order is not applicable to the Company

(b) The Company has not provided any guarantee or given any security or granted any loans or advances in the nature of loans during the year. However, the Company has made investment in two entities amounting to Rs. 7,900 lacs (year-end balance Rs. 45,200 lacs) and in our opinion, and according to the information and explanations given to us, such investments made are, prima facie, not prejudicial to the interest of the Company.

(c) The Company does not have any outstanding loans and advances in the nature of loans at the beginning of the current year nor has granted any loans or advances in the nature of loans during the year. Accordingly, reporting under clauses 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order is not applicable to the Company.

(iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Act in respect of investments made, as applicable. Further, the Company has not entered into any transaction covered under section 185 and section 186 of the Act in respect of loans granted, guarantees and security provided by it.

(v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act in respect of the products of the Company. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) In our opinion and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, we report that there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

Name of the statute	Nature of dues	Gross Amount (₹ in lacs)	Amount paid under protest (₹ in lacs)	Period to which the amount relates	Forum where dispute is pending
Central Excise Act, 1944	Excise Duty	197.66	Nil	FY 1998-99 FY 1990-91 FY 1991-92	Commissioner (Appeals), Central excise, Ghaziabad, UP
Central Excise Act, 1944	Excise Duty	16.04	Nil	FY 1987-88 FY 1988-99 FY 1994-95	Assistant Commissioner, Central excise, Rampur
Central Excise Act, 1944	Excise Duty	18.81	Nil	FY 1987-98 FY 1992-93 FY 1993-94	Commissioner, Central excise, Meerut, UP
Central Excise Act, 1944	Excise Duty	12.95	5.23	FY 1991-92 to FY 1992-93	Joint Commissioner, Meerut II, UP
Central Excise Act, 1944	Excise Duty	5.59	Nil	FY 2009-10	Commissioner (Appeals), Central excise, Rampur, UP
Central Excise Act, 1944	Excise Duty	6.95	3.95	FY 1994-95	Commissioner (Appeals), Noida, UP
Central Excise Act, 1944	Excise Duty	476.73	Nil	March 1997 to March 1998	Appellate Tribunal, New Delhi
Finance Act, 1994	Service Tax	30.78	8.0	FY 2016-17 to FY 2018-19	Superintendent CGST, Khatima, Uttrakhand
Finance Act, 1994	Service Tax	13.53	Nil	FY 2011-12	Assistant Commissioner, Central excise, Rampur, UP

Name of the statute	Nature of dues	Gross Amount (₹ in lacs)	Amount paid under protest (₹ in lacs)	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service Tax	123.3	Nil	FY 2010-11 to FY 2014-15	Superintendent Adjudication, Meerut II
The Customs Act, 1962	Custom Duty	14.65	Nil	FY 1997-98 to FY 1998-99	Additional Commissioner Customs (DeeC), Mumbai
The Customs Act, 1962	Custom Duty	43.05	Nil	FY 1998-99	Commissioner of Customs, Mumbai
Goods & Services Tax, 2017	GST	2.41	2.41	FY 2018-19	Asstt. Comm., Trade Tax Mobile Squad, Moradabad, U.P.
Goods & Services Tax, 2017	GST	242.69	46.86	FY 2017-18 to FY 2018-19; FY 2023-24	Joint Commissioner (Appeals), Haldwani, Uttarakhand
Goods & Services Tax, 2017	GST	17.52	1.56	FY 2018-19	Deputy Commissioner (Audit)-I, State Tax, Rudrapur (Adjudication Officer)
Goods & Services Tax, 2017	GST	16.02	16.02	FY 2024-25	Joint Commissioner (Appeals), Haldwani, Uttarakhand
Goods & Services Tax, 2017	GST	8.97	8.97	FY 2024-25	Appeal yet to be filled.
IncomeTax Act, 1961	Income Tax	18.0	Nil	AY 1993-94 to AY 1995-96	Income Tax-Assessing officer & Commissioner of Income Tax (Appeals) Delhi

(viii) According to the information and explanations given to us, we report that no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.

(ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us including confirmations received from banks/ financial institution and representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.

(e) In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and joint venture company.

(f) In our opinion and according to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries and joint venture company.

(x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has made preferential allotment of Fully convertible share warrants. In our opinion and according to the information and explanations given to us, the Company has complied with the requirements of section 42 and section 62 of the Act and the rules framed thereunder with respect to the same. Further, the amounts so raised were used for the purposes for which the funds were raised, though surplus funds which were not required for immediate utilisation have been invested in readily realisable liquid investments.

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the period covered by our audit.

(b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

(xiv) (a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system which is commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.

(b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit

(xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b), (c) and (d) of the Order are not applicable to the Company.

(xvii) The Company has not incurred cash losses in the current financial year but had incurred cash losses amounting to Rs. 1,642.61 lacs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the standalone financial statements, our knowledge of the plans of the Board of Directors and management 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. 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) In our opinion and according to the information and explanations given to us, there are no unspent amounts towards Corporate SocialResponsibility pertaining to other than ongoing projects as at end of the current financial year. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has transferred the remaining unspent amounts towards Corporate Social Responsibility (CSR) under sub- section (5) of section 135 of the Act, in respect of ongoing project, within a period of 30 days from the end of financial year to a special account in compliance with the provision of sub-section (6) of section 135 of the Act.

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

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Sd/-
Sandeep Mehta
Partner
Membership No.: 099410
UDIN: 25099410BMTCXR5847

Place: New Delhi
Date: 21 May 2025

Annexure B

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of Ester Industries Limited ('the Company') as at and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

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

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. 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 were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to standalone financial statements 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 Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Sd/-
Sandeep Mehta
Partner
Membership No.: 099410
UDIN: 25099410BMTCXR5847

Place: New Delhi
Date: 21 May 2025

STANDALONE BALANCE SHEET as at 31 March 2025

(All amounts are ₹ in lacs, unless otherwise stated)

(₹ in lacs)

	Notes	As at 31 March 2025	As at 31 March 2024
ASSETS			
Non-current assets			
Property, Plant and Equipment	6A	40,575.21	39,564.48
Right of use asset	6B	56.09	56.85
Capital work-in-progress	6C	3,890.85	8,173.47
Intangible assets	6A	7.01	32.04
Financial Assets			
Investments	7A	45,200.00	37,300.00
Loans	8A	23.73	45.33
Other financial assets	9A	870.77	870.13
Income tax assets	24A	106.51	406.11
Other non-current assets	10	1,007.66	792.46
Total non-current assets		**91,737.83**	**87,240.87**
Current assets			
Inventories	11	12,930.76	11,279.53
Financial Assets			
Investments	7B	5,801.28	6,927.03
Trade receivables	12	13,296.50	10,823.14
Cash and cash equivalents	13	2,254.37	9,996.11
Bank balances other than cash and cash equivalents	14	3,329.62	608.21
Loans	8B	48.27	33.95
Other financial assets	9B	179.83	56.40
Other current assets	15	1,991.71	2,204.70
Total current assets		**39,832.34**	**41,929.07**
Total Assets		**1,31,570.17**	**1,29,169.94**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	4,702.09	4,697.70
Other equity	17	86,098.42	77,925.67
Total equity		**90,800.51**	**82,623.37**
Liabilities			
Non-current liabilities			
Financial Liabilities			
Borrowings	18A	14,410.81	13,011.59
Lease liability	39	1.25	1.25
Provisions	19A	972.92	955.76
Deferred tax liabilities (net)	20	2,468.09	1,626.56
Other non-current liabilities	21A	1,422.50	1,619.94
Total non-current liabilities		**19,275.57**	**17,215.10**
Current liabilities			
Financial Liabilities			
Borrowings	18B	15,619.79	23,677.56
Trade Payables :			
a) total outstanding dues of micro enterprises and small enterprises	22	701.46	466.73
b) total outstanding dues of creditors other than micro enterprises and small enterprises		2,669.22	3,158.74
Other financial liabilities	23	1,393.05	801.27
Other current liabilities	21B	538.89	546.32
Provisions	19B	451.22	419.06
Income tax liabilities	24B	120.46	261.79
Total current liabilities		**21,494.09**	**29,331.47**
Total Equity and Liabilities		**1,31,570.17**	**1,29,169.94**

Material accounting policy information 1-5

The accompanying notes are integral part of the standalone financial statements.

This is the Balance Sheet referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Sd/-
Sandeep Mehta
Partner
Membership No.099410

Place: New Delhi
Date: 21 May 2025

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

Sd/-	Sd/-	Sd/-	Sd/-
Arvind Singhania Chairman & CEO DIN: 00934017	Pradeep Kumar Rustagi Executive Director - Corporate Affairs DIN: 00879345	Sourabh Agarwal Chief Financial Officer	Poornima Gupta Company Secretary Membership No.A49876
Place: New Delhi Date: 21 May 2025	Place: New Delhi Date: 21 May 2025	Place: New Delhi Date: 21 May 2025	Place: New Delhi Date: 21 May 2025

STANDALONE STATEMENT OF PROFIT AND LOSS for the period ended 31 March 2025

(All amounts are ₹ in lacs, unless otherwise stated)

(₹ in lacs)

	Notes	For the year ended 31 March 2025	For the year ended 31 March 2024
Income			
Revenue from operations	25 and 41	1,07,046.22	85,538.87
Other income	26	1,447.15	2,626.71
Total Income		**1,08,493.37**	**88,165.58**
Expenses			
Cost of materials consumed	27 A	69,013.33	60,502.91
Changes in inventories of finished goods and work-in-progress	27 B	(270.06)	(1,015.40)
Employee benefits expense	28 and 40	6,048.92	5,480.00
Finance costs	29	3,567.86	3,733.01
Depreciation and amortisation expenses	6A and 6B	4,337.90	4,279.65
Other expenses	30	20,331.32	20,914.23
Total expenses		**1,03,029.27**	**93,894.40**
Profit/(loss) before tax		**5,464.10**	**(5,728.82)**
Tax expense	**31**		
Current tax		442.26	-
Tax earlier years		-	(8.20)
Deferred tax		968.55	(1,387.19)
Total tax expenses		**1,410.81**	**(1,395.39)**
Profit/ (loss) after tax		**4,053.29**	**(4,333.43)**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurement loss on defined benefit plans	40	(68.28)	(100.99)
Income tax effect on items that will not be reclassified to profit and loss		17.63	24.44
Items that will be reclassified to profit or loss			
Effective portion of loss on hedging instruments in cash flow hedge		(423.64)	-
Income tax effect on items that will be reclassified to profit and loss		109.38	-
Total other comprehensive loss for the year		(364.91)	(76.55)
Total comprehensive income		**3,688.38**	**(4,409.98)**
Earnings per equity share			
Basic EPS (₹)	32	4.31	(5.19)
Diluted EPS (₹)		4.31	(5.19)

Material accounting policy information 1-5

The accompanying notes are integral part of the standalone financial statements.

This is the statement of profit and loss referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

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

Sd/-
Sandeep Mehta
Partner
Membership No.099410

Place: New Delhi
Date: 21 May 2025

Sd/-
Arvind Singhania
Chairman & CEO
DIN: 00934017

Place: New Delhi
Date: 21 May 2025

Sd/-
Pradeep Kumar Rustagi
Executive Director - Corporate Affairs
DIN: 00879345

Place: New Delhi
Date: 21 May 2025

Sd/-
Sourabh Agarwal
Chief Financial Officer

Place: New Delhi
Date: 21 May 2025

Sd/-
Poornima Gupta
Company Secretary
Membership No.A49876

Place: New Delhi
Date: 21 May 2025

STANDALONE STATEMENT OF CASH FLOWS for the period ended 31 March 2025

(All amounts are ₹ in lacs, unless otherwise stated)

(₹ in lacs)

	Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
A	**Cash flows from operating activities**		
	Profit / (loss) before tax	5,464.10	(5,728.82)
	Adjustments for:		
	Depreciation and amortisation expenses	4,337.90	4,279.65
	Share based payment expense	21.49	32.81
	Loss on sale of Property, Plant and Equipment (net)	42.22	89.09
	Finance costs	3,155.73	3,383.24
	Interest income on financials assets measured at amortised cost	(600.11)	(312.14)
	Unrealised foreign exchange gain (net)	77.18	(24.99)
	Bad debts, advances and irrecoverable balances written off	13.17	48.49
	Profit on sale of investments (net)	(130.30)	(1,225.33)
	Cash flow hedge gain reclassified from OCI	79.78	-
	Mark to market loss on derivative contracts	129.90	8.46
	Provisions/liabilities no longer required written back	(52.32)	(18.88)
	Income recognised on account of government assistance	(225.09)	(236.51)
	Allowance for expected credit loss and advances	27.00	8.64
	Gain on fair valuation of financial assets	(76.24)	(211.19)
	Provision for obsolete inventories	2.26	49.63
	Operating profit before working capital changes and other adjustments:	**12,266.67**	**142.15**
	Working capital changes and other adjustments:		
	Decrease in current and non-current loans	7.28	9.54
	Decrease in other non-current and current assets	222.42	1,024.63
	Decrease/ (increase) in inventories	(1,653.49)	2,440.37
	Increase/ (decrease) in other financial and non-financial liabilities	253.85	(636.40)
	Increase/ (decrease) in provisions	(18.96)	51.56
	Decrease/ (increase) in other non-current and current financial assets	(90.91)	25.04
	Decrease/ (increase) in trade receivables	(2,593.31)	2,818.87
	Increase/ (decrease) in trade payables	(152.33)	864.15
	Cash flow from operating activities post working capital changes	**8,241.22**	**6,739.91**
	Income tax paid (net of refunds)	(284.00)	(183.34)
	Net cash flow from operating activities (A)	**7,957.22**	**6,556.57**
B	**Cash flows from investing activities**		
	Purchase of Property, Plant and Equipment (including capital work-in-progress and intangible assets)	(1,594.62)	(5,691.95)
	Proceeds from sale of Property, Plant and Equipment	126.71	73.42
	Proceeds/ (investment) from bank deposits (net)	(2,405.63)	1,831.18
	Investment in joint venture	(1,700.00)	-
	(Investment)/proceeds from pledged deposits	(332.64)	72.29
	Interest received	537.16	444.25
	Investment in subsidiary	(6,200.00)	(10,300.00)
	Investment in mutual funds and commercial papers	(7,323.61)	(3,141.86)
	Proceeds from sales of investment in mutual funds and commercial papers	8,604.24	13,042.47
	Net cash used in investing activities (B)	**(10,288.39)**	**(3,670.20)**
C	**Cash flows from financing activities**		
	Proceeds from long-term borrowings	11,274.62	2,638.00
	Proceeds from issue of share capital	92.27	9,990.00
	Proceeds from share warrants	4,375.00	-
	Repayment of long-term borrowings	(13,020.30)	(7,619.95)
	Share issue expenses	-	(13.57)
	Cash payment for interest portion of lease liabilities	(0.15)	(0.15)
	Proceeds/(repayments) from short-term borrowings (net)	(4,994.43)	3,029.68
	Finance cost paid	(3,137.58)	(3,332.27)
	Dividend paid	-	(416.97)
	Net cash flow in financing activities (C)	**(5,410.57)**	**4,274.77**

D	Net increase in cash and cash equivalents (A+B+C)	(7,741.74)	7,161.14
E	Cash and cash equivalents at the beginning of the year (refer note no.13)	9,996.11	2,834.97
F	**Cash and cash equivalents at the end of the year (D+E) (refer note no.13)**	**2,254.37**	**9,996.11**
	Reconciliation of cash and cash equivalents as per cash flow statement		
	Cash in hand	2.93	2.83
	Balances with banks:		
	In current accounts	82.81	2.03
	Bank deposits with original maturity upto 3 months	2,168.63	9,991.25
	Total of cash and cash equivalents	**2,254.37**	**9,996.11**

Refer note 18 for change in liabilities arising from financing activities.

This is the cash flow statement referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

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

Sd/-
Sandeep Mehta
Partner
Membership No.099410

Place: New Delhi
Date: 21 May 2025

Sd/-
Arvind Singhania
Chairman & CEO
DIN: 00934017

Place: New Delhi
Date: 21 May 2025

Sd/-
Pradeep Kumar Rustagi
Executive Director - Corporate Affairs
DIN: 00879345

Place: New Delhi
Date: 21 May 2025

Sd/-
Sourabh Agarwal
Chief Financial Officer

Place: New Delhi
Date: 21 May 2025

Sd/-
Poornima Gupta
Company Secretary
Membership No.A49876

Place: New Delhi
Date: 21 May 2025

STANDALONE STATEMENT OF CHANGES IN EQUITY as at 31 March 2025

(All amounts are ₹ in lacs, unless otherwise stated)

Equity share capital (₹ in lacs)

Particulars	Opening balance as at 01 April 2023	Changes in equity share capital during the year	Balance as at 31 March 2024	Changes in equity share capital during the year	Balance as at 31 March 2025
Equity share capital	4,169.69	528.01	4,697.70	4.39	4,702.09

Other equity (₹ in lacs)

Particulars	Reserves and surplus						Items of OCI	Money received against share warrants (refer note 17)	Total
	Securities Premium	Capital Reserve	Capital Redemption Reserve	General Reserve	Share options outstanding account	Retained earnings	Effective portions of cash flow hedge		
Balance as at 31 March 2023	**6,121.01**	**3,520.74**	**335.37**	**1,528.16**	**109.83**	**61,656.27**	-	-	**73,271.38**
Loss for the year	-	-	-	-	-	(4,333.43)	-	-	**(4,333.43)**
Other comprehensive income									
Re-measurement losses on defined benefit plans (net of tax)	-	-	-	-	-	(76.55)	-	-	**(76.55)**
Share based payment expense (refer note 42)	-	-	-	-	32.81	-	-	-	**32.81**
Transactions with owners									
Dividend paid	-	-	-	-	-	(416.97)	-	-	**(416.97)**
Addition during the year	9,462.00	-	-	-	-	-	-	-	**9,462.00**
Share issue expenses	(13.57)								**(13.57)**
Balance as at 31 March 2024	**15,569.44**	**3,520.74**	**335.37**	**1,528.16**	**142.64**	**56,829.32**	-	-	**77,925.67**
Profit for the year	-	-	-	-	-	4,053.29	-	-	**4,053.29**
Other comprehensive income									
Re-measurement losses on defined benefit plans (net of tax)	-	-	-	-	-	(50.65)	-	-	**(50.65)**
Effective portion of (loss)/gain on hedging instruments in cash flow hedge (net of tax)	-	-	-	-	-	-	(314.27)	-	**(314.27)**
Share based payment expense (refer note 42)	-	-	-	-	21.50	-	-	-	**21.50**
Exercise of Employee stock option	142.49	-	-	-	(54.61)	-	-	-	**87.88**
On account of lapse of Employee stock option	-	-	-	32.03	(32.03)	-	-	-	-
Money received against share warrants	-	-	-	-	-	-	-	4,375.00	**4,375.00**
Balance as at 31 March 2025	**15,711.94**	**3,520.74**	**335.37**	**1,560.19**	**77.50**	**60,831.96**	**(314.27)**	**4,375.00**	**86,098.42**

This is the statement of change in equity referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Sd/-
Sandeep Mehta
Partner
Membership No.099410

Place: New Delhi
Date: 21 May 2025

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

Sd/-
Arvind Singhania
Chairman & CEO
DIN: 00934017
Place: New Delhi
Date: 21 May 2025

Sd/-
Pradeep Kumar Rustagi
Executive Director - Corporate Affairs
DIN: 00879345
Place: New Delhi
Date: 21 May 2025

Sd/-
Sourabh Agarwal
Chief Financial Officer
Place: New Delhi
Date: 21 May 2025

Sd/-
Poornima Gupta
Company Secretary
Membership No.A49876
Place: New Delhi
Date: 21 May 2025

for the year ended 31 March 2025

(All amounts are ₹ in lacs, unless otherwise stated)

1. **Nature of operations**

Ester Industries Limited ('the Company') is a manufacturer of polyester film and Specialty Polymer. The Company is domiciled in India and its registered office is situated at Pilibhit Road, Sohan Nagar PO – Charubeta, Khatima District – Udham Singh Nagar, Uttarakhand – 262308.

2. **General information and compliance with Ind AS**

These financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act. The Company has uniformly applied the accounting policies for the periods presented. The Company is listed on the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE).

The financial statements for the year ended 31 March 2025 along with the comparative financial information were authorized and approved for issue by the Board of Directors on 21 May 2025. The revision to the financial statements is permitted by the Board of Directors after obtaining necessary approvals or at the instance of regulatory authorities as per provisions of the Act.

3. **Basis of Preparation**

The financial statements have been prepared on going concern basis in accordance with generally accepted accounting principles in India. Further, the financial statements have been prepared on a historical cost basis except for following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value as explained in relevant accounting policies.
Net defined benefits (assets)/liability	Fair value of plan assets less present value of defined benefits obligations.
Share based payment	Fair value as explainedin relevant accounting policies.

4. **Summary of material accounting policies**

The financial statements have been prepared using the material accounting policies and measurement basis summarised below. These were used throughout all periods presented in the financial statements.

4.1 Current versus non-current classification

All assets and liabilities are classified into current and non-current.

Assets

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

- it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realised within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current

Liabilities

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

- it is expected to be settled in the Company's normal operating cycle;
- stit is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting period; or

- The Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include the current portion of non current financial liabilities. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating cycle

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Based on the nature of operations and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the company has ascertained its operating cycle being a period of 12 months for the purpose of classification of assets and liabilities as current and non- current.

4.2 Property, plant and equipment (PPE) and capital work in progress

Recognition and initial measurement

Property plant and equipment, capital work in progress are stated at their cost of acquisition. The cost comprises purchase price and directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories

Subsequent measurement (depreciation and useful lives)

Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at, based on the useful life estimated by the management. The identified components are depreciated separately over their respective useful life; the remaining components are depreciated over the life of the principal asset. The Company has used the following useful lives to provide depreciation on its property, plant and equipment.

Asset class	Useful life
Factory buildings*	2 to 51 years
Administrative buildings*	5 to 58 years
Plant and equipment*	3 to 60 years
Furniture and fixtures*	5 to 20 years
A.C. and Refrigeration	3 to 20 years
Office equipment*	2 to 14 years
Computers*	3 to 6 years
Vehicles	5 to 8 years

Depreciation on the amount of additions made to fixed assets due to upgradations / improvements is provided over the remaining useful life of the asset to which it relates. Depreciation on fixed assets added/disposed off during the year is provided on a pro-rata basis to the date, the asset is retired from active use.

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

*For these class of assets, based on detailed technical assessment, the management believes that the useful life as given above best represents the period over which management expects to use these assets. Hence, the useful life for these assets is different from the useful life as prescribed under Part C of Schedule II of the Companies Act, 2013.

De-recognition

An item of property, plant and equipment and any significant component initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset/significant component (calculated as the difference between the net disposal proceeds and the carrying amount of the asset/significant component) is recognised in statement of profit and loss, when the asset is derecognised.

4.3 Intangible assets

Recognition and initial measurement

Intangible assets (softwares and patents) are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent measurement (amortisation)

Software's are amortized on a straight-line basis over its useful life, which is considered to be of a period of three years.

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

The amortisation expense on intangible assets with finite life is recognised in the statement of profit and loss under the head Depreciation and amortisation expense.

De-recognition

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal.

4.4 Inventories

Inventories are valued as follows:

Raw materials, components and stores and spares

Raw materials, components, stores and spares are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on a moving weighted average basis. Stores and spares which do not meet the definition of property, plant and equipment are accounted as inventories.

Work-in-progress and finished goods

Work-in-progress and finished goods is measured at lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost is determined on moving weighted average basis.

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

Provision for obsolescence and slow moving inventory is made based on management's best estimates of net realisable value of such inventories.

4.5 Revenue recognition

4.5.1: Revenue from contracts with customers

Revenue arises mainly from the sale of manufactured goods. To determine whether to recognise revenue, the Company follows a 5-step process:

1) Identifying the contract with a customer
2) Identifying the performance obligations
3) Determining the transaction price
4) Allocating the transaction price to the performance obligations
5) Recognising revenue when/as performance obligation(s) are satisfied.

Revenue is measured at transaction price (net of variable consideration), which is the consideration, net of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as goods and services tax (GST). In case of multi-element revenue arrangements, which involve delivery or performance of multiple products, services, evaluation will be done of all deliverables in an arrangement to determine whether they represent separate units of accounting at the inception of arrangement. Total arrangement consideration related to the bundled contract is allocated among the different elements based on their relative fair values (i.e., ratio of the fair value of each element to the aggregated fair value of the bundled deliverables). In case the relative fair value of different components cannot be determined on a reasonable basis, the total consideration is allocated to the different components based on residual value method. The Company applies the revenue recognition criteria to each separately identifiable component of the revenue transaction as set out below.

Advance from customers ("contract liability") is recognised when the Company has received consideration from the customer before it delivers the goods.

Sale of goods

Revenue from sale of goods is recognized when control over ownership of the goods have been passed to the buyer. The performance obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms. The Company collects GST on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

Export benefits

Export benefits constituting duty draw back, merchandise export from India scheme and advance license scheme are accounted for on accrual basis when there is reasonable assurance that the Company will comply with the conditions attached to them and the export benefits will be received. Export benefits under duty draw back and merchandise export from India scheme are considered as other operating income.

4.5.2: Other income

Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to the purchase of property, plant and equipment are recognised as deferred income and are credited to statement of profit and loss based on the conditions for which the grant was obtained and presented within other income.

Interest

Interest income is recorded on accrual basis using the effective interest rate (EIR) method.

Insurance claims income

Claims receivable on account of insurance are accounted for to the extent the Company is reasonably certain of their ultimate collection.

4.6 Leases

The Company as a lessee

The Company's leased assets primarily consists of lease for land and building, including warehouses and related facilities. The Company assesses whether a contract contains a lease, at inception of a contract. 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. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized 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. They are 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.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis except where scheduled increase in rent compensate the lessor for expected inflationary costs.

4.7 Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. While the Standard requires the estimation of the discount rate on a pre-tax basis, in theory the discounting post-tax cash flows on post-tax discount rate and discounting pre-tax cash flows on pre-tax discount rates should yield the same results. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year. Impairment losses are recognized in the statement of profit and loss.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss.

4.8 Foreign currency

Functional and presentation currency

The financial statements are presented in Indian Rupee ('₹') which is also the functional and presentation currency of the Company.

Initial recognition

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transaction.

Exchange difference

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

4.9 Financial instruments

Initial recognition and measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument. Financial assets (except for trade receivables) and financial liabilities are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Trade receivables are initially measured at the transaction price. Subsequent measurement of financial assets and financial liabilities is described below.

Non-derivative financial assets

i. **Financial assets carried at amortised cost** – A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

ii. **Investments in equity instruments of subsidiary**– Investments in equity instruments of subsidiary are accounted for at cost in accordance with Ind AS 27 Separate Financial Statements. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and carrying amounts are recognised in the Statement of Profit and Loss.

iii. **Investments in equity instruments of joint venture** – Investments in equity instruments of joint venture are accounted for at cost in accordance with Ind AS 27 Separate Financial Statements. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in joint venture, the difference between net disposal proceeds and carrying amounts are recognised in the Statement of Profit and Loss.

iv. **Investments in other equity instruments** – Investments in equity instruments which are held for trading are classified s at fair value through profit or loss (FVTPL). For all other equity instruments, the Company makes an irrevocable choice upon initial recognition, on an instrument by instrument basis, to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL). Amounts presented in other comprehensive income are not subsequently transferred to profit or loss. However, the Company transfers the cumulative gain or loss within equity. Dividends on such investments are recognized in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.

v. **Investments in mutual funds** - The Company has measured its investment in mutual fund at FVTPL in its financial statements. Profit or loss on fair value of mutual fund is recognised in statement of profit and loss.

De-recognition of financial assets

A financial asset is primarily de-recognised when the contractual rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

Non-derivative financial liabilities

Subsequent measurement

Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortised cost using the effective interest method.

De-recognition of financial liabilities

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

Derivative financial instruments and hedge accounting

The Company uses derivative financial instruments such as interest rate swaps to hedge its variable interest rate risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value at the end of each reporting period. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to profit or loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

For the purpose of hedge accounting, hedges are classified as:

- Fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment.
- Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging/economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated

Hedges that meet the strict criteria for hedge accounting are accounted for, as described below:

i. Fair value hedges: Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in statement of profit and loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

ii. Cash flow hedges: The effective portion of changes in the fair value of the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any ineffective portion is recognised immediately in statement of profit and loss.

The Company has entered into certain forward (derivative) contracts to hedge risks which are not designated as hedges. These derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. Any profit or loss arising on cancellation or renewal of such derivative contract is recognised as income or as expense in statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

4.10 Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets. The Company assesses on forward looking basis the expected credit losses associated with its assets and impairment methodology applied depends on whether there has been a significant increase in credit risk. An impairment loss is recognised based on the 12 months probability of default or life time probability of default and the expected loss good default estimated for each financial asset.

Trade receivables

In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

Other financial assets

In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

4.11 Income taxes

Tax expense recognized in statement of profit and loss comprises the sum of deferred tax and current tax except the ones recognized in other comprehensive income or directly in equity.

Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity).

The Company offsets current tax assets and current tax liabilities; deferred tax assets and deferred tax liabilities; where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

4.12 Cash and cash equivalents

Cash and cash equivalents include cash in hand, balance with banks in current in current accounts and other short term highly liquid investments with original maturity of three months and less.

4.13 Employee benefits

Provident fund

Contribution towards provident fund for certain employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as defined contribution plan as the Company does not carry any further obligations, apart from the contributions made on a monthly basis. In addition, for other employees, the provident fund trust set-up by the Company is treated as a defined benefit plan to the extent the Company has to meet the interest shortfall, if any. Accordingly, the contribution paid or payable and the interest shortfall, if any is recognized as an expense in the period in which services are rendered by the employee.

Gratuity

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of the defined benefit/obligation at the balance sheet date, together with adjustments for unrecognized actuarial gains or losses and past service costs. The defined benefit/obligation is calculated at or near the balance sheet date by an independent actuary using the projected unit credit method. This is based on standard rates of inflation, salary growth rate and mortality. Discount factors are determined close to each year-end by reference to market yields on government bonds that have terms to maturity approximating the terms of the related liability. Service cost on the Company's defined benefit plan is included in employee benefits expense. Net interest expense on the net defined benefit liability is included in finance costs. Actuarial gains/losses resulting from re-measurements of the liability are included in other comprehensive income.

Compensated absences

The Company also provides benefit of compensated absences to its employees which are in the nature of long -term employee benefit plan. Liability in respect of compensated absences becoming due and expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method as on the reporting date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recorded in the statement of profit and loss in the year in which such gains or losses arise.

Superannuation fund

Contribution made towards superannuation fund (funded by payments to Life Insurance Corporation of India) is charged to statement of profit and loss on accrual basis.

Short-term employee benefits

Short-term employee benefits comprise of employee costs such as salaries, bonus etc. is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

4.14 Provisions

Provisions are recognized when the Company has a present obligation as a result of past events, for which it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. Provisions required to settle are reviewed regularly and are adjusted where necessary to reflect the current best estimates of the obligation. Provisions are discounted to their present values, where the time value of money is material.

4.15 Contingent liabilities and contingent assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent assets are neither recognized nor disclosed. However, when realization of income is virtually certain, related asset is recognized.

4.16 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue, right issue and share split transaction.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

4.17 Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker is considered to be the Board of Directors who makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments.

The Company's operating businesses are organized and managed separately according to the nature of products, with each segment representing a strategic business unit that offers different products and serves different markets. The identified segments are Manufacturing and Sale of Polyester film and Engineering plastics.

Inter segment transfers

Inter segment transfers of goods, as marketable products produced by separate segments of the Company for captive consumption, are not accounted for in the books of account of the Company. For the purpose of segment disclosures, however, inter segment transfers have been taken at cost.

Allocation of common costs

Common allocable costs are allocated to each segment on a logical and reasonable basis.

Unallocated items

Corporate income and expense are considered as a part of un-allocable income and expense, which are not identifiable to any business segment.

4.18 Significant management judgement and estimates

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the related disclosures.

Significant management judgements

Recognition of deferred tax assets – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized.

Evaluation of indicators for impairment of assets – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

Contingent liabilities – At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Company assesses the requirement of provisions against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgement.

Significant estimates

Government grants – Grants receivables are based on estimates for utilisation of grant as per the regulations as well as analysing actual outcomes on a regular basis and compliance with stipulated conditions. Changes in estimates or non-compliance of stipulated conditions could lead to significant changes in grant income and are accounted prospectively over the balance life of asset.

Defined benefit obligation (DBO) – Management's estimate of the DBO is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Useful lives of depreciable/amortisable assets – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utilisation of assets.

Allowance for expected credit losses – The allowance for doubtful debts reflects management's estimate of losses inherent in its credit portfolio. This allowance is based on Company's estimate of the losses to be incurred, which derives from past experience with similar receivables, current and historical past due amounts, write-offs and collections, the careful monitoring of portfolio credit quality and current and projected economic and market conditions. Should the present economic and financial situation persist or even worsen, there could be a further deterioration in the financial situation of the Company's debtors compared to that already taken into consideration in calculating the allowances recognised in the financial statements.

Allowance for obsolete and slow-moving inventory - The allowance for obsolete and slow-moving inventory reflects management's estimate of the expected loss in value and has been determined on the basis of past experience and historical and expected future trends in the market. A worsening of the economic and financial situation could cause a further deterioration in conditions compared to that taken into consideration in calculating the allowances recognized in the financial statements.

Provisions – At each balance sheet date basis management estimate, changes in facts and legal aspects, the Company assesses the requirement of provisions against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgement.

Impairment of non-financial assets - If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

4.19 Share based payment

Employees of the Company receive remuneration in the form of share-based payments in consideration of the services rendered (equity settled transactions).

Under the equity settled share-based payment, the fair value on the grant date of the Options given to employees is recognised as 'employee benefit expense' with a corresponding increase in equity over the vesting period. The fair value of the options on the grant date is calculated using an appropriate valuation model.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity. An additional expense is recognised for any modification that increases the total fair value of the shares-based payments transactions, or is otherwise beneficial to the employee as measured at the date of modification.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share. When the options are exercised, the Company issues fresh equity shares.

5. Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. 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.

Further MCA has notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, with respect to lack of exchangeability and this will be applicable to the Company for reporting periods beginning on or after 1 April 2025.

6A. Property, Plant and Equipment and Intangible Assets (₹ in lacs)

Particulars	Property, Plant and Equipment							Intangible assets	
	Land-freehold	Building	Vehicles	Office equipments	Furniture and fixtures	Plant and equipment	Total	Software	Total
Gross carrying amount									
As at 31 March 2023	**1,974.37**	**6,350.70**	**733.62**	**359.89**	**421.84**	**45,586.36**	**55,426.78**	**339.00**	**339.00**
Additions	-	506.69	176.63	40.21	10.03	6,229.78	**6,963.34**	1.44	**1.44**
Disposal/adjustments	-	(68.56)	(64.12)	(151.18)	-	(684.83)	**(968.69)**	(40.49)	**(40.49)**
As at 31 March 2024	**1,974.37**	**6,788.83**	**846.13**	**248.92**	**431.87**	**51,131.31**	**61,421.43**	**299.95**	**299.95**
Additions	-	44.91	248.84	70.98	6.11	5,094.58	**5,465.42**	1.70	**1.70**
Disposal/adjustments	-	-	(76.33)	(12.20)	(25.44)	(341.59)	**(455.56)**	-	-
As at 31 March 2025	**1,974.37**	**6,833.74**	**1,018.64**	**307.70**	**412.54**	**55,884.30**	**66,431.29**	**301.65**	**301.65**
Accumulated depreciation and amortisation	-	-	-	-	-	-	-	-	-
As at 31 March 2023	-	**1,361.90**	**93.39**	**126.51**	**156.01**	**16,680.64**	**18,418.45**	**274.20**	**274.20**
Depreciation and amortisation charge for the year	-	230.74	134.82	49.66	38.29	3,791.34	**4,244.85**	34.04	**34.04**
Disposal/adjustments	-	(64.34)	(46.20)	(142.22)	-	(553.59)	**(806.35)**	(40.33)	**(40.33)**
As at 31 March 2024	-	**1,528.30**	**182.01**	**33.95**	**194.30**	**19,918.39**	**21,856.95**	**267.91**	**267.91**
Depreciation and amortisation charge for the year	-	240.26	135.25	53.23	37.82	3,843.83	**4,310.41**	26.73	**26.73**
Disposal/adjustments	-	-	(26.22)	(9.00)	(18.88)	(257.17)	**(311.27)**	-	-
As at 31 March 2025	-	**1,768.56**	**291.04**	**78.18**	**213.24**	**23,505.05**	**25,856.09**	**294.64**	**294.64**
Net block									
As at 31 March 2023	**1,974.37**	**4,988.80**	**640.23**	**233.38**	**265.83**	**28,905.72**	**37,008.33**	**64.80**	**64.80**
As at 31 March 2024	**1,974.37**	**5,260.53**	**664.12**	**214.97**	**237.57**	**31,212.92**	**39,564.48**	**32.04**	**32.04**
As at 31 March 2025	**1,974.37**	**5,065.18**	**727.60**	**229.52**	**199.30**	**32,379.25**	**40,575.21**	**7.01**	**7.01**

Footnotes:

(i) Refer note 38B for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(ii) Refer note 18 for information on property, plant and equipment pledged as security by the Company.

6B. Right of use asset (₹ in lacs)

Particulars	Land
Gross carrying amount	
As at 31 March 2023	**59.88**
Additions	-
As at 31 March 2024	**59.88**
Additions	-
As at 31 March 2025	**59.88**
Accumulated depreciation	
As at 31 March 2023	**2.27**
Depreciation charge for the year	0.76
Disposal on lease	-
As at 31 March 2024	**3.03**
Depreciation charge for the year	0.76
Disposal on lease	-
As at 31 March 2025	**3.79**
Net carrying amount	
As at 31 March 2024	**56.85**
As at 31 March 2025	**56.09**

6C. Capital work-in-progress

(₹ in lacs)

Particulars	Amount
As at 31 March 2023	**7,758.95**
Additions	5,124.81
Capitalised	**(4,710.29)**
Disposal	-
As at 31 March 2024	**8,173.47**
Additions	638.50
Capitalised	**(4,917.54)**
Disposal	(3.58)
As at 31 March 2025	**3,890.85**

The capital work-in- progress ageing schedule for the years ended 31 March 2025 and 31 March 2024 is as follows:

Amount in capital work-in 31 March 2025

(₹ in lacs)

Description	Less than 1 year	1-2years	2-3 years	More than 3 years	Total
Capital work-in-progress	97.48	0.45	13.78	7.06	**118.77**
Capital work-in-progress temporarily suspended	33.59	2,351.68	1,321.24	65.57	**3,772.08**

Amount in capital work-in 31 March 2024

(₹ in lacs)

Description	Less than 1 year	1-2years	2-3 years	More than 3 years	Total
Capital work-in-progress	4,090.59	3,408.39	446.27	5.24	**7,950.49**
Capital work-in-progress temporarily suspended	-	220.16	-	2.82	**222.98**

There are no capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original/ revised plan.

(₹ in lacs)

7. Investments	As at 31 March 2025	As at 31 March 2024
A) Non-current		
Investment carried at amortized cost - Equity Shares		
Subsidiary company		
Ester Filmtech Limited - equity shares (unquoted)*	43,500.00	37,300.00
[435,000,000 (31 March 2024 : 373,000,000) shares of ₹ 10 each]		
Joint Venture		
Ester Loop Infinite Technologies Private Limited - equity Shares (unquoted)	1,700.00	-
[17,000,000 (31 March 2024 : Nil) shares of ₹ 10 each]		
	45,200.00	**37,300.00**

On 1 May 2024, the Company entered into a partnership agreement with Loop Industries Inc., headquartered In Canada, to establish a 50:50 joint venture in India, referred to as the 'India JV.' The India JV aims to construct and manage an infinite loop manufacturing facility in India, which will produce DMT and/or MEG through the depolymerisation of PET and/or Polyester waste utilizing Loop's patented technology. On 22 July 2021, the Company established a private limited entity named 'ESTER LOOP INFINITE TECHNOLOGIES PRIVATE LIMITED (ELITe)' in India and 100% shares of ELITe were held by the Company. On 12 February 2025, ELITe transitioned into a joint venture through the issuance of new shares to Loop Industries Inc., resulting In Loop holding 50% or ELITe's share capital.

(₹ in lacs)

Quoted Instruments	As at 31 March 2025	As at 31 March 2024
B) Current		
Investments carried at fair value through profit and loss - Mutual funds and commercial papers		
ICICI Prudential blue chipfund-Direct Plan Growth	-	62.77
Units NIL (31 March 2024 : 59,895.49)		
360 One Prime Limited CP	-	1,498.61
Units NIL (31 March 2024 : 300)		
IIFL Wealth Prime Ltd 31 Jul 2024	-	1,010.79
Units NIL (31 March 2024 : 89.00)		
KMIL 27-Aug-24 MLD	-	1,599.79
Units NIL (31 March 2024 : 145)		
MIRAE ASSET Large Cap Fund -Direct Plan -Growth	-	50.66
Units NIL (31 March 2024 : 47,193.91)		
UTI Flexi Cap Fund -Direct Plan Growth	-	41.92
Units NIL (31 March 2024 : 14,557.39)		
IIFL Commercial Yield Fund	1,124.20	1,086.91
Units 97,65,708.95 (31 March 2024 : 97,65,708.95)		
HDFC Credit Risk Debt Fund Collections	-	335.73
Units NIL (31 March 2024 : 14,36,806.111)		
UTI Flexi Cap Fund -Direct Plan Growth	-	208.58
Units NIL (31 March 2024 : 72,440.58)		
Units NIL (31 March 2023 : 499,975)		
BOI Liquid fund-Flexi Cap Fund	142.26	135.40
Units 4,48,351.688 (31 March 2024 : 4,48,351.688)		
BOI Liquid fund-Flexi Cap Fund	71.13	67.70

(₹ in lacs)

Quoted Instruments	As at 31 March 2025	As at 31 March 2024
Investments carried at fair value through profit and loss - Mutual funds and commercial papers (cont'd)		
Units 2,24,175.844 (31 March 2024 : 2,24,175.844)		
Tata Arbitrage Fund	279.43	260.60
Units 19,77,123.542 (31 March 2024 : 19,77,123.542)		
Tata Equity Plus Absolute Returns Fund	272.40	262.31
Units 25,015.774 (31 March 2024 : 25,015.774)		
BOB Mutual Fund BNP Paribas	-	204.28
Units NIL (31 March 2024 : 19,02,872.534)		
Boi Mutual Fund Nfo Collection A/C	-	100.98
Units NIL (31 March 2024 : 9,99,950.002)		
MNCL Capital Compounder Fund 2	323.55	-
Units 3,00,000 (31 March 2024 : NIL)		
Bank of India Multi Asset Allocation Fund REGULAR PLAN - GROWTH 1,00,00,000.00	171.19	-
Units 20,35,520.27 (31 March 2024 : NIL)		
BARODA BNP PARIBAS ARBITRAGE FUND- DIRECT GROWTH (AR-DG-G)	208.38	-
Units 12,50,312.60 (31 March 2024 : NIL)		
ICICI Prudential Multi-Asset Fund	402.78	-
Units 55,960.02 (31 March 2024 : NIL)		
Aditya Birla Sun Life Money Manager Fund	414.12	-
Units 1,14,062.01 (31 March 2024 : NIL)		
SBI Magnum Gilt Fund	413.30	-
Units 6,32,648.51 (31 March 2024 : NIL)		
UTI Multi Asset Allocation Fund	484.14	-
Units 6,91,940.84 (31 March 2024 : NIL)		
Baroda BNP Paribas Nifty 200 Momentum 30 Index Fund Regular Growth (NM-RG-G)	18.71	-
Units 2,49,977.50 (31 March 2024 : NIL)		
BANK of INDIA Consumption Fund Regular Plan - Growth (CFRGG)	381.58	-
Units 39,99,800.01 (31 March 2024 : NIL)		
ICICI Pru Bluechip Fund	204.62	-
Units 1,98,817.77 (31 March 2024 : NIL)		
HDFC Balanced Advantage Fund	203.37	-
Units 41,476.42 (31 March 2024 : NIL)		
Bank of India Mutual Fund NFO	202.56	-
Units 19,99,900.01 (31 March 2024 : NIL)		
360 ONE PRIME LTD 179 DAYS 25-AUG-25	483.56	-
Units 100 (31 March 2024 : NIL)		
Total current investment	**5,801.28**	**6,927.03**
Aggregate amount of quoted investments (this represents market value as well)	**5,801.28**	**6,927.03**
Aggregate amount of impairment in the value of investments	-	-

*With respect to investment amounting to ₹ 43,500 lacs (previous year ₹ 37,300 lacs), management, during the year, has done a detailed evaluation on the recoverability of the investment given wherein valuation of the subsidiary has been conducted by an independent valuer as at 31 March 2025 using the 'Discounted cash flow valuation model The key assumptions used for computation of value in use are the growth rate and discount rate as specified below. The key assumptions have been determined based on management's calculations after considering, past experiences and other available internal information and are consistent with external sources of information to the extent applicable.

Key assumptions	As at 31 March 2025	As at 31 March 2024
Discount rate (post-tax)	11.84%	11.70%
Terminal growth rate	4.00%	4.00%

Growth rates:

The growth rates reflect the long-term average growth rates for the product lines and industries of the segments (all publicly available)

Discount rates:

The discount rates reflect appropriate adjustments relating to market risk and specific risk factors of related to the Group.

Basis such assessment done, management believes that the investment given would be recoverable and accordingly no provision has been recorded in respect of recoverability of investment balance as at year end.

8. Loans		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
A) Non-current		
Loans considered good- unsecured		
Loans to employees*	23.73	45.33
Total non-current loans (A)	**23.73**	**45.33**
B) Current		
Loans considered good- unsecured		
Loans to employees*	48.27	33.95
Total current loans (B)	**48.27**	**33.95**
Total loans (A+B)	**72.00**	**79.28**

*There are no debt/ loans due by directors or other officers of the Company or any of them either severally or jointly with any other person or amounts due by firms or private companies respectively in which any director is a partner or a director or a member.

9. Other financial assets		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
A) Non-current (carried at amortised cost)		
(Unsecured considered good)		
Bank deposits with maturity of more than 12 months (refer note 14)	3.56	3.83
Security deposits*(carried at amortised cost)	867.21	866.30
Total non-current other financial assets (A)	**870.77**	**870.13**
B) Current		
(Unsecured considered good)		
Insurance claim recoverable (carried at amortised cost)	90.00	-
Security deposits (carried at amortised cost)	56.40	56.40
Others (carried at amortised cost)	33.43	-
Total current other financial assets (B)	**179.83**	**56.40**
Total other financial assets(A+B)	**1,050.60**	**926.53**

*Security deposits includes deposits with Uttarakhand Power Corporation Limited which carries interest of 6.75% per annum (31 March 2024: 6.75% per annum).

10. Other non-current assets		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
Capital advances	997.97	771.80
Prepaid expenses	7.10	18.07
Balances with government authorities	2.59	2.59
Total other non-current assets	**1,007.66**	**792.46**

11. Inventories		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
Raw materials {including goods in transit ₹ 833.74 lacs (31 March 2024: ₹ 504.99 lacs)}	4,304.81	3,124.66
Work-in-progress	1,631.36	1,625.98
Finished goods {including goods in transit ₹ 1,636.52 lacs (31 March 2024: ₹ 1,574.91 lacs)}	4,182.94	3,918.26
Stores and spares {including goods in transit ₹ 44.72 lacs (31 March 2024: ₹ 9.54 lacs)}	2,811.65	2,610.63
Total inventories	**12,930.76**	**11,279.53**

(i) During the year ended 31 March 2025, ₹ 34.94 lacs (31 March 2024: ₹ 62.76 lacs) was recognised as an expense for inventories carried at net realisable value.

(ii) The Company has closing provision balance of ₹ 373.83 lacs for raw material and ₹ 51.25 lacs for stores and spares as at 31 March 2025 (31 March 2024: raw material ₹ 378.62 lacs and stores and spares ₹ 64.56 lacs).

12. Trade receivables *#		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
Trade receivables considered good - unsecured	13,340.99	10,853.39
Less: allowance for expected credit losses	(44.49)	(30.25)
Total trade receivables	**13,296.50**	**10,823.14**

*For credit risk related disclosures, refer note 34A(b).

#Trade receivables is part of contract balances as per Ind AS 115. These are non-interest bearing and are generally on terms of 7 to 90 days

(i) Trade receivables ageing schedule is as follows:

(₹ in lacs)

Particulars	As at 31 March 2025					
	Outstanding for following period from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables – considered good	13,211.33	42.95	42.22	-	-	**13,296.50**
(ii) Undisputed trade receivables – which have significant increase in credit risk	15.74	8.21	4.69	15.80	0.05	**44.49**
Gross trade receivables						**13,340.99**
Less: allowance for trade receivables						(44.49)
Total trade receivables						**13,296.50**

(₹ in lacs)

Particulars	As at 31 March 2024					
	Outstanding for following period from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables – considered good	10,799.53	19.67	-	3.93	-	**10,823.13**
(ii) Undisputed trade receivables – which have significant increase in credit risk	9.73	3.41	15.97	1.14	-	**30.25**
Gross trade receivables						**10,853.38**
Less: allowance for trade receivables						(30.25)
Total trade receivables						**10,823.13**

13. Cash and cash equivalents		(₹ in lacs)
	As at 31 March 2025	**As at 31 March 2024**
Cash on hand	2.93	2.83
Balances with banks		
In current accounts	82.81	2.03
Bank deposits with original maturity upto 3 months	2,168.63	9,991.25
Total cash and cash equivalents	**2,254.37**	**9,996.11**

The Company does not have any cash and cash equivalents that are not available for use.

14. Bank balances other than cash and cash equivalents		(₹ in lacs)
	As at 31 March 2025	**As at 31 March 2024**
Earmarked bank balances		
Unpaid dividend accounts *	73.55	74.18
Unpaid CSR Account for FY 22-23*	63.42	161.11
Unpaid CSR Account for FY 23-24*	98.03	-
Bank deposits		
Deposits with remaining maturity for less than 12 months	3,094.62	372.92
Deposits with remaining maturity for more than 12 months	3.56	3.83
Total **	**3,333.18**	**612.04**
Less:- Amount disclosed under non-current financial assets (refer note 9)	(3.56)	(3.83)
Total other bank balances	**3,329.62**	**608.21**

* The Company can utilise these balances only toward settlement of the respective unpaid dividend and CSR expenses.

** Margin money deposit (including interest accrued) of ₹ 729.75 Lacs (31 March 2024: ₹ 376.75 Lacs) are subject to lien of lending banks for securing letter of credit, bank guarantee and other facilities sanctioned by them.

15. Other current assets		(₹ in lacs)
	As at 31 March 2025	**As at 31 March 2024**
Considered good		
Receivables under export benefit scheme	225.58	280.56
Advance to vendors	742.85	277.51
Prepaid expenses	262.89	337.60
Balances with government authorities #	607.52	1,010.45
Other advances*	152.87	298.58
	1,991.71	**2,204.70**
Considered doubtful		
Receivables under export benefit scheme	2.16	44.70
Other advances	60.88	50.27
Less: provision of export benefit receivable	(2.16)	(44.70)
Less: provision of other advances	(60.88)	(50.27)
	-	-
Total other current assets	**1,991.71**	**2,204.70**

#includes balance of goods and service tax

*includes receivables from Ester Loop Infinite Technologies Private Limited

16. Equity share capital

i) Authorised	As at 31 March 2025 Number	Amount (₹ in lacs)	As at 31 March 2024 Number	Amount (₹ in lacs)
Equity shares of ₹ 5 each	150,000,000	7,500.00	150,000,000	7,500.00
Equity shares of ₹ 10 each	47,960,000	4,796.00	47,960,000	4,796.00
		12,296.00		**12,296.00**
ii) Issued, subscribed and fully paid up				
Equity shares of ₹ 5 each	94,041,889	4,702.09	93,954,009	4,697.70
		4,702.09		**4,697.70**

iii) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

Equity shares	As at 31 March 2025 Number	Amount (₹ in lacs)	As at 31 March 2024 Number	Amount (₹ in lacs)
Balance at the beginning of the year	93,954,009	4,697.70	83,393,759	4,169.69
Add: Equity shares issued during the year	87,880	4.39	10,560,250	528.01
Balance at the end of the year	**94,041,889**	**4,702.09**	**93,954,009**	**4,697.70**

iv) Rights, preferences and restrictions attached to equity share

The Company has only one class of equity share having a par value of ₹ 5 per share. Each equity shareholder is entitled for one vote per share. The Company declares and pays dividend in Indian rupees (₹). The final dividend proposed by the Board of Director is subject to the approval of the shareholder in the ensuing annual general meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. This distribution will be in proportion to the number of equity shares held by the shareholder.

v) Shares held by Holding Company

Name of the equity shareholder	As at 31 March 2025 Number	Amount (₹ in lacs)	As at 31 March 2024 Number	Amount (₹ in lacs)
Wilemina Finance Corporation, Holding Company				
Equity shares of ₹ 5 each fully paid	49,318,012	2,465.90	49,318,012	2,465.90
	49,318,012	**2,465.90**	**49,318,012**	**2,465.90**

vi) Shareholding of promoters are as follows:

Promoter Name	As at 31 March 2025 No. of Shares	% of total shares	% change during the period
Arvind Singhania	2,632,285	2.80	-
Uma Devi Singhania	175	-	-
Jai Vardhan Singhania	124,858	0.13	-
Ayush Vardhan Singhania	178,033	0.19	-
Fenton Investments Private Limited	490,000	0.52	-
MOVI Limited	3,297,000	3.51	-
Wilemina Finance Corporation	49,318,012	52.44	-
Modi Rubber Limited	2,642,705	2.81	-

	As at 31 March 2024		
Promoter Name	**No. of Shares**	**% of total shares**	**% change during the period**
Arvind Singhania	2,632,285	2.80	1754756.67%
Uma Devi Singhania	175	-	-
Jai Vardhan Singhania	124,858	0.13	-
Ayush Vardhan Singhania	178,033	0.19	-
Fenton Investments Private Limited	490,000	0.52	-
MOVI Limited	3,297,000	3.51	(7.39%)
Wilemina Finance Corporation	49,318,012	52.49	0.54%
Modi Rubber Limited	2,642,705	2.81	100.00%

vii) Details of shareholder holding more than 5% shares in the Company

	As at 31 March 2025		As at 31 March 2024	
	Number	**%**	**Number**	**%**
Wilemina Finance Corporation, Holding Company				
Equity shares of ₹ 5 each fully paid	4,93,18,012	52.44%	4,93,18,012	52.49%
Vettel International Limited, public shareholder				
Equity shares of ₹ 5 each fully paid	80,86,861	8.60%	80,86,861	8.61%

16. Preference shares

(₹ in lacs)

	As at 31 March 2025		As at 31 March 2024	
i) Authorised	**Number**	**Amount (₹ in lacs)**	**Number**	**Amount (₹ in lacs)**
Cumulative convertible preference shares of ₹ 50 each	6,00,000	300.00	6,00,000	300.00
Redeemable cumulative preference shares of ₹ 50 each	80,00,000	4,000.00	80,00,000	4,000.00
		4,300.00		**4,300.00**

No preference shares have been issued as yet.

17. Other equity (refer statement of changes in equity)

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
A.Reserves and surplus		
Capital reserve	3,520.74	3,520.74
Securities premium *	15,711.93	15,569.44
Capital redemption reserve	335.37	335.37
General reserve	1,560.19	1,528.16
Retained earnings	60,831.96	56,829.32
Share options outstanding account	77.50	142.64
B. Items of other comprehensive income		
Effective portions of cash flow hedge	(314.27)	-
C. Money received against share warrant	4,375.00	-
Total	**86,098.42**	**77,925.67**

* includes share issue expenses Nil (FY 2024 ₹13.57 Lacs)

i) Nature and purpose of other reserves

Capital reserve
Capital reserve was created under the previous GAAP out of the profit earned from a specific transaction of capital nature. Capital reserve is not available for the distribution to the shareholders.

Securities premium
Securities premium is used to record the premium on issue of shares. The reserve will be utilised in accordance with provisions of the Companies Act, 2013.

Capital redemption reserve
The same has been created in accordance with provision of Companies Act, 2013 against redemption of preference shares.

General reserve
The Company is required to create a general reserve out of the profits when the Company declares dividend to shareholders.

Retained earnings
Retained earnings represents surplus in the Statement of profit and loss.

Share options outstanding account
The Company has allotted equity shares to certain employees under an employee share purchase scheme. The share options outstanding account is used to recognise the value of equity settled share based payments provided to such employees as part of their remuneration. Refer note 42 for further details of the scheme.

Effective portions of cash flow hedge
This comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred.

Money received against share warrant
Share warrants are issued to promoters and others in terms of the Guidelines for preferential issues viz., SEBI (Issue of Capital and Disclosure Requirements), Since shares are yet to be allotted against the same, these are not reflected as part of share capital but as a separate line item – 'Money received against share warrants. (Refer note below for details)
Pursuant to the approval granted by the Board of Directors at its meeting held on 14th September 2024, the Preferential Issue Committee of the Board, in its meeting held on 16th September 2024, considered and approved the issuance of up to 1,10,75,941 Fully Convertible Warrants having a face value of Rs. 5/- each at an issue price of Rs. 158/- per warrant, aggregating up to Rs. 1,74,99,98,678/- (Rupees One Hundred Seventy-Four Crores Ninety-Nine Lakhs Ninety-Eight Thousand Six Hundred Seventy-Eight Only).
The issuance was duly approved by the shareholders of the Company through a postal ballot dated 16th October 2024.

Upon receipt of ₹43.75 crores, representing 25% of the total consideration towards the subscription of the warrants from all allottees, the Board of Directors, through a circular resolution dated 13th November 2024, allotted 1,10,75,941 Fully Convertible Warrants at an issue price of ₹158/- per warrant. These warrants are convertible, at the option of the warrant holder(s), in one or more tranches within 18 (Eighteen) months from the date of allotment, into an equivalent number of fully paid-up equity shares of face value Rs. 5/- each, aggregating a total subscription amount of Rs.1,74,99,98,678/- for cash.

Subsequent to the close of the financial year, the Board of Directors, through a circular resolution dated 30th April 2025, approved the allotment of 35,44,302 equity shares of face value Rs. 5/- each, fully paid-up, at an issue price of Rs.158/- per equity share, pursuant to the conversion of an equivalent number of fully convertible warrants. This conversion was carried out on a preferential basis for a total consideration of Rs. 55,99,99,716/- for cash.

The names of the allottees are mentioned below:

Sr. No.	Name	Promoter and promoter group/non-promoter	Total amount in Rs.
1	Mr. Arvind Singhania	Promoter	59,99,99,944
2	MOVI Limited	Promoter and promoter group	39,99,99,910
3	K&K Ventures through its partners viz. Mr. Kavish Vaibhav Shah and Mr. Krishang Vaibhav Shah	Non-promoter	24,99,99,924
4	Mr. Malay Ashok bhai Shah	Non-promoter	2,49,99,866
5	Master Reeyan Rohan Shah through his Legal Guardian Mr. Rohan Shah	Non-promoter	2,49,99,866
6	Mr. Raj Vardhan Kejriwal	Non-promoter	9,99,99,938
7	Riti Foundation (trust)	Non-promoter	6,99,99,846
8	RR Foundation (trust)	Non-promoter	6,99,99,846
9	S.R. Foundation (trust)	Non-promoter	6,99,99,846
10	Suruchi Foundation (trust)	Non-promoter	6,99,99,846
11	Swati Foundation (trust)	Non-promoter	6,99,99,846
		Total	**1,74,99,98,678**

18. (A) Borrowings		(₹ in lacs)
A) Non-current* Secured loans	**As at 31 March 2025**	**As at 31 March 2024**
Term loans from:		
Banks	7,520.50	4,682.16
Financial institution	6,660.78	8,130.91
Vehicle loans	229.53	198.52
Total borrowings - non-current	**14,410.81**	**13,011.59**

Refer Note 18 (B) for current maturity of long term debt of ₹ 3,217.14 lacs (31 March 2024 ₹ 6,280.48 lacs)

* For liquidity risk related disclosures, refer note 34B.

I. Term loans

a) Outstanding loan from Karnataka Bank Limited with outstanding balance of ₹ NIL lacs (31 March 2024 : ₹ 931.44 lacs) for capital expenditure (purchase of plant and equipments) bearing floating interest at the MCLR plus 0.50% per annum. The term loan is repayable in 60 unequal monthly instalments starting from October 2020.##

b) Outstanding loan from Tata Capital Limited, a loan with outstanding balance of ₹ 94.69 lacs (31 March 2024 : ₹ 659.86 lacs) was sanctioned for infusion of funds in Subsidiary Company of borrower (Ester Filmtech Limited). The term loan is secured by equitable mortgage by way of deposit of title deeds of land and corporate office building constructed thereupon in Gurgaon and first and exclusive charge over the hypothecation of certain plant and equipments installed at factory premises at Uttarakhand and further secured by irrevocable guarantee of its holding company and personal guarantee of Mr. Arvind Singhania. The term loan bearing floating interest at the LTLR minus 9.10% per annum. The loan is repayable in 54 equal monthly instalments starting from Dec 2020.

c) From Tata Capital Limited, a loan with outstanding balance of ₹ 950.37 lacs (31 March 2024 : ₹ 1,387.28 lacs) was sanctioned for infusion of funds in Subsidiary Company of borrower (Ester Filmtech Limited), general corporate and capex. The term loan bearing floating interest at the LTLR minus 11.25% per annum. The loan is repayable in 54 equal monthly instalments starting from June 2022. #

d) From Tata Capital Limited, a loan with outstanding balance ₹ 593.45 lacs (31 March 2024 : ₹ 735.38 lacs) was sanctioned for infusion of funds in Subsidiary Company of borrower (Ester Filmtech Limited),general corporate and capex. The term loan is secured by equitable mortgage by way of deposit of title deeds of land and corporate office building constructed thereupon in Gurgaon and first and exclusive charge over the hypothecation of certain plant and equipments installed at factory premises at Uttarakhand and further secured by irrevocable guarantee of its Holding Company and personal guarantee of Mr. Arvind Singhania. The term loan bearing floating interest at the LTLR minus 11.25% per annum. The loan is repayable in 84 equal monthly instalments starting from June 2022.

e) From Tata Capital Limited, a loan with outstanding balance ₹ 2,304.34 lacs (31 March 2024 : ₹ 2,426.62 lacs) was sanctioned for infusion of funds in Subsidiary Company of borrower (Ester Filmtech Limited),general corporate and capex. The term loan is secured by equitable mortgage by way of deposit of title deeds of land and corporate office building constructed thereupon in Gurgaon and further secured by irrevocable personal guarantee of Mr. Arvind Singhania.. The term loan bearing floating interest at the LTLR minus 11.80% per annum. The loan is repayable in 84 equal monthly instalments starting from Oct 2023.

f) From Tata Capital Limited , a loan with outstanding balance ₹ 1,941.29 lacs (31 March 2024 : ₹ NIL) was sanctioned for infusion of funds in Subsidiary Company of borrower (Ester Filmtech Limited),general corporate and capex. The term loan is secured by equitable mortgage by way of deposit of title deeds of land and corporate office building constructed thereupon in Gurgaon and further secured by irrevocable personal guarantee of Mr. Arvind Singhania. The term loan bearing floating interest at the LTPLR plus 1.70% per annum. The loan is repayable in 84 equal monthly instalments starting from Oct 2024.

g) From Bajaj Finance Limited of ₹ 1,794.31 lacs (31 March 2024 : ₹ 2,390.1 lacs) as loan for general corporate and capex purpose. The term loan bearing floating interest linked to BFL IRR at the rate of 7.35% per annum. The term loan is repayable in 20 equal quarterly instalments starting from May 2023 .##

h) From IDFC Limited of ₹ NIL lacs (31 March 2024 : ₹ 215.9 lacs) as capex loan for capital expenditure incurred by the Company. The term loan bearing floating interest at the MCLR plus 0.30% per annum. The term loan is repayable in 37 equal monthly instalments starting July 2021.#

i) From Axis Finance Limited of ₹ NIL lacs (31 March 2024 : ₹ 1,992.64 lacs) as capex loan for capital expenditure incurred by the Company. The term loan bearing floating interest at the MCLR plus .85% per annum. The term loan is repayable in 18 unequal quarterly instalments starting March 2022.##

j) From QNB Bank of ₹ NIL lacs (31 March 2024 : ₹ 2,848.9 lacs) as capex loan for capital expenditure incurred by the Company. The term loan bearing floating interest at the MCLR plus 1.80% per annum. The term loan is repayable in 42 equal monthly instalments starting April 2023.#

k) From Shinhan Bank of ₹ NIL lacs (31 March 2024 : ₹ 3,549.17 lacs) as capex loan for capital expenditure incurred by the Company. The term loan bearing floating interest at the repo rate plus 2.10% per annum. The term loan is repayable in 18 equal quarterly instalments starting Dec 2023.##

l) From IDFC First Bank Limited of USD 10.014 million equivalent to ₹ 8408.92 lacs (31 March 2024 : ₹ NIL lacs) as foreign currency term loan to takeover of Term loan from Shinhan Bank & Qatar National Bank amounting to ₹ 3333.33 lacs & ₹2571.43 lacs respectively and balance loan for reimbursement of capital expenditure. The term loans is secured by first pari passu charge on fixed assets of the Company (both present and future) including factory land and building at Pilibhit Road, Sohan Nagar, P.O. Charubeta, Khatima-262308, Distt Udham Singh Nagar, Uttarakhand with other lenders, except fixed assets that are exclusively charged to Tata Capital Limited and second Pari passu charge on current assets and further secured by irrevocable personal guarantee of Mr. Arvind Singhania .The term loan is also secured by first charge on Debt Service Reserve Account (DSRA) to be created to meet debt service requirements of the project for the ensuring 90 days principal and interest payment. The term loan bearing interest ranging from 9.73% to 9.75% per annum. The term loan is repayable in 24 quarterly instalments starting September 2024.

m) From Bajaj Finance Limited of ₹ 1,146.64 lacs (31 March 2024 : ₹ 1,792.33 lacs) as loan for general corporate and capex purpose. The term loan bearing floating interest linked to BFL IRR at the rate of 8.00% per annum. The term loan is repayable in 60 equal monthly instalments starting from April 2022 .##

#Above term loans are secured by first pari passu charge on fixed assets of the Company (both present and future) including factory land and building at Pilibhit Road, Sohan Nagar, P.O. Charubeta, Khatima-262308, Distt Udham Singh Nagar, Uttarakhand with other lenders, except fixed assets that are exclusively charged to Tata Capital Limited & Vehicles and second Pari passu charge on current assets and further secured by irrevocable guarantee of its Holding Company and personal guarantee of Mr. Arvind Singhania.

##Above term loans are secured by first pari passu charge on fixed assets of the Company (both present and future) including factory land and building at Pilibhit Road, Sohan Nagar, P.O. Charubeta, Khatima-262308, Distt Udham Singh Nagar, Uttarakhand with other lenders, except fixed assets that are exclusively charged to Tata Capital Limited and second Pari passu charge on current assets and further secured by irrevocable personal guarantee of Mr. Arvind Singhania.

II. Vehicle loans are secured by hypothecation of specific vehicles acquired out of proceeds of the loans. Vehicle loans bearing interest rates ranging from 7.25% per annum to 10.25% per annum. These loans are repayable in monthly instalments till Mar 2029.

18. (B) Current borrowings*	As at 31 March 2025	As at 31 March 2024
Secured		
Loans repayable on demand		
Working capital loans from banks	11,005.85	12,406.09
Other loans		
Bills discounting	-	64.96
Acceptances	1,396.80	4,926.03
Current maturities of long term loan	3,217.14	6,280.48
Total borrowings - current	**15,619.79**	**23,677.56**

* For liquidity risk related disclosures, refer note 34B.

Working capital loans, bills discounting, acceptances and buyer's credit for raw materials : These loans are secured by first charge by way of hypothecation of raw materials, finished goods, semi finished goods, stores and spares, book debts and other receivables (both present and future) and further secured by irrevocable guarantees of its Holding Company and personal guarantee of Mr. Arvind Singhania. Working capital, bill discounting facilities, acceptances and buyer's credit for raw materials are further secured by way of second charge in respect of immovable properties and movable fixed assets except fixed assets that are exclusively charged to Tata Capital Limited.

The working capital loans from banks bear floating interest rate at MCLR plus ranging from 0.65% per annum to 1.30% per annum.

The quarterly returns/statements of current assets filed by the Company with banks or financial institutions in relation to secured borrowings / sanctioned loans, wherever applicable, are in agreement with the books of accounts

The changes in the entities liabilities arising from financing and non financing activities can be classified as follows:

(₹ in lacs)

	Borrowings		
Particulars	Non-current borrowings	Current borrowings	Lease liabilities
01 April 2024	**13,011.59**	**23,677.56**	**1.25**
Cash flows:			
- Repayments	(13,020.30)	(4,994.43)	(0.15)
- Proceeds net of amortisation of upfront fees	11,274.62	-	-
- Net impact of reclassification as per schedule III	3,063.34	(3,063.34)	-
Non cash:			
-Finance cost adjustment for effective interest rate	81.56	-	0.15
31 March 2025	**14,410.81**	**15,619.79**	**1.25**
01 April 2023	17,451.69	21,134.17	1.25
Cash flows:			
- Repayments	(7,619.95)	-	(0.15)
- Proceeds net of amortisation of upfront fees	2,638.00	3,029.68	-
- Net impact of reclassification as per schedule III	486.29	(486.29)	-
Non cash:			
-Finance cost adjustment for effective interest rate	55.56	-	0.15
31 March 2024	**13,011.59**	**23,677.56**	**1.25**

19. Provisions		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
A) Provisions - non-current		
Provision for gratuity (refer note 40)	747.04	728.02
Provision for compensated absence	225.88	227.74
Total provisions - non-current	**972.92**	**955.76**
B) Provisions - current		
Provision for gratuity (refer note 40)	361.83	333.11
Provision for compensated absence	89.39	85.95
Total provisions - current	**451.22**	**419.06**
Total provisions (A+B)	**1,424.14**	**1,374.82**

20. Deferred tax liabilities (net)		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
Deferred tax liabilities	3,106.56	3,217.27
Less: Deferred tax assets	(638.46)	(1,590.71)
Deferred tax liabilities (net)	**2,468.10**	**1,626.56**

(₹ in lacs)

Particulars	As at 01 April 2024	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2025
Deferred tax liabilities arising on account of :				
Impact of difference between tax depreciation and depreciation/ amortisation charged for the financial reporting	3,217.27	(110.71)	-	3,106.56
Total	**3,217.27**	**(110.71)**	-	**3,106.56**
Deferred tax assets arising on account of :				
Effect of expenditure debited to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	423.50	0.14	-	423.64
Employee benefits	-	(17.63)	17.63	-
Derivatives designated as Hedges	-	32.06	109.38	141.44
Brought forward losses/ depreciation	1,156.04	(1,156.04)	-	-
Others	11.17	62.21	-	73.38
Total	**1,590.71**	**(1,079.26)**	**127.01**	**638.46**
Deferred tax liabilities (net)	**1,626.56**	**968.55**	**(127.01)**	**2,468.10**

(₹ in lacs)

Particulars	As at 01 April 2024	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2025
Deferred tax liabilities arising on account of :				
Impact of difference between tax depreciation and depreciation/ amortisation charged for the financial reporting	3,382.13	(164.86)	-	3,217.27
Total	**3,382.13**	**(164.86)**	-	**3,217.27**
Effect of expenditure debited to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	333.44	90.06	-	423.50
Employee benefits	-	(24.44)	24.44	-
Brought forward losses/ depreciation	-	1,156.04	-	1,156.04
Others	10.50	0.67	-	11.17
Total	**343.94**	**1,222.33**	**24.44**	**1,590.71**
Deferred tax liabilities (net)	**3,038.19**	**(1,387.19)**	**(24.44)**	**1,626.56**

21. Other liabilities		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
A) Non-current		
Deferred income*	1,422.50	1,619.94
Total non current liabilities (A)	**1,422.50**	**1,619.94**
B) Current		
Deferred income*	199.40	224.94
Revenue received in advance	129.77	77.87
Statutory dues	209.72	243.51
Total current liabilities (B)	**538.89**	**546.32**
Total other liabilities (A+B)	**1,961.39**	**2,166.26**

* Represents government assistance in form of duty benefit availed under Export Promotion Capital Goods ('EPCG') scheme on purchase of property, plant and equipment accounted for as government grants and being amortised over useful life of such assets. Refer to Note 4.5.2 for the detailed accounting policy.

22. Trade payable		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
Trade payables		
-total outstanding dues of micro enterprises and small enterprises	701.46	466.73
-total outstanding dues of creditors other than micro enterprises and small enterprises	2,669.22	3,158.74
Total trade payables	**3,370.68**	**3,625.47**

(₹ in lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
i. The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;		
Principal amount*	733.24	573.09
Interest due thereon	-	-
ii. The amount paid by the buyer in terms of Section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;		
Principal amount	-	-
Interest due thereon	-	-
iii. The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;	-	-
iv. The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
v. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23.	-	-

The above information regarding Micro, small and medium enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

*includes capital creditors of ₹ 31.78 lacs. (31 March 2024: ₹ 106.36 lacs) (refer note 23).

Trade payables ageing is as follows: **(₹ in lacs)**

Particulars	As at 31 March 2025				
	Outstanding for following periods from the due date of payment				
	Less than 1 Year	1-2 Years	2 to 3 years	More than 3 Years	Total
(i) Micro enterprises and small enterprises	701.46	-	-	-	701.46
(ii) Others	2,606.82	19.82	1.45	41.13	2,669.22

(₹ in lacs)

Particulars	As at 31 March 2024				
	Outstanding for following periods from the due date of payment				
	Less than 1 Year	1-2 Years	2 to 3 years	More than 3 Years	Total
(i) Micro enterprises and small enterprises	463.94	2.79	-	-	466.73
(ii) Others	3,151.68	1.49	2.98	2.59	3,158.74

23. Other financial liabilities

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
Current		
Capital creditors*	88.58	247.88
Unpaid dividend	73.56	74.18
Deposits from dealer/ customer and others	35.70	34.20
Derivative liability^	562.00	8.47
Employee related payables	391.68	251.98
Interest accrued	68.87	52.64
Other payable#	172.66	131.92
Total other financial liabilities	**1,393.05**	**801.27**

*includes payable to micro enterprises and small enterprises of ₹ 31.78 lacs (31 March 2024 ₹ 106.36 lacs).

includes sales commission payable of ₹ 93.52 lacs (31 March 2024 ₹ 96.42 lacs).

^Derivative liability **(₹ in lacs)**

	As at 31 March 2025	As at 31 March 2024
Interest rate swap used for hedging	559.61	-
Other forward contract	2.39	8.47
Total derivative liability	**562.00**	**8.47**

24 A. Income tax assets (net)

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
Advance income tax (net of provisions ₹ 8,530.51 lacs (31 March 2024 ₹ 8,088.25 lacs))	106.51	406.11

24 B. Income tax liabilities (net)

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
Provision for tax (net of advance tax ₹ 18,846.45 lacs (31 March 2024 ₹ 18,427.78lacs))	120.46	261.79

25. Revenue from operations		(₹ in lacs)
	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from contracts with customers		
Sale of products (recognised at a point of time)	1,05,674.75	84,207.48
Other operating revenue (refer note (i) below)	1,371.47	1,331.39
Total revenue from operations	**1,07,046.22**	**85,538.87**
i) Other operating revenue comprises of the following income:		
Sales of scrap	187.10	257.95
Other income from tolling*	233.54	294.17
Duty drawback earned	950.83	779.27
Total revenue from operations	**1,371.47**	**1,331.39**

*includes income from tolling services provided to Radici for production of engineering plastic products at Khatima facility.

26. Other income		
	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest on:		
- Fixed deposits carried at amortised cost	357.37	64.64
- Trade receivable	3.93	-
- Commercial Papers and others	180.34	189.02
- Other financial assets carried at amortised cost	58.48	58.48
Insurance claim	109.71	316.14
Provisions/liabilities no longer required written back	52.32	18.88
Profit/(loss) on sale of investments	130.30	1,225.33
Foreign exchange fluctuation gain (net)	-	45.52
Income recognised on account of government assistance*	225.09	236.51
Gain on fair valuation of financial assets	76.24	211.19
Miscellaneous income **	253.37	261.00
Total other income	**1,447.15**	**2,626.71**

* This represent income recognised in relation Export Promotion Capital Goods ('EPCG'), considered as government assistance.

** Refer note 37

27A. Cost of materials consumed		
	For the year ended 31 March 2025	For the year ended 31 March 2024
Inventories at the beginning of the year	3,124.66	6,407.21
Add: purchases	70,193.48	57,220.36
Less: inventories at the end of the year	(4,304.81)	(3,124.66)
Cost of material consumed	**69,013.33**	**60,502.91**

27 B. Changes in inventories of finished goods and work-in-progress		
	For the year ended 31 March 2025	For the year ended 31 March 2024
Closing stock		
- Finished goods	4,182.94	3,918.26
- Work-in-progress	1,631.36	1,625.98
	5,814.30	**5,544.24**
Opening Stock		
- Finished goods	3,918.26	3,152.39
- Work-in-progress	1,625.98	1,376.45
	5,544.24	**4,528.84**
Total changes in inventories	**(270.06)**	**(1,015.40)**

28. Employee benefits expense		(₹ in lacs)
	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries and wages	5,261.85	4,773.20
Share based payment expense (refer note 42)	21.49	32.81
Contribution to provident fund and other funds (refer note 40)	338.55	311.84
Gratuity (refer note 40)	154.56	141.72
Staff welfare expenses	272.47	220.43
Total employee benefits expense	**6,048.92**	**5,480.00**

29. Finance cost		(₹ in lacs)
	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest:		
-Term loans	1,731.69	2,020.49
-Working capital	1,423.89	1,362.60
-Lease liabilities	0.15	0.15
-Statutory dues	0.02	26.61
-Others	4.54	1.90
Ineffective portion of fair value changes on interest rate swap designated as cash flow hedges	79.78	-
Other borrowing costs*	327.79	321.26
Total finance cost	**3,567.86**	**3,733.01**

*Other borrowing costs majorly comprises of letter of credit charges, bank guarantee charges and working capital demand loan (WCDL) processing fees.

30. Other expenses		
	For the year ended 31 March 2025	For the year ended 31 March 2024
Manufacturing expenses		
Consumption of stores and spares	1,608.49	1,631.84
Consumption of packing materials	1,681.31	1,615.64
Power and fuel	9,385.52	10,047.84
Material handling charges	657.57	570.27
Provision for obsolete inventories	2.26	49.63
Total manufacturing expenses (A)	**13,335.15**	**13,915.22**
Selling expenses		
Freight	2,468.34	2,510.27
Commission and brokerage	165.26	191.32
Total selling expenses (B)	**2,633.60**	**2,701.59**
Administration and other expenses		
Rent	7.84	60.80
Rates and taxes	36.43	41.18
Insurance	425.50	530.72
Repairs and maintenance:		
- Building	184.93	131.30
- Plant and machinery	322.30	309.33
- Others	508.18	404.26
Corporate social responsibility expenditure (refer note (i) below)	135.68	297.08
Travelling and conveyance	640.83	507.04
Communication expenses	44.36	49.62
Legal and professional charges	823.70	858.87
Printing and stationery	13.46	18.92
Donations (other than political parties)	0.57	1.20
Director's sitting fees	6.20	7.10

Auditors' remuneration (refer note (ii) below)	61.46	48.50
Loss on sale of property, plant and equipment (net)	42.22	89.09
Bad debts, advances and irrecoverable balances written off	13.17	48.49
Allowance for expected credit loss on debts/advances	27.00	8.64
Security services	417.05	438.82
Foreign exchange fluctuation loss (net)	49.71	-
Mark to market Loss on derivative contracts	129.90	10.51
Miscellaneous expenses	472.08	435.95
Total administrative and other expenses (C)	**4,362.57**	**4,297.42**
Total other expenses (A+B+C)	**20,331.32**	**20,914.23**

i) Corporate social responsibility expenses

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are Promoting education, promoting health care including preventive health and sanitation and making available safe drinking water . A CSR committee has been formed by the Company as per the Act. The funds were primarily utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

(₹ in lacs)

Particulars	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
i) Amount required to be spent by the company during the year	132.20	297.08
ii) Amount of expenditure incurred as follows:		
- Constructions/ acquisition of any assets	29.65	-
- Others (refer point (v) below)	76.88	69.59
iii) Shortfall at the end of year*	29.15	227.49
iv) Reason for shortfall	Rs. 29.15 lacs pertain to the ongoing project titled "UDAAN - Reducing migrant population (Odia) vulnerabilities in brick making units in Telangana by improving their living conditions by providing basic amenities, Medical Services with a special emphasis on supporting children's education	Rs. 219.71 lacs pertain to the following ongoing projects and Rs. 7.78 lacs pretain to other than ongoing projects: 1. Promoting Education in Khatima directly - Rs. 50.61 lacs 2. Promoting Education and ensuring Environment Sustainability in Hyderabad through Nauka Foundation - Rs. 24.12 lacs 3. Promoting education in Saraf Public School - Rs. 144.98 lacs
v) Nature of CSR activities	Promoting education, promoting health care including preventive health and sanitation and making available safe drinking water	Promoting education, promoting health care including preventive healthcare and sanitation, ensuring environment sustainability and eradiating hunger, poverty and malnutrition.

*The unspent amount has been subsequently transferred to unspent CSR account in accordance with the Companies Act, 2013 read with the CSR Amendment Rules.

Unspent amount for other than ongoing projects

(₹ in lacs)

Particulars	**Amount**
Unspent amount as at 31 March 2024	7.78
Amount deposited in Specified Fund of Sch. VII within 6 months	7.78
Amount required to be spent during the year	72.20
Amount spent during the year	75.68
Excess/(unspent) amount as at 31 March 2025	3.48

Unspent amount for ongoing projects

(₹ in lacs)

Particulars	Amount
Unspent amount as at 31 March 2024	
- with Company	
- in Separate CSR unspent account for FY 23-24	219.71
- in Separate CSR unspent account for FY 22-23	161.10
Amount required to be spent during the year	60.00
Amount spent during the year	
- from Company's Bank account	30.85
- from separate CSR unspent account for FY 23-24	121.69
- from separate CSR unspent account for FY 22-23	97.68
Unspent amount as at 31 March 2025	
With Company	
- in Separate CSR unspent account for FY 24-25	29.15
- in Separate CSR unspent account for FY 23-24	98.02
- in Separate CSR unspent account for FY 22-23	63.42

ii) Auditors' remuneration

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
- Audit fee (excluding taxes)	57.00	45.50
- Out of pocket expenses (excluding taxes)	4.46	3.00
	61.46	**48.50**

31. Tax expenses

(₹ in lacs)

	For the year ended 31 March 2025	For the year ended 31 March 2024
Tax expenses		
Current tax	442.26	-
Tax earlier years	-	(8.20)
Deferred tax	968.55	(1,387.19)
Income tax expense recognised in the statement of profit and loss	**1,410.81**	**(1,395.39)**

The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Company at 25.17% and the reported tax expense in the statement of profit and loss are as follows:

Accounting profit/(loss) before income tax	**5,464.10**	**(5,728.82)**
At India’s statutory income tax rate of 25.17% (31 March 2024: 25.17%)	1,375.31	(1,441.94)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Tax impact of expenses which will never be allowed	41.76	91.75
Impact of tax rate changes	(12.52)	-
Earlier year tax paid in current year	-	(8.20)
Adjustments recognised in the current year in relation to the previous year	6.26	(37.00)
Income tax expense	**1,410.81**	**(1,395.39)**

32. Earning per share (EPS)

	For the year ended 31 March 2025	For the year ended 31 March 2024
Net profit as attributable for equity shareholders (₹ in lacs)	4,053.29	-4,333.43
Net profit as attributable for equity shareholders (₹ in lacs)	**4,053.29**	**-4,333.43**
Weighted average number of equity shares for basic EPS	94,001,921.66	83,509,487.77
Effect of dilution - Employee stock options	83,053.00	-
Weighted average number of equity shares adjusted for the effect of dilution	**94,084,974.66**	**83,509,487.77**
Basic earnings per share (₹)	4.31	(5.19)
Diluted earnings per share (₹)	4.31	(5.19)

33. Fair value disclosures

(i) Fair value hierarchy

Financial assets measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: quoted prices (unadjusted) in active markets for financial instruments.
Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
Level 3: unobservable inputs for the asset or liability.

(ii) Valuation technique used to determine fair value

A. Specific valuation techniques used to value mutual funds include - the use of net asset value for mutual funds on the basis of the statement received from investee party.
B. Derivative asset/ liability not designated as hedges is measured using forward contract exchange rates at the balance sheet rate as confirmed from banks/ financial institutions.
C.Derivative liabilities designated as hedges are Interest rate swap at the balance sheet rate as confirmed from banks/ financial institutions.

(iii) Financial assets and liabilities measured at fair value – recurring fair value measurements **(₹ in lacs)**

Particulars	Level	As at 31 March 2025	As at 31 March 2024
Financial assets			
Investments in mutual funds	Level 1	5,801.28	6,927.03
Total financial assets		**5,801.28**	**6,927.03**
Financial liabilities			
Derivative liabilities designated as hedges	Level 2	559.61	-
Derivative liabilities not designated as hedges	Level 2	2.39	8.47
Financial liabilities		**562.00**	**8.47**

(iv) Fair value of instruments measured at amortised cost for which fair value are disclosed **(₹ in lacs)**

Particulars	Level	As at 31 March 2025		As at 31 March 2024	
		Carrying value	Fair value	Carrying value	Fair value
Financial assets					
Loans	Level 3	23.73	23.73	45.33	45.33
Investments in subsidiary	Level 3	43,500.00	43,500.00	37,300.00	37,300.00
Investments in joint venture	Level 3	1,700.00	1,700.00	-	-
Security deposits	Level 3	867.21	867.21	866.30	866.30
Total financial assets		**46,090.94**	**46,090.94**	**38,211.63**	**38,211.63**
Borrowings*	Level 3	17,627.95	17,627.95	19,292.07	19,292.07
Lease liabilities	Level 3	1.25	1.25	1.25	1.25
Total financial liabilities		**17,629.20**	**17,629.20**	**19,293.32**	**19,293.32**

The above disclosures are presented for non-current financial assets (excluding bank deposits) and non-current financial liabilities. Carrying value of current financial assets and current financial liabilities (trade receivables, cash and cash equivalents, other bank balances, loans, other current financial assets, trade payables, current borrowings and other current financial liabilities) represents the best estimate of fair value.

*Long term borrowing facilities availed by the Company are variable rate facilities which are subject to changes in underlying interest rate indices. Further, the credit spread on these facilities are subject to change with changes in Company's creditworthiness. The management believes that the current rate of interest on these loans are in close approximation from market rates applicable to the Company. Therefore, the management estimates that the fair value of these borrowings are approximate to their respective carrying values.

34. Financial risk management

The accounting classification of each category of financial instruments, and there carrying amounts are set as below:

(₹ in lacs)

Particulars	As at 31 March 2025			As at 31 March 2024		
	FVTOCI	FVTPL	Amortised cost	FVTOCI	FVTPL	Amortised cost
Financial assets						
Investments - mutual funds	-	5,801.28	-	-	6,927.03	-
Investments in subsidiary	-	-	43,500.00	-	-	37,300.00
Investments in joint venture	-	-	1,700.00	-	-	-
Trade receivables	-	-	13,296.50	-	-	10,823.14
Loans	-	-	72.00	-	-	79.28
Cash and cash equivalents	-	-	2,254.37	-	-	9,996.11
Other bank balances (Non-current and current)	-	-	3,333.18	-	-	612.04
Other financial assets (Non-current and current)	-	-	1,047.04	-	-	922.70
Total financial assets	**-**	**5,801.28**	**65,203.10**	-	**6,927.03**	**59,733.27**
Financial liabilities	-					
Borrowings (Non current and current)	-	-	30,030.60	-	-	36,689.15
Lease liabilities	-	-	1.25	-	-	1.25
Trade payables	-	-	3,370.68	-	-	3,625.47
Derivative liabilities designated as hedges	559.61	-	-	-	-	-
Derivative liabilities not designated as hedges	-	**2.39**	-	-	**8.47**	-
Other financial liabilities	-	-	831.05	-	-	801.27
Total financial liabilities	**559.61**	**2.39**	**34,233.58**	**-**	**8.47**	**41,117.14**

(i) Risk management

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the standalone financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, other bank balances, loans, trade receivables, other financial assets	Ageing analysis	Diversification of bank deposits and investments, credit limits and letter of credit
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk - foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (₹)	Cash flow forecasting	Forward contract/hedging, if required
Market risk - Interest rate risk	Long-term borrowings at variable rates	Sensitivity analysis	Negotiation of terms that reflect market factors
Price risk - security price	Investments in mutual funds	Sensitivity analysis	Diversification of portfolio, with focus on strategic investments

(A) Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, investments, trade receivables and other financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

a) Credit risk management

i) Credit risk rating

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk
B: Moderate credit risk
C: High credit risk

The Company provides for expected credit loss based on the following:

Description	Asset group	Provision for expected credit loss
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	12 month expected credit loss
Moderate credit risk	Trade receivables	Life time expected credit loss
High credit risk	Trade receivables	Life time expected credit loss or fully provided for

Impairment on cash and cash equivalents and other bank balances has been measured on a 12-month expected loss basis and reflects the short maturities of the exposures. The Company considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties. The Company uses a similar approach for assessment of ECLs for cash and cash equivalents to those used for debt securities.

All of the Company's loans at amortised cost are considered to have low credit risk, and the loss allowance, if any, is limited to 12 months' expected losses. Management considers instruments to be low credit risk when they have a low risk of default and the borrower has a strong capacity to meet its contractual cash flow obligations in the near term.

The Company's investments in mutual funds, bonds are considered to have a low risk and the loss allowance recognised is based on the 12 months expected loss. Management considers "low credit risk" for listed bonds and debentures to be those with high quality external credit ratings (investment grade). The Company uses the ratings from the Good Credit Rating Agency both to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2025 and 31 March 2024 is the carrying amounts of financial assets. Based on business environment in which the Company operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period (including extension). Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

Below is the bifurcation of assets in various categories of risk:

(₹ in lacs)

Description	Particulars	As at 31 March 2025	As at 31 March 2024
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	25,759.89	29,330.05
High credit risk/ moderate risk	Trade receivables	44.49	30.25

ii) Concentration of financial assets

The Company's exposure to credit risk for trade receivables is presented as below. Loans and other financial assets majorly represents loans to employees and security and earnest money deposits given for business purposes.

(₹ in lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Polyester film	10,707.76	8,868.59
Speciality Polymer	2,588.74	1,954.55

b) **Credit risk exposure**

Provision for expected credit losses

The Company provides for 12 month expected credit losses or lifetime expected credit losses for following financial assets –

As at 31 March 2025 **(₹ in lacs)**

Particulars	Estimated gross carrying amount at default	Expected credit losses (including credit impaired)	Carrying amount net of impairment provision
Trade receivables	13,340.99	44.49	13,296.50
Loans	72.00	-	72.00
Cash and cash equivalents	2,254.37	-	2,254.37
Other bank balances	3,333.18	-	3,333.18
Other financial assets	1,047.04	-	1,047.04
Investments*	5,801.28	-	5,801.28
Total financial assets	**25,848.87**	**44.49**	**25,804.38**

*Investments comprise holdings in mutual funds and commercial papers, excluding investments in joint ventures and subsidiaries

As at 31 March 2024 **(₹ in lacs)**

Particulars	Estimated gross carrying amount at default	Expected credit losses (including credit impaired)	Carrying amount net of impairment provision
Trade receivables	10,853.39	30.25	10,823.14
Loans	79.28	-	79.28
Cash and cash equivalents	9,996.11	-	9,996.11
Other bank balances	612.04	-	612.04
Derivative assets	-	-	-
Other financial assets	922.70	-	922.70
Investments*	6,927.03	-	6,927.03
Total financial assets	**29,390.55**	**30.25**	**29,360.30**

*Investments comprise holdings in mutual funds and commercial papers, excluding investments in joint ventures and subsidiaries

Expected credit loss for trade receivables under simplified approach

As at 31 March 2025 **(₹ in lacs)**

Particulars	Less than 6 months	6 months- 1 year	1- 2 years	2- 3 years	More than 3 years
Gross carrying value	13,227.07	51.16	46.91	15.80	0.05
Credit impaired	-	-	-	-	-
Expected loss rate	0.12%	16.05%	10.00%	99.98%	-
Expected credit loss (impairment)	15.74	8.21	4.69	15.80	0.05
Carrying amount (net of impairment)	**13,211.33**	**42.95**	**42.22**	**-**	**-**

As at 31 March 2024 **(₹ in lacs)**

Particulars	Less than 6 months	6 months- 1 year	1- 2 years	2- 3 years	More than 3 years
Gross carrying value	10,809.27	23.08	15.97	5.07	-
Credit impaired	-	-	-	-	-
Expected loss rate	0.09%	14.77%	100.00%	22.29%	-
Expected credit loss (impairment)	9.74	3.41	15.97	1.13	-
Carrying amount (net of impairment)	**10,799.53**	**19.67**	**-**	**3.94**	**-**

(₹ in lacs)

Reconciliation of loss allowance	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening Balance	**30.25**	**21.62**
Increase in loss allowance due to expected credit loss	26.28	13.48
decrease in credit impaired	(12.04)	(4.85)
Closing Balance	**44.49**	**30.25**

(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 Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities.

(₹ in lacs)

As at 31 March 2025	Less than 1 year	1 - 3 years	More than 3 years	Total
Non-derivatives				
Borrowings (including interest)	17,202.41	9,248.74	8,881.37	**35,332.52**
Trade payables	3,370.68	-	-	**3,370.68**
Other financial liabilities	831.05	-	-	**831.05**
Derivative liabilities designated as hedges	559.61	-	-	**559.61**
Derivative liabilities not designated as hedges	2.39	-	-	**2.39**
Total	**21,404.14**	**9,248.74**	**8,881.37**	**39,534.25**

(₹ in lacs)

As at 31 March 2024	Less than 1 year	1 - 3 years	More than 3 years	Total
Non-derivatives				
Borrowings (including interest)	25,293.15	11,123.23	4,286.52	**40,702.90**
Trade payables	3,625.47	-	-	**3,625.47**
Other financial liabilities	792.80	-	-	**792.80**
Derivative liabilities not designated as hedges	8.47	-	-	**8.47**
Total	**29,719.89**	**11,123.23**	**4,286.52**	**45,129.64**

The Company had access to following funding facilities :

As at 31 March 2025 (₹ in lacs)

Funding facilities	Total Facility	Drawn	Not drawn
Less than 1 year	30,079.00	14,971.63	15,107.37
Total	**30,079.00**	**14,971.63**	**15,107.37**

As at 31 March 2024 (₹ in lacs)

Funding facilities	Total Facility	Drawn	Not drawn
Less than 1 year	30,079.00	19,563.00	10,516.00
Total	**30,079.00**	**19,563.00**	**10,516.00**

(C) Market risk

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk namely: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(i) Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings with floating interest rates.

Interest rate risk exposure

The Company's variable rate borrowing is subject to interest rate risk. Below is the overall exposure of the borrowing:

(₹ in lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Variable rate borrowing	29,636.71	36,326.71
Fixed rate borrowing	395.14	363.69
Total borrowings	**30,031.85**	**36,690.40**

Sensitivity

Profit or loss and other equity is sensitive to higher/ lower interest expense from borrowings as a result of changes in interest rates.

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest sensitivity*#		
Interest rates – decrease by 50 basis point (31 March 2024: 50 basis point)	110.89	135.92
Interest rates – increase by 50 basis point (31 March 2024: 50 basis point)	(110.89)	(135.92)

** Holding all other variables constant*

#Interest sensitivity has been calculated on a post-tax basis

The Company is exposed to interest rate risk on account of variable rate borrowings. The company's risk management policy is to mitigate its interest rate exposure in accordance with the exposure limits advised from time to time.

Hedges of highly probable forecasted transactions

The Company has hedged its floating rate interest payment cash flows. Consequently, interest rate swap has been designated in cash flow hedge relationship with borrowings. Hedged item and hedging instruments have been identified in below paragraphs.

Hedge effectiveness is determined at inception of the hedge relationship and at every reporting period end through the assessment of the hedged items and hedging instrument to determine whether there is still an economic relationship between the two.

All derivative financial instruments used for hedge accounting are recognised initially at fair value and reported subsequently at fair value in the standalone balance sheet.

To the extent the hedge is effective, changes in the fair value of derivatives designated as hedging instruments in cash flow hedges are recognised in other comprehensive income and included within the cash flow hedge reserve in equity. Any ineffectiveness in the hedge relationship is recognised immediately in profit or loss.

At the time the hedged item affects profit or loss, any gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss and presented as a reclassification adjustment within other comprehensive income.

If a forecast transaction is no longer expected to occur, any related gain or loss recognised in other comprehensive income is transferred immediately to profit or loss. If the hedging relationship ceases to meet the effectiveness conditions, hedge accounting is discontinued, and the related gain or loss is held in the equity reserve until the forecast transaction occurs.

The effect of hedge accounting on the balance sheet and performance is as follows, including the outline timing and profile of the hedging instruments:

Particulars	As at 31 March 2025	As at 31 March 2024
Carrying amounts	-	-
Interest rate swap	559.61	-
Line item affected in balance sheet	Other financial liability	-
Notional amount- Interest rate swap	$10.01 million	-
Hedge ratio	1:1	-
Maturity date	June 2030	-
Average fixed interest rate	9.75%	-
Amounts in cash flow hedge reserve	(314.27)	-

The Company determines the existence of an economic relationship between the hedging instrument and hedged item based on the reference interest rates, tenors, repricing dates and maturities and the notional or par amounts

The Company assesses whether the derivative designated in each hedging relationship is expected to be effective in offsetting changes in cash flows of the hedged item using the hypothetical derivative method.

In these hedge relationships the main source of ineffectiveness are:
The effect of the counterparty's and the Company's own credit risk on the fair value of the swaps, which is not reflected in the change in the fair value of the hedged cash flows attributable to the change in interest rates; and differences in repricing dates between the swaps and the borrowings.

The Company does not frequently reset hedging relationships because both the hedging instrument and the hedged item frequently change (i.e., the entity does not use a dynamic process in which neither the exposure nor the hedging instruments used to manage that exposure remain the same for a long period). If it did, then it would be exempt from providing the disclosures required by paragraphs 23A and 23B of Ind AS 107, but would instead provide information about the ultimate risk management strategy, how it reflects its risk management strategy in its hedge accounting and designations, and how frequently. antly hedging relationships are discontinued and restarted. If the volume of these hedges is unrepresentative of normal volumes during the year (i.e. the volume at the reporting date does not reflect the volumes during the year), then the entity would disclose that fact and the reason it believes the volumes are unrepresentative.

(ii) Foreign exchange risk

Foreign exchange risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is exposed to the effects of fluctuation in the prevailing foreign currency exchange rates on its financial position and cash flows. Exposure arises primarily due to exchange rate fluctuations between the functional currency and other currencies from the Company's operating, investing and financing activities. The Investment and Borrowing Committee evaluates foreign exchange rate exposure arising from foreign currency transactions on periodic basis and follows appropriate risk management policies.

The Company has international transactions and is exposed to foreign exchange risk arising from foreign currency transactions (imports and exports). Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the Company's functional currency.

Foreign currency risk exposure

Particulars	Currency	Amount in Foreign Currency (In absolute figures)		Amount (₹ in lacs)	
		As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Financial assets					
Trade receivable	USD	9,517,747.57	7,818,957.52	8,144.34	6,517.88
	GBP	157,342.97	123,235.40	174.21	129.73
	EURO	715,585.04	979,296.54	659.55	883.03
Financial liabilities					
Trade payables	GBP	-	-	-	-
Trade payables	EURO	722.04	7,304.30	0.65	6.59
	USD	507,895.00	346,755.00	432.44	289.23
Acceptances	USD	296,800.00	254,940.00	254.12	209.61
Foreign currency secured loan	USD	10,033,725.09	-	8,377.08	-

Sensitivity

The following table illustrates the sensitivity of profit in regards to the Company's financial assets and financial liabilities and the USD/INR exchange rate, EUR/INR exchange rate and GBP/INR exchange rate 'all other things being equal'. It assumes a +/- 2.15% change of the INR/USD exchange rate for the year ended at 31st March, 2025 (2024: 2.02%). A +/- 6.26% change is considered for the INR/EUR exchange rate (2024: 5.82%). A +/- 6.19 % change is considered for the INR/GBP exchange rate (2024: 6.58 %). All of these percentages have been determined based on the average market volatility in exchange rates in the previous 12 months.

(₹ in lacs)

Particulars	Impact on profit after tax and other equity	
	As at 31 March 2025	As at 31 March 2024
USD sensitivity		
INR/USD increase by 2.15% (31 March 2024- 2.02%)	(14.79)	90.98
INR/USD decrease by 2.15% (31 March 2024- 2.02%)	14.79	(90.98)
GBP sensitivity		
INR/GBP increase by 6.19% (31 March 2024- 6.58%)	8.07	6.39
INR/GBP decrease by 6.19% (31 March 2024- 6.58%)	(8.07)	(6.39)
EUR sensitivity		
INR/EUR increase by 6.26% (31 March 2024- 5.82%)	30.87	38.17
INR/EUR decrease by 6.26% (31 March 2024- 5.82%)	(30.87)	(38.17)

Derivative contracts

The Company is exposed to exchange rate risk that arises from its foreign exchange revenues and expenses, primarily in US Dollars, Euros etc. The Company uses foreign currency forward contracts ("derivatives") to mitigate its risk of changes in foreign currency exchange rates. The counterparty for these contracts is generally a bank or a financial institution.

The Company is also exposed to interest rate risk as most of the borrowings are carries interest rate linked to SOFR. The Company has put in place a Board approved policy to manage and hedge risks associated with borrowings which prescribes the structure and organisation for management of associated risks. The Company's risk management policy which aims to hedge interest rate arising from its borrowings.

The Company has hedged its floating rate interest payment cash flows. Consequently, interest rate swap has been designated in cash flow hedge relationship with borrowings. Hedged item and hedging instruments have been identified in below paragraphs.

The following table gives details in respect of amount of outstanding foreign exchange derivative contracts:

Hedge Type	As at 31 March 2025	As at 31 March 2024
Derivatives not designated as hedges		
Forward contracts	2.39	8.47
	2.39	**8.47**

(iii) Price risk

The Company's exposure to price risk arises from investments held and classified as FVTPL. To manage the price risk arising from investments, the Company diversifies its portfolio of assets.

Sensitivity analysis

Profit or loss and other equity is sensitive to higher/ lower prices of instruments on the Company's profit for the year -

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Investments in mutual funds		
Price increase by (5%) - FVTPL instrument	217.05	259.17
Price decrease by (5%) - FVTPL instrument	(217.05)	(259.17)

35. Segment reporting

The Company operates in two segments manufacturing and sale of polyester film and speciality polymer. The Company has chosen business segments considering the dominant source of nature of risks and returns, internal organisation, management structure and the manner chief operating decision maker (CODM) review the financial performance of the business for allocating the economic resources. A brief description of the reportable segment is as follows:

Polyester chips and film: Polyester chips and films that are used in primarily flexible packaging and other industrial application. Polyester film is known for high tensile strength, chemical and dimensional stability, transparency, reflective, gas and aroma barrier properties and electrical insulation. PET chips is the main raw material used to manufacture the film.

Speciality Polymer: Specialty Polymers are Polymers that are high performance material catering to the global needs of the industries / applications such as carpets, textiles, food and beverages, consumer electronics, industrial etc. which cannot be met by commodity PET grades.

A. Segment Disclosure

Year ended 31 March 2025

(₹ in lacs)

Particulars	Polyester chips and film	Speciality Polymers	Total of segments	Unallocable	Net Total
Revenue					
External	89,520.68	17,525.54	107,046.22	-	**107,046.22**
Inter - segment	-	-	-	-	-
Total revenue	**89,520.68**	**17,525.54**	**107,046.22**	-	**107,046.22**
Income/expenses					
Other income	-	-	-	1,447.15	**1,447.15**
Cost of material consumed	59,932.15	9,081.18	69,013.33	-	**69,013.33**
Changes in inventories of finished goods and work-in-progress	202.31	(472.37)	(270.06)	-	**(270.06)**
Depreciation and amortisation	3,378.86	437.59	3,816.45	521.46	**4,337.90**
Finance costs	-	-	-	3,567.86	**3,567.86**
Other expenses (including employee benefits expense)	17,217.36	2,655.19	19,872.55	6,507.69	**26,380.24**
Segment results	**8,790.00**	**5,823.95**	**14,613.95**	**(9,149.86)**	**5,464.10**
Tax expense	-	-	-	-	**1,410.81**
Profit after tax					**4,053.29**

Other Information (₹ in lacs)

Segment assets	45,830.16	13,152.79	**58,982.95**	72,587.22	**131,570.17**
Segment liabilities	5,821.33	633.22	**6,454.55**	34,315.12	**40,769.67**

Year ended 31 March 2024

(₹ in lacs)

Particulars	Polyester chips and film	Speciality Polymers	Total of segments	Unallocable	Net Total
Revenue					
External customers	75,404.91	10,133.96	85,538.87	-	**85,538.87**
Inter - segment	-	-	-	-	-
Total revenue	**75,404.91**	**10,133.96**	**85,538.87**	-	**85,538.87**
Income/expenses					
Other income	-	-	-	2,626.71	**2,626.71**
Cost of material consumed	55,100.44	5,402.47	60,502.91	-	**60,502.91**
Changes in inventories of finished goods and work-in-progress	(828.76)	(186.64)	(1,015.40)	-	**(1,015.40)**
Depreciation and amortisation	3,162.08	648.93	3,811.01	468.64	**4,279.65**
Finance costs	-	-	-	3,733.01	**3,733.01**
Other expenses (including employee benefits expense)	17,981.11	2,084.58	20,065.69	6,328.54	**26,394.23**
Segment results	**(9.96)**	**2,184.62**	**2,174.66**	**(7,903.48)**	**(5,728.82)**
Tax expense	-	-	-	-	**(1,395.39)**
Profit/ (loss) after tax	-	-	-	-	**(4,333.43)**
Other Information					
Segment assets	45,361.60	12,072.39	**57,433.99**	71,735.95	**129,169.94**
Segment liabilities	6,252.29	482.22	**6,734.51**	39,812.05	**46,546.56**

Revenue as per geographical market

(₹ in lacs)

	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from external customers		
India	69,595.23	55,523.76
Outside India	37,450.99	30,015.11
Total revenue per statement of profit or loss	**107,046.22**	**85,538.87**
Segment receivables		
India	4,318.40	3,281.96
Outside India	8,978.10	7,541.18
Total	**13,296.50**	**10,823.14**

Information about major customer

During the year ended 31 March 2025 revenue of approximately 14.47% (31 March 2024: 8.92%) was derived from a single external customer in the polyester chips and film business and approximately 22.79% in 31 March 2025 (31 March 2024: 24.55%) was derived from a single external customerin the speciality polymer business.

Non-current assets

Non-current assets of the Company (property, plant and equipment, capital work-in-progress, intangible assets) are held in India.

36. Capital management

The Company’s objectives when managing capital are to:

- To ensure Company’s ability to continue as a going concern, and
- To provide adequate return to shareholders

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would attract penalty/financial interest. There have been few breaches in the financial covenants due to decline in performance of the Company. However, default in financial Covenant doesn’t lead to calling of loan by banks

The Company manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

(a) Debt equity ratio **(₹ in lacs)**

	As at 31 March 2025	As at 31 March 2024
Total borrowings*	30,031.85	36,690.40
Total equity	90,800.51	82,623.37
Net debt to equity ratio	**33%**	**44%**

**Total borrowings include non-current borrowings, current borrowings and leases.*

(b) Dividends **(₹ in lacs)**

Particulars	As at 31 March 2025	As at 31 March 2024
Equity shares - Dividend Paid		
Final dividend for the year ended 31 March 2024	-	-
Final dividend for the year ended 31 March 2023 of ₹ 0.50 per equity share (including tax)	-	416.97

37. Related party transactions

In accordance with the requirements of Ind AS 24 the names of the related parties where control exists/ able to exercise significant influence along with the aggregate transactions and year end balances with them as identified and certified by the management are given below:

i) Parties where control exists	Nature of related party	
Name of the related parties	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Goldring Investments Corporation	Ultimate Holding Company	Ultimate Holding Company
Wilemina Finance Corporation	Holding Company	Holding Company
Ester Filmtech Limited	Wholly owned Subsidiary Company	Wholly owned Subsidiary Company
Ester Loop Infinite Technologies (ELITe) Private Limited	Wholly owned Subsidiary Company (Till 11 Feb 2025)	-
Ester Loop Infinite Technologies (ELITe) Private Limited	Joint Venture (w.e.f. 12 Feb 2025)	-
Mr. Arvind Singhania (Chairman and CEO)	Key managerial personnel	Key managerial personnel
Mr. Vaibhav jha (Deputy CEO)	Key managerial personnel (w.e.f. 16 Dec 2024)	-
Mr. Pradeep Kumar Rustagi (Executive Director - corporate affairs)	Key managerial personnel	Key managerial personnel
Mr. Sourabh Agarwal (CFO)	Key managerial personnel	Key managerial personnel
Mr. Ayush Vardhan Singhania (Whole Time Director)	Key managerial personnel	Key managerial personnel
Mrs. Poornima Gupta (CS)	Key managerial personnel	Key managerial personnel (w.e.f.12 July 2023)
Mrs. Archana Singhania (Director)	Director	Director
Mr. Ashok Kumar Newatia (Independent Director)	-	Director (Till 31 March 2024)
Dr. Anand Chand Burman (Independent Director)	-	Director (Till 31 March 2024)
Mr. M S Ramachandran (Independent Director)	-	Director (Till 31 March 2024)
Mr. Sandeep Dinodia (Independent Director)	Director (Till 31 March 2025)	Director
Mr. P S Dasgupta (Independent Director)	-	Director (Till 31 March 2024)
Mrs. Padmaja Shailen Ruparel (Independent Director)	Director	Director
Mr. Alok Dhir (Independent Director)	Director	Director (w.e.f 14 February 2024)
Mr. Atul Aggarwal (Independent Director)	Director	Director (w.e.f 14 February 2024)
Mrs. Uma Devi Singhania	Relatives of key managerial personnel	Relatives of key managerial personnel
Mr. Jai Vardhan Singhania	Relatives of key managerial personnel	Relatives of key managerial personnel
Fenton Investments Private Limited	Enterprise over which key managerial personnel exercise significant influence	Enterprise over which key managerial personnel exercise significant influence
MOVI Limited	Enterprise over which key managerial personnel exercise significant influence	Enterprise over which key managerial personnel exercise significant influence
Modi Rubber Limited	Enterprise controlled by a immediate relative of key managerial personnel	Enterprise controlled by a immediate relative of key managerial personnel
Ester Industries Limited Employee's Provident Trust	Enterprise which is post-employment benefit plan for the benefit of employees	Enterprise which is post-employment benefit plan for the benefit of employees

(a) Transactions during the year with related parties carried out in the ordinary course of business: (₹ in lacs)

Sr. No.	Particulars	Key managerial personnel and relatives		Wholly owned Subsidiary Company		Joint Venture		Holding Company		Enterprises over which directors exercise significant influence		Total	
		For the year ended 31 Mar 2025	For the year ended 31 Mar 2024	For the year ended 31 Mar 2025	For the year ended 31 Mar 2024	For the year ended 31 Mar 2025	For the year ended 31 Mar 2024	For the year ended 31 Mar 2025	For the year ended 31 Mar 2024	For the year ended 31 Mar 2025	For the year ended 31 Mar 2024	For the year ended 31 Mar 2025	For the year ended 31 Mar 2024
1	**Managerial remuneration**												
	Arvind Singhania	288.72	306.40	-	-	-	-	-	-	-	-	**288.72**	**306.40**
	Vaibhav Jha	72.96	-									**72.96**	-
	Pradeep Kumar Rustagi	132.17	114.16	-	-	-	-	-	-	-	-	**132.17**	**114.16**
	Ayush Vardhan Singhania	122.26	128.90	-	-	-	-	-	-	-	-	**122.26**	**128.90**
	Sourabh Agarwal	95.52	79.56	-	-	-	-	-	-	-	-	**95.52**	**79.56**
	Poornima Gupta	16.44	8.78	-	-	-	-	-	-	-	-	**16.44**	**8.78**
2	**Sitting Fees**												
	Archana Singhania	0.60	0.80	-	-	-	-	-	-	-	-	**0.60**	**0.80**
	Anand Chand Burman	-	0.30	-	-	-	-	-	-	-	-	-	**0.30**
	Ashok Kumar Newatia	-	1.30	-	-	-	-	-	-	-	-	-	**1.30**
	M S Ramachandran	-	1.80	-	-	-	-	-	-	-	-	-	**1.80**
	Sandeep Dinodia	1.80	1.60	-	-	-	-	-	-	-	-	**1.80**	**1.60**
	Padmaja Shailen Ruparel	1.40	0.50	-	-	-	-	-	-	-	-	**1.40**	**0.50**
	P S Dasgupta	-	0.80	-	-	-	-	-	-	-	-	-	**0.80**
	Alok Dhir	0.60	-	-	-	-	-	-	-	-	-	**0.60**	-
	Atul Aggarwal	1.80	-	-	-	-	-	-	-	-	-	**1.80**	-
3	**Equity and security premium contributions in cash**												
	Arvind Singhania	-	2,490.00	-	-	-	-	-	-	-	-	-	**2,490.00**
	Modi Rubbers limited	-	-	-	-	-	-	-	-	-	2,500.00	-	**2,500.00**
4	**Dividend paid**												
	Ayush Vardhan Singhania	-	0.89	-	-	-	-	-	-	-	-	-	**0.89**
	Jai Vardhan Singhania	-	0.62	-	-	-	-	-	-	-	-	-	**0.62**
	Wilemina Finance Corporation	-	-	-	-	-	-	-	245.28	-	-	-	**245.28**
	Fenton Investments Private Limited	-	-	-	-	-	-	-	-	-	2.45	-	**2.45**
	MOVI Limited	-	-	-	-	-	-	-	-	-	17.80	-	**17.80**
5	**Investment in Subsidiary**												
	Ester Filmtech Limited	-	-	6,200.00	10,300.00	-	-	-	-	-	-	**6,200.00**	**10,300.00**
	Investment in joint venture												
	Ester Loop Infinite Technologies (ELITe) Private Limited	-	-	-	-	1,700.00	-	-	-	-	-	**1,700.00**	-
6	**Liability of Gratuity and Leave encashment (due to transfer of employees)**												
	Ester Filmtech Limited	-	-	-	0.25	-	-	-	-	-	-	-	**0.25**
7	**Corporate Guarantees given to Lender (banks) of -**												
	Ester Filmtech Limited	-	-	-	6,982.91	-	-	-	-	-	-	-	**6,982.91**
8	**Corporate Guarantees given by Holding Company to lender banks**												
	Wilemina Finance Corporation	-	-	-	-	-	-	-	1,195.51	-	-	-	**1,195.51**
9	**Company's contribution to provident fund trust:**												
	Ester Industries Limited Employee's Provident Trust	-	-	-	-	-	-	-		313.50	129.32	**313.50**	**129.32**
10	**Transactions with Wholly Owned Subsidiary**												
	Purchases of goods	-	-	237.21	193.93	-	-	-	-	-	-	**237.21**	193.93
	Sale of goods	-	-	13,549.73	6,910.95	-	-	-	-	-	-	**13,549.73**	6,910.95
	Management fees			120.00	50.00	-	-					**120.00**	50.00
11	**Transactions with Joint venture**												
	Expenses recovered	-	-	-	-	626.08	-	-	-	-	-	**626.08**	-

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(b) Closing balance with subsidiary in the ordinary course of business: **(₹ in lacs)**

Sr. No.	Particulars	As at	Amount
1	**Investment in Subsidiary**		
	Ester Filmtech Limited	31 March 2025	43,500.00
		31 March 2024	37,300.00
2	**Corporate Guarantees given to Lender (banks) of -**		
	Ester Filmtech Limited	31 March 2025	49,052.92
		31 March 2024	51,149.60
3	**Payable**		
	-	31 March 2025	11.49
		31 March 2024	0.25
4	**Receivable**		
	-	31 March 2025	563.50
		31 March 2024	605.05

(c) Closing balance with joint venture in the ordinary course of business: **(₹ in lacs)**

Sr. No.	Particulars	As at	Amount
1	**Investment in joint venture**		
	Ester Loop Infinite Technologies (ELITe) Private Limited	31 March 2025	1700.00
		31 March 2024	-
2	**Receivable**		
	Ester Loop Infinite Technologies (ELITe) Private Limited	31 March 2025	114.75
		31 March 2024	-

(d) Closing balance with key managerial personnel in the ordinary course of business: **(₹ in lacs)**

Sr. No.	Particulars	As at	Amount
1	**Guarantees given against loans taken (jointly and severally) by the Company**		
	Arvind Singhania	31 March 2025	29,636.71
		31 March 2024	36,326.71

(e) Closing balance with Holding Company in the ordinary course of business: **(₹ in lacs)**

Sr. No.	Particulars	As at	Amount
1	**Guarantees given against loans taken (jointly and severally) by the Company**		
	Wilemina Finance Corporation	31 March 2025	14,041.21
		31 March 2024	23,244.40

(e) Key managerial personnel compensation: **(₹ in lacs)**

Nature of transactions	For the year ended 31 March 2025	For the year ended 31 March 2024
Short-term employee benefits	728.07	637.80
Post-employment benefits	21.64	13.41
Other long-term benefits	3.17	2.16
	752.88	**653.37**

The Company's related party transactions during the years ended 31 March 2025 and 31 March 2024 and outstanding balances as at 31 March 2025 and 31 March 2024 are at arms length and in the ordinary course of business. Outstanding balances at the year-end are unsecured and gross amounts are settled in cash.

38. Contingent liabilities and commitments

(₹ in lacs)

	Particulars	As at 31 March 2025	As at 31 March 2024
A.	**Contingent liabilities***		
1	Claims against the Company not acknowledged as debts^	109.00	19.00
2	Additional bonus for financial year 2014-15 due to Payment of Bonus (Amendment) Act, 2015 #	22.87	22.87
3	There is a contingent liability of:$		
i)	Excise duty/custom duty/service tax demands not acknowledged as liability	1,182.58	1,227.25
ii)	Demand raised by Income Tax department, disputed by the Company and pending in appeal	33.88	33.88

* The amounts indicated as contingent liability or claims against the Company only reflect the basic value. Interest, penalty if any or legal costs, being indeterminable are not considered.

^ These claims represents various civil cases filed against the Company by various vendors and ex-employees of the Company.

In view of the amendment in The Payment of Bonus Act, 1965 notified on 01 January 2016, the Company has made a provision for incremental bonus for the financial year i.e. for 2015-16. Though the amendment was effective retrospectively from 01 April 2014, the Company on the legal advice has decided not to consider it on account of interim order of various Hon'ble High Courts allowing stay on the amendment with retrospective effect till the time its constitutional

$ The Company is contesting the above demands and the management, based on legal advice, believe that its position will be upheld in the appellate process. Hence, no tax expense has been accrued in the financial statements for these tax demands.

(₹ in lacs)

B.	**Commitments**	As at 31 March 2025	As at 31 March 2024
1	Estimated amount of contracts remaining to be executed on capital account and not provided for	1,488.33	710.06
2	Estimated amounts of contracts remaining to be executed on other than capital account and not provided for	6,556.86	4,128.65
3	Corporate guarantees given to Lender (banks) of Ester Filmtech Limited (Subsidiary) (refer note 37)*	49,052.92	51,149.60
4	The Company has given letter of comfort to Ester Filmtech Limited (Subsidiary). As per the terms of letter of comfort, the Company undertakes that in an event the subsidiary is unable to meet its financial liability including interest and debt repayment obligations, the Company will provide necessary financial support to the Subsidiary to enable it to meet its obligations for the foreseeable future.	-	-

* Corporate guarantee given to lender (banks) of Ester Filmtech Limited (Subsidiary) includes guarantee of Rs 2475.60 lacs provided to a lender bank of subsidiary for which guarantee was processed as at 31 March 2025 but the loan amount has been disbursed subsequent to 31 March 2025.

39. Leases disclosure as lessee

Lease liabilities are presented in the statement of financial position as follows:

(₹ in lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Current liabilities (amount due within one year)	-	-
Non current liabilities (amount due over one year)	1.25	1.25

The Company's leased asset consist of leases for land and building . With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability.

Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublease the asset to another party, the right-of-use asset can only be used by the Company. Some leases contain an option to extend the lease for a further term. The Company is prohibited from selling or pledging the underlying leased assets as security.

Right of use asset as at 31 March 2025 amounting to ₹ 56.09 lacs (as at 31 March 2024 amounting to ₹ 56.85 lacs) are for the lease of land and building.

A Lease payments not recognised as a liability

The Company has elected not to recognise a lease liability for short term leases (leases with an expected term of 12 months or less) or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. The Company does not have any liability to make variable lease payments for the right of use the underlying asset recognised in the standalone financial statement.

The expense relating to payments not included in the measurement of the lease liability for short term leases for the year ended 31 March 2025 is ₹7.84 lacs (for the year ended 31 March 2024 amounting to ₹ 60.80 lacs).

B Total cash outflow for leases for the year ended 31 March 2025 was ₹ 0.15 lacs (year ended 31 March 24 was ₹ 0.15 lacs).

C **Maturity of lease liabilities**

The lease liabilities are secured by the related underlying assets. Future minimum lease payments were as follows: **(₹ in lacs)**

Particulars	Minimum lease payments due as on 31 March 2025						
	Within 1 year	1-2 years	2-3 years	3-4 years	4-5 years	> 5 Years	Total
Lease payments	0.15	0.15	0.15	0.15	0.15	10.8	**11.55**
Interest expense	(0.15)	(0.15)	(0.15)	(0.15)	(0.15)	(9.55)	**(10.30)**
Net present values	-	-	-	-	-	**1.25**	**1.25**

D **Information about extension and termination options**

Leases entered into	Number of leases	Range of remaining term	Average remaining lease term	No. of leases with extension option	No. of leases with purchase option	No. of leases with termination option
Land for sitarganj manufacturing facility	1	74 years	74 years	-	None	-

E Expected future cash outflow on account of variable lease payments for the year ended 31 March 2025 is of ₹ Nil (For the year ended 31 March 2024 ₹ Nil)

F The total future cash outflows for the year ended 31 March 2025 for leases that had not yet commenced is of ₹ Nil (For the year ended 31 March 2024 ₹ Nil) .

40. Employee benefits obligations

I **Gratuity**

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of continuous service gets a gratuity on departure at fifteen day salary (last drawn salary) for each completed year of service in terms of the provisions of the Payments of Gratuity Act, 1972. The Company provides for liability in its books of accounts based on actuarial valuation.

The following table summaries the components of net benefit expense recognised in statement of profit and loss and the amount recognised in the balance sheet for gratuity benefit:

(i) ***Amounts recognised in the balance sheet*** **(₹ in lacs)**

Particulars	As at 31 March 2025	As at 31 March 2024
Current liability	361.83	333.11
Non-current Liability	747.04	728.02
Total	**1,108.87**	**1,061.13**

(ii) ***Movement in the liability recognised in the balance sheet is as under:*** (₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Present value of defined benefit obligation at the beginning of the year	1,061.13	946.26
Acquisition adjustment (In)	-	0.07
Acquisition adjustment (out)	-	(0.17)
Current service cost	78.69	71.89
Interest cost	75.87	69.83
Actuarial loss (net)	68.28	100.99
Benefits paid	(175.10)	(127.74)
Present value of defined benefit obligation at the end of the year	**1,108.87**	**1,061.13**

(iii) *Expenses recognised in statement of profit and loss*

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Current service cost	78.69	71.89
Interest cost	75.87	69.83
Cost recognised during the year	**154.56**	**141.72**

(iv) *Expenses recognised in other comprehensive income*

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Actuarial loss net on account of:		
- Changes in financial assumptions	17.28	11.24
- Changes in experience adjustment	51.00	89.75
(Income)/cost recognised during the year	**68.28**	**100.99**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 31 March 2022	For the year ended 31 March 2021
- Changes in experience adjustment loss / (gain)	51.00	89.75	(27.91)	44.17	39.20

(v) *Expected contribution for the next annual reporting period*

(₹ in lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Service cost	76.22	65.93
Interest cost	75.51	75.87
Expected expense for the next annual reporting period	**151.73**	**141.80**

(vi(a)) *For determination of the liability of the Company the following actuarial assumptions were used:*

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Discount rate	6.81%	7.15%
Salary escalation rate	5.00%	5.00%
Normal retirement age (years)	58 Years*	58 Years
Average past service (years)	11.10 Years	12.83 Years
Average age	40.92 Years	42.42 Years
Average remaining working life	17.15 Years	15.58 Years
Weighted average duration	13.71 Years	12.60 Years
Withdrawal rate		
Up to 30 years	3.00%	3.00%
From 31 to 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%

Mortality rates inclusive of provision for disability-100% of IALM (2012 – 14)
*The Retirement age can vary from 58/60/61/62/63/64/67 years

(vi(b)) *Maturity profile of defined benefit obligation*

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Less than a year	361.83	333.11
Between one to two years	118.15	112.93
Between two to five years	232.44	244.70
Over five years	396.45	370.39

(vii) **Sensitivity analysis**

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
a) Impact of the change in discount rate		
Present value of obligation at the end of the year	**1,108.87**	**1,061.13**
Impact due to increase of 0.50%	(25.63)	(24.31)
Impact due to decrease of 0.50%	27.37	25.88
b) Impact of the change in salary increase		
Present value of obligation at the end of the year	**1,108.87**	**1,061.13**
Impact due to increase of 0.50%	27.72	26.30
Impact due to decrease of 0.50%	(26.18)	(24.90)

Sensitivities due to mortality and withdrawals are not material. Hence impact of change is not calculated.
Sensitivities as to rate of inflation and life expectancy are not applicable being a lump sum benefit on retirement.

Risk

Salary increases	Actual salary increases will increase the defined benefit liability. Increase in salary increment rate assumption in future valuations will also increase the liability.
Discount rate	Reduction in discount rate in subsequent valuations can increase the liability.
Mortality and disability	Actual deaths and disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
Withdrawals	Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact defined benefit liability.

II **Provident fund**

Provident fund for certain eligible employees is managed by the Company through trust "Ester Industries Limited Employee's Provident Trust" in line with the Provident Fund and Miscellaneous Provision Act, 1952. The plan guarantees interest at the rate as notified by the Provident Fund authority. The contribution by the employer and employee together with the interest thereon are payable to the employee at the time of separation from the Company or retirement, whichever is earlier. The benefits vests immediately on rendering of the services by the employee. In this regard, actuarial valuation as at 31 March 2025 was carried out by actuary to find out value of projected defined benefit obligation arising due to interest rate guarantee by the Company towards provident fund.For the remaining employees of the Holding Company, contributions towards the Provident Fund are made directly to the Employees' Provident Fund Organisation (EPFO), in accordance with the applicable statutory provisions.

(₹in lacs)

(i)

Projected benefit obligation	For the year ended 31 March 2025	For the year ended 31 March 2024
Projected benefit obligation at beginning of year	2,345.86	2,402.20
Current service cost	138.29	129.32
Interest cost	200.02	184.14
Contributions by plan participants/ employees	171.05	158.82
Actuarial loss / (gain) due to interest guarantee	3.36	(1.40)
Benefits paid	(160.84)	(618.05)
Settlements/ transfer In	10.90	90.83
Projected benefit obligation at end of year	2,708.64	2,345.86

(₹ in lacs)

(ii) Reconciliation of plan assets	For the year ended 31 March 2025	For the year ended 31 March 2024
Fair value of plan asset at beginning of year	2,430.58	2,476.13
Actual return on plan asset	189.90	193.53
Employer contribution	138.29	129.32
Plan participants/ employee contribution	171.05	158.82
Benefit paid	(160.84)	(618.05)
Settlements/ transfer in	10.90	90.83
Fair value of plan asset at the end of the year	2,779.88	2,430.58

The principal assumptions used in determining liability towards shortfall in provident liability are shown below:

(iii) Economic assumptions	For the year ended 31 March 2025	For the year ended 31 March 2024
i) Interest rate	8.25%	8.25%
ii) Discount rate	6.81%	7.15%
iii) Expected shortfall in Interest earning on the fund	0.05%	0.05%

(iv) Demographic assumptions	For the year ended 31 March 2025	For the year ended 31 March 2024
i) Mortality	IALM (2012-14)	IALM (2012-14)
ii) Normal Retirement Age	58	58

(₹ in lacs)

(v) Actuarial (Gain)/Loss on Obligation	For the year ended 31 March 2025	For the year ended 31 March 2024
i) Actuarial loss on arising from change in financial assumption	0.49	0.29
ii) Actuarial loss on arising from experience adjustment	2.87	1.70

(₹ in lacs)

Particular	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 31 March 2022
- Changes in experience adjustment loss	2.87	1.70	0.06	94.38

(vi) Major categories of plan assets (as percentage of total plan assets)	As at 31 March 2025	As at 31 March 2024
i) Central government bonds	10.78%	12.77%
ii) State government bonds	48.12%	45.82%
iii) Public sector bonds	30.61%	29.84%
iv) Private sector bonds	8.22%	10.70%
v) Equity/Mutual fund	1.89%	0.87%
vi) RBI special deposit bonds	0.38%	0.00%

(vii) Maturity profile of defined benefit obligation

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Less than a year	1,335.16	900.81
Between two and five years	141.94	111.58
Between five and ten years	307.67	391.15
Beyond ten years	923.86	942.30

III The Company has made contribution to certain defined contribution plans as captured in the table below. The obligations of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Employer's contribution to Ester Industries Limited Employee's Provident Trust	138.29	129.32
Employer's contribution to other Provident Fund	135.56	125.51
Employer's contribution to Superannuation Fund	35.94	40.05
Employer's contribution to labour welfare fund and employee state insurance	7.77	9.63

41 Revenue from Contracts with Customers

Indian Accounting Standard 115 Revenue from Contracts with Customers ("Ind AS 115"), establishes a framework for determining whether, how much and when revenue is recognised and requires disclosures about the nature, amount, timing and uncertainty of revenues and cash flows arising from customer contracts.

Under Ind AS 115, revenue is recognised through a 5-step approach:
(i) Identify the contracts with customer;
(ii) Identify separate performance obligations in the contract;
(iii) Determine the transaction price;
(iv) Allocate the transaction price to the performance obligations; and
(v) Recognise revenue when a performance obligation is satisfied.

(a) Disaggregation of revenue

The Company has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

For the year ended 31 March 2025

(₹ in lacs)

Revenue from operations	Sale of products	Other operating revenue*	Total
Revenue by geography			
Domestic	68,223.76	420.64	68,644.40
Export	37,450.99	-	37,450.99
Total	**105,674.75**	**420.64**	**106,095.39**

For the year ended 31 March 2024

(₹ in lacs)

Revenue from operations	Sale of products	Other operating revenue*	Total
Revenue by geography			
Domestic	54,192.36	552.12	54,744.48
Export	30,015.11	-	30,015.11
Total	**84,207.47**	**552.12**	**84,759.59**

(b) Assets and liabilities related to contracts with customers

(₹ in lacs)

Description	As at 31 March 2025		As at 31 March 2024	
	Non-current	Current	Non-current	Current
Contract liabilities				
Revenue received in advance	-	129.77	-	77.87

(c) Reconciliation of revenue recognised in Statement of profit and loss with Contract price

(₹ in lacs)

Description	For the year ended 31 March 2025	For the year ended 31 March 2024
Contract price*	106,343.27	84,857.55
Less: Discount, rebates, credits etc.	(247.88)	(97.96)
Revenue from operations as per Statement of profit and loss	**106,095.39**	**84,759.59**

* Other operating revenue amounting to ₹ 950.83 lacs (31 March 2024:₹ 779.27 lacs) in the nature of export incentives are not covered under the scope of Ind AS 115.

Refer note 35 Segment reporting for information about major customer

(d) Revenue recognised in relation to contract liabilities

Ind AS 115 also requires disclosure of 'revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period' and 'revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods. Same has been disclosed as below:

(₹in lacs)

Description	As at 31 March 2025	As at 31 March 2024
Opening balance	77.87	250.70
Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period	77.87	250.70
Contract liabilities arised during the year	129.77	77.87
Closing balance	**129.77**	**77.87**

(e) In the normal course of business, the payment terms given to domestic customers ranges from 0 to 60 days and for export customers, it ranges from 0 to 105 days.

(f) All the contracts are for periods of one year or less or are billed based on time incurred. As per practical expedient given under Ind AS 115, the transaction price to allocated these unsatisfied contracts is not disclosed.

42 (i). Share based payment

Employee Stock Option Plan (ESOP) 2021

The Nomination and Remuneration Committee of the Company had at its meeting held on 01 April 2021, approved grant of 2,48,179 (face value of ₹ 5/- per share) to the eligible employees of the Company under the of Ester Share based expenses Plan-2021, at an exercise price of ₹ 105 per option (being 10% less that the closing price at NSE on 31 March 2021 i.e. immediately preceding the grant date), each option being convertible in to one Equity Share of the Company upon vesting subject to the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the terms and conditions of the Ester Share based expenses Plan-2021.
The terms and conditions of the grant as per the Ester Share based expenses Plan-2021 are as under:
A. Vesting period
Vesting of the options will take place as per the following schedule:

- 10% of options will vest at the end of a period of 1 (one) year from date of grant
- 20% of options will vest at the end of a period of 2 (two) years from date of grant
- 30% of options will vest at the end of a period of 3 (three) years from date of grant
- 40% of options will vest at the end of a period of 4 (four) years from date of grant

B. Exercise period
8 (Eight) years from the date of grant. The employee shall have a right to exercise all the option vested in him at one time or various points of time within the exercise period.

Particulars of options outstanding as on 31 March 25 is as follows:

Particulars	Grant 1			
	Vesting period-1	Vesting period-2	Vesting period-3	Vesting period-4
Outstanding stock options (numbers) at the beginning of the year	24,818	49,636	74,454	99,272
Options (numbers) granted during the year	-	-	-	-
Options (numbers) exercised during the year	14,647	29,293	43,940	-
Options (numbers) lapsed during the year	-	-	-	58,587
Outstanding options (numbers) at the end of the year	10,171	20,343	30,514	40,685
Weighted average exercise price (₹)	105.00	105.00	105.00	105.00
Vesting date	01 April 2022	01 April 2023	01 April 2024	01 April 2025

Weighted average remaining contractual life as on 31 March 2025 (4 years) and 31 March 2024 (5 years).

Fair value of options granted during the financial year 2021-22, has been determined using Black-Scholes model with following inputs:

Particulars	Grant 1			
	Vesting period-1	Vesting period-2	Vesting period-3	Vesting period-4
Date of Grant	01 April 2021	01 April 2021	01 April 2021	01 April 2021
Stock price on the grant date (₹)	116.75	116.75	116.75	116.75
Exercise price (₹)	105.00	105.00	105.00	105.00
Expected term (years)	8 years	8 years	8 years	8 years
Weighted average fair value as on grant date (₹)	57.97	60.08	64.91	67.29
Expected price volatility	55.72%	55.64%	60.05%	61.03%
Risk free interest rate	5.49%	5.64%	5.77%	5.90%
Expected dividend yield	1.79%	1.79%	1.79%	1.79%

Risk free return has been considered as Zero Coupon Bond Yield (continuous compound) for a term equal to the expected option life of the ESOP's, available on The Clearing Corporation of India Limited's (CCIL) website. Expected volatility calculation is based on historical daily closing stock prices of competitors using standard deviation of daily change in stock price. The minimum life of the stock option is the minimum period before which the options cannot be exercised and the maximum life is the period after which options cannot be exercised. The expected life has been considered based on average of maximum life and minimum life and may not necessarily be indicative of exercise patterns that may occur.

42 (ii). Employee Stock Option Plan (ESOP) 2024

The Nomination and Remuneration Committee of the Company had at its meeting held on 14 January 2025, approved grant of 1,43,742 (face value of ₹ 5/- per share) to the eligible employees of the Company under the of "Ester Industries Limited Employees Stock Option Plan 2024 ("ESOP 2024"), at an exercise price of ₹ 114 per option (being 20% less that the closing price at NSE on 13 January 2025 i.e. immediately preceding the grant date), each option being convertible in to one Equity Share of the Company upon vesting subject to the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the terms and conditions of the "Ester Industries Limited Employees Stock Option Plan 2024 ("ESOP 2024").
The terms and conditions of the grant as per the "Ester Industries Limited Employees Stock Option Plan 2024 ("ESOP 2024") are as under:
A. Vesting period
Vesting of the options shall take place on the basis of time-based Vesting condition or performance- based vesting condition or a combination of both as per the following schedule:

Time based vesting for 50 % Options:
-12.5 % of the Options will vest on 14th January 2026 i.e. post completion of 1 (One) year from date of grant
-12.5 % of the Options will vest on 14th January 2027 i.e. post completion of 2 (Two) years from date of grant
-12.5 % of the Options will vest on 14th January 2028 i.e. post completion of 3 (Three) years from date of grant
-12.5 % of the Options will vest on 14th January 2029 i.e. post completion of 4 (Four) years from date of grant

Performance based Vesting for 50 % of Options:
-Up to 12.5 % of the Options will vest on 14th January 2026 i.e. post completion of 1 (One) year from date of grant
-Up to 12.5 % of the Options will vest on 14th January 2027 i.e. post completion of 2 (Two) years from date of grant
-Up to 12.5 % of the Options will vest on 14th January 2028 i.e. post completion of 3 (Three) years from date of grant
-Up to 12.5 % of the Options will vest on 14th January 2029 i.e. post completion of 4 (Four) years from date of grant

B. Exercise period
Maximum 5 (five) years from the date of respective Vesting for the particular Option.

Particulars of options outstanding as on 31 March 25 is as follows:

Particulars	Grant 1			
	Vesting period-1	Vesting period-2	Vesting period-3	Vesting period-4
Outstanding stock options (numbers) at the beginning of the year	-	-	-	-
Options (numbers) granted during the year	35,936	35,936	35,935	35,935
Options (numbers) exercised during the year	-	-	-	-
Outstanding options (numbers) at the end of the year	35,936	35,936	35,935	35,935
Weighted average exercise price (₹)	114.00	114.00	114.00	114.00
Vesting date	14 January 2026	14 January 2027	14 January 2028	14 January 2029

Fair value of options granted during the previous financial year 2024-25, has been determined using Black-Scholes model with following inputs:

Particulars	Grant 1			
	Vesting period-1	Vesting period-2	Vesting period-3	Vesting period-4
Date of grant	14 January 2025	14 January 2025	14 January 2025	14 January 2025
Stock price on the grant date (₹)	143.00	143.00	143.00	143.00
Exercise price (₹)	114.00	114.00	114.00	114.00
Expected term (years)	3.5 years	4.5 years	5.5 years	6.5 years
Weighted average fair value as on grant date (₹)	71.00	79.00	87.00	92.00
Expected price volatility	47.07%	48.84%	51.06%	50.47%
Risk free interest rate	6.68%	6.68%	6.72%	6.73%
Expected dividend yield	0.00%	0.00%	0.00%	0.00%

Risk Free return has been considered as Annual yield on Government securities for a term equal to the expected option life of the ESOP's available on the Financial Benchmarks India Private Limited website. Expected volatility calculation is based on historical daily closing stock prices of competitors using standard deviation of daily change in stock price. The minimum life of the stock option is the minimum period before which the options cannot be exercised and the maximum life is the period after which options cannot be exercised. The expected life has been considered based on average of maximum life and minimum life and may not necessarily be indicative of exercise patterns that may occur.

Summary of the expenses recognised in the statement of profit and loss: **(₹ in lacs)**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Share based payment expense	21.49	32.81

43. Disclosure pursuant to section 186(4) of The Companies Act, 2013 **(₹ in lacs)**

Nature of the transaction (Investments made / guarantees given)	Purpose	As at 31 March 2025	As at 31 March 2024
Investments in equity shares of wholly owned subsidiary	Repayment of borrowings		
Ester Filmtech Limited		43,500.00	37,300.00
Guarantees given to wholly owned subsidiary			
Corporate Guarantees given to lender (banks) of - Ester Filmtech Limited		49,052.92	51,149.60

44. Ratios

The ratios as at 31 March 2025 and 31 March 2024 are as follows:

Particulars	Numerator	Denominator	As at 31 March 2025	As at 31 March 2024	Variance (in %)	
Current ratio	Current assets	Current liabilities	1.85	1.43	29.64%	#
Debt-Equity ratio	Total debt[1]	Shareholder's equity	0.33	0.44	-25.52%	#

The ratios for the year ended 31 March 2025 and 31 March 2024 are as follows:

Particulars	Numerator	Denominator	As at 31 March 2025	As at 31 March 2024	Variance (in %)
Debt service coverage ratio	Earnings available for debt service[2]	Debt service[3]	0.69	0.21	223.11% *
Return on equity	Net profit after taxes	Average shareholder's equity	4.67%	(5.41%)	(186.33%) *
Inventory turnover ratio	Cost of goods sold	Average inventory	5.68	4.75	19.56%
Trade receivables turnover ratio	Net sales	Average accounts receivable	8.76	6.88	27.45% ##
Trade payables turnover ratio	Net credit purchases [5]	Average trade payables	23.75	22.59	5.12%
Net capital turnover ratio	Net sales	Closing working capital	5.76	6.68	(13.79%)
Net profit ratio	Net profit after taxes	Net sales	3.84%	(5.15%)	(174.53%) *
Return on capital employed (ROCE)	Earning before interest and taxes	Capital employed[4]	7.33%	(1.65%)	(543.79%) *
Return on investment	Gain from investment[6]	Cost of investment[7]	6.50%	15.21%	(57.28%) **

[1]Total debt represents short-term and long-term borrowings and total lease liabilities
[2]Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest on term loans and lease liabilities + other adjustments like loss on sale of fixed assets etc.
[3]Interest and lease payments during the year + Principal repayments during the year
[4]Tangible net worth (Total equity - other intangible assets) + Total debt + Deferred tax liabilities
[5]Cost of material consumed + Consumption of stores and spares + Consumption of packing material + Power and fuel + (Closing inventories of raw materials and Store and spares - opening inventories of raw materials and Store and spares).
[6]Gain/ loss on sale and change in fair value of mutual funds and commercial papers are considered for the purpose of computing return on investment.
[7]Cost of investment does not include bank deposits

Reason where change more than 25%
#Due to repayment of term loan and lower utilisation of working capital limit
##Due to increased turnover and better receivable management.
*Due to profits in current year as compared to loss in last financial year because of improved performance.
**Due to lower returns from equity-oriented mutual funds compared to the previous year.

45. Audit trail

The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

During the current year, the audit trail (edit logs) feature for any direct changes made at the database level was not enabled for the accounting software SAP S/4 HANA used for maintenance of books of account. The management will evaluate the implementation of audit logs at database level for all the accounting software in the next financial year.Furthermore, the audit trail has been preserved by the Company as per the statutory requirements for record retention from the date the audit trail was enabled for the accounting software.

46. Additional regulatory information not disclosed elsewhere in the standalone financials statements.

(a) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(b) The Company does not have any transactions with struck off companies under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956, except for the parties mentioned below

(₹ in lacs)

Name of the struck off company	Nature of transactions with struck off company	31 March 2025		31 March 2024	
		Transactions during the year	Closing Balance	Transactions during the year	Closing Balance
Shakun & Company (Services) Pvt. Ltd.*	Trade Payable	0.08	0.08	-	-
Global Packaging	Trade receivable	-	-	175.34	-
Stic-on Papers Pvt. Ltd.*	Trade receivable	20.87	-	12.32	-
A.M.P Polymers India Private Limited*	Advance from Customer	47.07	-	154.07	-
Kautilya Venture Capital Company Ltd	Shareholder (dividend paid)	-	-	0.04	-
Emerging Primary Securities Limited	Shareholder (dividend paid)	-	-	0.01	-

* These companies are struck off in the current year.

(c) The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

(d) The Company has complied with the number of layers of companies prescribed under the Companies Act, 2013.

(e) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(f) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

(g) No funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any persons or entities, including foreign entities ('the 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 ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries.

(h) No funds have been received by the Company from any persons or entities, including foreign entities ('the 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.

(i) The Company does not have 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.

(j) The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(k) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

47. No subsequent event occurred post balance sheet date which requires adjustment in the standalone financial statements for the year ended 31 March 2025.

48. The Board of directors at its meeting held on 21 May 2025, has recommended final dividend of Rs. 0.60 per equity share for the year ended 31 March 2025, subject to the approval of shareholder of the Company in the forthcoming Annual General Meeting.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

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

Sd/-	**Sd/-**	**Sd/-**	**Sd/-**	**Sd/-**
Sandeep Mehta **Partner** **Membership No.099410**	**Arvind Singhania** **Chairman & CEO** **DIN: 00934017**	**Pradeep Kumar Rustagi** **Executive Director - Corporate Affairs** **DIN: 00879345**	**Sourabh Agarwal** **Chief Financial Officer**	**Poornima Gupta** **Company Secretary** **Membership No.A49876**
Place: New Delhi **Date: 21 May 2025**	**Place: New Delhi** **Date: 21 May 2025**	**Place: New Delhi** **Date: 21 May 2025**	**Place: New Delhi** **Date: 21 May 2025**	**Place: New Delhi** **Date: 21 May 2025**

INDEPENDENT AUDITOR'S REPORT

To the Members of Ester Industries Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of Ester Industries Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and its joint venture, as listed in Appendix 1, which comprise the Consolidated Balance Sheet as at 31 March 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.

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

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, and its joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

5. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Revenue recognition – Sale of products Refer Note 4.5.1 and Note 25 to the accompanying consolidated financial statements for the material accounting policy on revenue recognition and details of revenue recognized during the year in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers ('Ind AS 115'). Revenue of the Group majorly comprises of revenue from sale of polyester films and specialty polymers. The Group sells its products through various distribution channels involving a high volume of sale transactions. The Group recognises revenue at a point in time when the control of products being sold is transferred to the customer and there is no unfulfilled obligation. The revenue is measured based on the transaction price specified in the contract, net of discounts and goods and services tax. Revenue recognition is determined to be an area involving significant audit risk primarily as there is a risk that revenue is recognised on sale of goods before the control in the goods is transferred and hence, requires significant auditor	Our audit procedures included, but were not limited, to the following: • Obtained an understanding of the process of identification and recording of revenue transactions and assessed the appropriateness of the Group's revenue recognition accounting policies in accordance with Ind AS 115; • Evaluated the design, implementation and tested the operating effectiveness of key controls over revenue recognition; • Performed substantive analytical procedures on revenue which included ratio analysis, product mix analysis, region wise analysis, etc; • Evaluated on a sample basis, the terms and conditions of the contracts, including incoterms to assess the accuracy and completeness of revenue recognised during the year in accordance with Ind AS 115; • On a sample basis, tested revenue transactions recorded during the year, and revenue transactions recorded

Key audit matter	How our audit addressed the key audit matter
attention. Revenue is also a key performance indicator of the Group and accordingly, testing occurrence of revenue transactions is a key focus area for our audit. Considering the volume of sales transactions, materiality of amount involved and significant attention required by auditor as mentioned above, revenue recognition has been considered as a key audit matter for the current year audit.	in the specific period before and after year-end, with supporting documents such as invoices, agreements with customers and proof of deliveries, to ensure that the correct amount of revenue is recorded in the correct period; • Performed other substantive audit procedures including obtaining debtor confirmations on a sample basis and reconciling revenue recorded during the year with statutory returns; • Tested manual journal entries impacting revenue including credit notes, claims etc., which were material or irregular in nature with supporting documents and evaluated business rationale thereof; and • Assessed the adequacy and appropriateness of disclosures made in the consolidated financial statement in accordance with the requirements of applicable accounting standards.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

6. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

   In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

   When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

7. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

8. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of the Group and of its joint venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

9. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group and of its joint venture.

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

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

11. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

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

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint venture, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the consolidated financial statements, of which we are the independent auditors.

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

13. 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.

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

Report on Other Legal and Regulatory Requirements

15. As required by section 197(16) of the Act, based on our audit, we report that the Holding Company incorporated in India whose financial statements have been audited under the Act have paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that subsidiaries and joint venture incorporated in India whose financial statements have been audited under the Act have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiaries and joint venture.

16. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued, of companies included in the consolidated financial statements and covered under the Act we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies.

17. As required by section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

b) Except for the matters stated in paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended)}, 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 consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;

e) On the basis of the written representations received from the directors of the Holding Company and its subsidiaries and joint venture and taken on record by the Board of Directors of the Holding Company its subsidiaries and joint venture, covered under the Act, none of the directors of the Holding Company , its subsidiaries, and joint venture, are disqualified as on 31 March 2025 from being appointed as a director in terms of section 164(2) of the Act.

f) The qualification relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in, paragraph 17(b) above on reporting under section 143(3)(b) of the Act and paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiary Ester Filmtech Limited covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure A' wherein we have expressed a/an unmodified opinion;

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

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, and its joint venture as detailed in Note 38 to the consolidated financial statements;

ii. The Holding Company and its subsidiaries, and joint venture did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2025;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, and its subsidiaries, and joint venture during the year ended 31 March 2025;

iv. a. The respective managements of the Holding Company and its subsidiaries, and joint venture incorporated in India whose financial statements have been audited under the Act have represented to us that, to the best of their knowledge and belief as disclosed in note 45(g) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiaries, and joint venture to or in any person or entity, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiaries, and joint venture ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

b. The respective managements of the Holding Company and its subsidiaries, and joint venture incorporated in India whose financial statements have been audited under the Act have represented to us, to the best of their knowledge and belief as disclosed in the note 45(h) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiaries, and joint venture from any person or entity, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiaries, and joint venture shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures performed by us as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. As stated in note 47 to the accompanying consolidated financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year ended 31 March 2025 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. As stated in Note 43B to the consolidated financial statements and based on our examination which included test checks, the Holding Company and its subsidiary (Ester Filmtech Limited) in respect of financial year commencing on 1 April 2024, have used an accounting software for maintaining their books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software except that, the audit trail feature was not enabled at the database level for accounting software to log any direct data changes, used for maintenance of all accounting records by the Holding Company and its subsidiary. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where such feature is enabled. Furthermore, the audit trail has been preserved by the Holding Company and its subsidiary as per the statutory requirements for record retention.

As stated in Note 43B of the consolidated financial statements and based on our examination, the joint venture, in respect of financial year commencing on 1 April 2024, have used an accounting software for maintaining their books of account which has a feature of recording audit trail (edit log) facility. However, the audit trail feature in the accounting software used for maintenance of books of account was not enabled throughout the year by the joint venture.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Sd/-
Sandeep Mehta
Partner
Membership No.: 099410
UDIN: 25099410BMTCXQ7133

Place: New Delhi
Date: 21 May 2025

Appendix 1

Name of the Holding Company
Ester Industries Limited

Name of the Subsidiaries Company
1. Ester Filmtech Limited
2. Ester Loop Infinite Technologies Private Limited (upto 11 February 2025)

Name of the Joint Venture Company
Ester Loop Infinite Technologies Private Limited (from 12 February 2025)

Annexure A

Independent Auditor's Report on the internal financial controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the consolidated financial statements of Ester Industries Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), and its joint venture as at and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies, and its joint venture company, which are companies covered under the Act, as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The respective Board of Directors of the Holding Company, its subsidiary companies, and its joint venture company, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to consolidated financial statements criteria established by the Group and its joint venture considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. The audit of internal financial controls with reference to financial statements of a joint venture company, which is a company covered under the Act, and reporting under section 143(3)(i) is exempted vide MCA notification no. G.S.R. 583(E) dated 13 June 2017 read in corrigendum dated 14 July 2017. Consequently, our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. 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 were established and maintained and if such controls operated effectively in all material respects.

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

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company, as aforesaid.

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

8. In our opinion, the Holding Company and its subsidiary company which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to consolidated financial statements criteria established by the Group 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 Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Sd/-
Sandeep Mehta
Partner
Membership No.: 099410
UDIN: 25099410BMTCXQ7133

Place: New Delhi
Date: 21 May 2025

CONSOLIDATED BALANCE SHEET as at 31 March 2025

(All amounts are ₹ in lacs, unless otherwise stated)

(₹ in lacs)

	Notes	As at 31 March 2025	As at 31 March 2024
ASSETS			
Non-current assets			
Property, Plant and Equipment	6A	97,627.47	98,741.62
Right of use asset	6B	56.09	56.85
Capital work-in-progress	6C	3,921.86	8,281.97
Intangible assets	6A	45.20	80.59
Financial Assets			
Investments	7A	1,679.60	-
Loans	8A	24.87	54.49
Other financial assets	9A	1,553.16	1,527.11
Income tax assets (net)	24A	147.35	434.03
Other non-current assets	10	1,707.86	794.41
Total non-current assets		**1,06,763.46**	**1,09,971.07**
Current assets			
Inventories	11	16,142.19	14,462.60
Financial Assets			
Investments	7B	5,801.28	6,927.03
Trade receivables	12	17,033.62	14,730.83
Cash and cash equivalents	13	2,256.39	9,996.59
Bank balances other than cash and cash equivalents	14	4,547.87	1,691.13
Loans	8B	64.12	35.93
Other financial assets	9B	198.36	59.90
Other current assets	15	4,483.88	6,431.04
Total current assets		**50,527.71**	**54,335.05**
Total Assets		**1,57,291.17**	**1,64,306.12**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	4,702.09	4,697.70
Other equity	17	72,549.88	67,056.66
Total equity		**77,251.97**	**71,754.36**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	18A	40,478.44	43,851.33
Lease liability	38	1.25	1.25
Provisions	19A	1,026.84	993.75
Deferred tax liabilities (net)	20	2,468.09	1,626.56
Other non-current liabilities	21A	2,879.11	3,149.03
Total non-current liabilities		**46,853.73**	**49,621.92**
Current liabilities			
Financial Liabilities			
Borrowings	18B	25,538.15	33,400.47
Trade payables	22		
a) total outstanding dues of micro enterprises and small enterprises		922.28	711.10
b) total outstanding dues of creditors other than micro enterprises and small enterprises		3,781.96	5,686.91
Other financial liabilities	23	1,678.26	1,689.48
Other current liabilities	21B	691.35	759.44
Provisions	19B	453.01	420.65
Income tax liabilities (net)	24B	120.46	261.79
Total current liabilities		**33,185.47**	**42,929.84**
Total Equity and Liabilities		**1,57,291.17**	**1,64,306.12**
Material accounting policy information	1-5		

The accompanying notes are integral part of the consolidated financial statements.
This is the consolidated Balance Sheet referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

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

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
Sandeep Mehta Partner Membership No.099410	Arvind Singhania Chairman & CEO DIN: 00934017	Pradeep Kumar Rustagi Executive Director - Corporate Affairs DIN: 00879345	Sourabh Agarwal Chief Financial Officer	Poornima Gupta Company Secretary Membership No.A49876
Place: New Delhi Date: 21 May 2025	Place: New Delhi Date: 21 May 2025	Place: New Delhi Date: 21 May 2025	Place: New Delhi Date: 21 May 2025	Place: New Delhi Date: 21 May 2025

CONSOLIDATED STATEMENT OF PROFIT AND LOSS for the year ended 31 March 2025

(All amounts are ₹ in lacs, unless otherwise stated)

(₹ in lacs)

	Notes	For the year ended 31 March 2025	For the year ended 31 March 2024
Income			
Revenue from operations	25 and 41	128,214.21	106,344.65
Other income	26	1,689.86	2,701.63
Total income		**1,29,904.07**	**1,09,046.28**
Expenses			
Cost of materials consumed	27A	79,245.11	76,110.51
Changes in inventories of finished goods and work-in-progress	27B	248.59	(626.56)
Employee benefits expense	28	7,115.45	6,367.77
Finance costs	29	6,732.69	7,036.28
Depreciation and amortisation expenses	6	6,875.25	6,802.64
Other expenses	30	26,885.94	26,855.72
Total expenses		**1,27,103.03**	**1,22,546.36**
Profit/ (loss) before share of (loss) of joint venture and tax		**2,801.04**	**(13,500.08)**
Share of loss of joint venture		(20.41)	-
Profit/ (loss) before tax		**2,780.63**	**(13,500.08)**
Tax expense	31		
Current tax		442.26	-
Tax earlier years		-	(8.20)
Deferred tax	20	968.55	(1,387.19)
Total tax expenses		**1,410.81**	**(1,395.39)**
Profit/ (loss) for the year		**1,369.82**	**(12,104.69)**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement loss on defined benefit plans	40	(71.24)	(100.86)
Income tax effect on items that will not be reclassified to profit and loss		17.63	24.44
Items that will be reclassified to profit or loss			
Effective portion of gain on hedging instruments in cost of hedge		6.90	-
Effective portion of loss on hedging instruments in cash flow hedge		(423.63)	-
Income tax effect on items that will be reclassified to profit and loss		109.38	-
Total other comprehensive (loss) for the year		**(360.96)**	**(76.42)**
Total comprehensive income / (loss)		**1,008.86**	**(12,181.11)**
Profit/ (loss) for the year		**1,369.82**	**(12,104.69)**
Attributable to owners of the Holding Company		1,369.82	(12,104.69)
Total other comprehensive (loss)/ income for the year, net of tax		**(360.96)**	**(76.42)**
Attributable to owners of the Holding Company		(360.96)	(76.42)
Total comprehensive income / (loss)		**1,008.86**	**(12,181.11)**
Attributable to owners of the Holding Company		1,008.86	(12,181.11)
Earnings per equity share			
Basic (₹)	32	1.46	(14.49)
Diluted (₹)		1.46	(14.49)

Material accounting policy information 1-5

The accompanying notes are integral part of the consolidated financial statements.
This is the consolidated statement of profit and loss referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

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

Sd/-
Sandeep Mehta
Partner
Membership No.099410

Sd/-
Arvind Singhania
Chairman & CEO
DIN: 00934017

Sd/-
Pradeep Kumar Rustagi
Executive Director - Corporate Affairs
DIN: 00879345

Sd/-
Sourabh Agarwal
Chief Financial Officer

Sd/-
Poornima Gupta
Company Secretary
Membership No.A49876

Place: New Delhi
Date: 21 May 2025

Place: New Delhi
Date: 21 May 2025

Place: New Delhi
Date: 21 May 2025

Place: New Delhi
Date: 21 May 2025

Place: New Delhi
Date: 21 May 2025

CONSOLIDATED CASH FLOW STATEMENT for the period ended 31 March 2025

(All amounts are ₹ in lacs, unless otherwise stated)

(₹ in lacs)

	Particulars	For the period ended 31 March 2025	For the year ended 31 March 2024
A	**Cash flow from operating activities**		
	Profit/ (loss) before tax	**2,780.63**	**(13,500.08)**
	Adjustments for:		
	Depreciation and amortisation expense	6,875.25	6,802.64
	Share based payment expense	21.49	32.81
	Loss on sale of property, plant and equipments (net)	42.22	102.80
	Finance costs	5,972.21	6,566.76
	Interest income on financials assets measured at amortised cost	(704.96)	(375.23)
	Unrealised foreign exchange (gain) / loss (net)	509.94	144.43
	Bad debts, advances and irrecoverable balances written off	13.70	84.52
	Profit on sale of investments (net)	(130.30)	(1,225.33)
	Cash flow hedge gain reclassifed from OCI	79.78	-
	Provisions/liabilities no longer required written back	(57.16)	(23.03)
	Mark to market loss on derivative contracts	179.59	(16.90)
	Income recognised on account of government assistance	(297.57)	(322.92)
	Allowance for expected credit loss and advances	28.03	8.64
	Gain on fair valuation of financial assets	(76.24)	(211.19)
	Share of loss of joint venture	20.41	-
	Provision/(reversal) for obsolete inventories	2.26	49.63
	Operating profit/ (loss) before working capital changes and other adjustments:	**15,259.28**	**(1,882.45)**
	Working capital changes and other adjustments:		
	Decrease/ (increase) in current and non-current loans	1.43	0.98
	Decrease/ (increase) in other non-current and current assets	1,958.13	1,121.86
	Decrease/ (increase) in inventories	(1,681.85)	2,710.78
	Increase/ (decrease) in other financial and non-financial liabilities	129.02	(669.46)
	Increase/ (decrease) in provisions	(5.79)	57.18
	(Increase) in other non-current and current financial assets	(107.56)	(169.21)
	Decrease/ (increase) in trade receivables	(2,445.45)	403.35
	Increase/ (decrease) in trade payables	(1,590.81)	3,000.81
	Cash flow from operating activities post working capital changes	**11,516.40**	**4,573.84**
	Income tax paid (net of refunds)	(296.92)	(195.78)
	Net cash flow from operating activities (A)	**11,219.48**	**4,378.06**
B	**Cash flows from investing activities**		
	Purchase of property plant and equipment (including capital work-in-progress and intangible assets)	(3,100.41)	(7,346.48)
	Proceeds from sale of property plant and equipments	126.71	166.54
	Proceeds from bank deposits	(2,564.74)	871.10
	Proceeds from pledged deposits (net)	(332.64)	72.29
	Interest received	642.01	507.34
	Investment in joint venture	(1,700.00)	-
	Investment in mutual funds and commercial papers	(7,323.61)	(3,141.86)
	Proceeds from sales of investment in mutual funds and commercial papers	8,604.24	13,042.47
	Net cash used in investing activities (B)	**(5,648.44)**	**4,171.40**

C	Cash flows from financing activities		
	Proceeds from issue of share capital	92.27	9,990.00
	Share issue expenses	-	(13.57)
	Proceeds from share warrants	4,375.00	-
	Proceeds from long-term borrowings	11,274.62	2,638.00
	Repayment of long-term borrowings	(18,358.44)	(12,096.78)
	Cash payment for interest portion of lease liabilities	(0.15)	(0.15)
	Proceeds/(repayments) from short-term borrowings (net)	(4,898.41)	4,613.92
	Finance cost paid	(5,796.13)	(6,102.78)
	Dividend paid	-	(416.97)
	Net cash flow in financing activities (C)	**(13,311.24)**	**(1,388.33)**
D	**Net increase in cash and cash equivalents (A+B+C)**	**(7,740.20)**	**7,161.13**
E	Cash and cash equivalents at the begining of the year (refer note no. 13)	9,996.59	2,835.46
F	**Cash and cash equivalents at the end of the year (D+E) (refer note no. 13)**	**2,256.39**	**9,996.59**

Reconcilation of cash and cash equivalents as per cash flow statement		
Cash in hand	4.82	3.32
Balances with banks:		
In current accounts	82.86	2.03
Bank deposits with original maturity upto 3 months	2,168.71	9,991.24
Total of cash and cash equivalents	**2,256.39**	**9,996.59**

This is the consolidated cash flow statement referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Sd/-
Sandeep Mehta
Partner
Membership No.099410

Place: New Delhi
Date: 21 May 2025

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

Sd/-
Arvind Singhania
Chairman & CEO
DIN: 00934017

Place: New Delhi
Date: 21 May 2025

Sd/-
Pradeep Kumar Rustagi
Executive Director -
Corporate Affairs
DIN: 00879345

Place: New Delhi
Date: 21 May 2025

Sd/-
Sourabh Agarwal
Chief Financial Officer

Place: New Delhi
Date: 21 May 2025

Sd/-
Poornima Gupta
Company Secretary
Membership No.A49876

Place: New Delhi
Date: 21 May 2025

CONSOLIDATED STATEMENT OF CHANGE IN EQUITY as at 31 March 2025

(All amounts are ₹ in lacs, unless otherwise stated)

Equity share capital (₹ in lacs)

Particulars	Opening balance as at 01 April 2023	Changes in equity share capital during the year	Balance as at 31 March 2024	Changes in equity share capital during the year	Balance as at 31 March 2025
Equity share capital	4,169.69	528.01	4,697.70	4.39	4,702.09

Other equity (₹ in lacs)

Particulars	Reserves and surplus						Items of OCI		Money received against share warrants	Total
	Securities premium	Capital reserve	Capital redemption reserve	General reserve	Share options outstanding account	Retained earnings	Effective portions of cash flow hedge	Effective portions of cost of hedge		
Balance as at 31 March 2023	**6,121.01**	**3,520.74**	**335.37**	**1,528.16**	**109.83**	**58,558.40**	-	-	-	**70,173.51**
Loss for the year	-	-	-	-	-	(12,104.69)	-	-	-	**(12,104.69)**
Other comprehensive income										
Re-measurement losses on defined benefit plans (net of tax)	-	-	-	-	-	(76.42)	-	-	-	**(76.42)**
Share based payment expense (Refer note 42)	-	-	-	-	32.81	-	-	-	-	**32.81**
Issue of share capital on preferential allotment	9,461.99	-	-	-	-	-	-	-	-	**9,461.99**
Share issue expenses	(13.57)	-	-	-	-	-	-	-	-	**(13.57)**
Transactions with owners										
Dividend paid	-	-	-	-	-	(416.97)	-	-	-	**(416.97)**
Balance as at 31 March 2024	**15,569.43**	**3,520.74**	**335.37**	**1,528.16**	**142.64**	**45,960.32**	-	-	-	**67,056.66**
Profit for the year	-	-	-	-	-	1,369.82	-	-	-	**1,369.82**
Other comprehensive income										
Re-measurement losses on defined benefit plans (net of tax)	-	-	-	-	-	(53.61)	-	-	-	**(53.61)**
Effective portion of (loss)/gain on hedging instruments in cash flow hedge (net of tax)	-	-	-	-	-	-	(314.25)	-	-	**(314.25)**
Effective portion of (loss)/gain on hedging instruments in cost of hedge (net of tax)	-	-	-	-	-	-	-	6.90	-	**6.90**
Share based payment expense	-	-	-	-	21.48	-	-	-	-	**21.48**
Exercise of Employee Stock Option	142.49	-	-	-	(54.61)	-	-	-	-	**87.88**
On account of lapse of Employee Stock Option	-	-	-	32.03	(32.03)	-	-	-	-	**-**
Money received against share warrants	-	-	-	-	-	-	-	-	4,375.00	**4,375.00**
Balance as at 31 March 2025	**15,711.92**	**3,520.74**	**335.37**	**1,560.19**	**77.49**	**47,276.53**	**(314.25)**	**6.90**	**4,375.00**	**72,549.88**

This is the consolidated statement of change in equity refered to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Sd/-
Sandeep Mehta
Partner
Membership No.099410

Place: New Delhi
Date: 21 May 2025

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

Sd/-
Arvind Singhania
Chairman & CEO
DIN: 00934017
Place: New Delhi
Date: 21 May 2025

Sd/-
Pradeep Kumar Rustagi
Executive Director - Corporate Affairs
DIN: 00879345
Place: New Delhi
Date: 21 May 2025

Sd/-
Sourabh Agarwal
Chief Financial Officer
Place: New Delhi
Date: 21 May 2025

Sd/-
Poornima Gupta
Company Secretary
Membership No.A49876
Place: New Delhi
Date: 21 May 2025

for the year ended 31 March 2025

(All amounts are ₹ in lacs, unless otherwise stated)

1. Nature of operations

Ester Industries Limited ('the Holding Company') and its subsidiaries (together referred to as 'the Group') and its joint venture manufacture polyester film and Specialty Polymer. The Holding company is domiciled in India and its registered office is situated at Pilibhit Road, Sohan Nagar PO – Charubeta, Khatima District – Udham Singh Nagar, Uttarakhand – 262308.

2. General information and compliance with Ind AS

These consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act. The Group has uniformly applied the accounting policies for the periods presented. The Holding Company is listed on the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE).

The consolidated financial statements for the year ended 31 March 2025 along with the comparative financial information were authorized and approved for issue by the Board of Directors on 21 May 2025.

The revision to the consolidated financial statements is permitted by the Board of Directors after obtaining necessary approvals or at the instance of regulatory authorities as per provisions of the Act.

The consolidated financial statements have been prepared on going concern basis in accordance with generally accepted accounting principles in India. Further, the consolidated financial statements have been prepared on a historical cost basis except for following items:

Items:	Measurement basis
Certain financial assets and liabilities.	Fair value as explained in relevant accounting policies.
Net defined benefits (assets)/liability	Fair value of plan assets less present value of defined benefits obligations.
Share based payment	Fair value as explained in relevant accounting policies.

3. Basis of Consolidation

Subsidiaries

Subsidiary is the entity over which the Holding Company has control. The Holding Company controls an entity when the Holding Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. The Holding Company can have power over the investee even if it owns less than majority voting rights i.e. rights arising from other contractual arrangements.

Subsidiary is fully consolidated from the date on which control is transferred to the Holding Company. Statement of profit and loss (including other comprehensive income ('OCI')) of subsidiary acquired ordisposed of during the period are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable.

The consolidated financial statements are presented, to the extent possible, in the same format as that adopted by the Holding Company for its separate financial statements.

Intercompany transactions, balances and unrealised gains or losses on transactions between Holding Company and its subsidiary are eliminated. Accounting policies of subsidiary is consistent with the policies adopted by the Holding Company.

Loss of Control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

Equity-accounted investment

The Group's interests in equity-accounted investments comprise interests in joint venture.

A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in the joint venture are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and OCI of equity-accounted investees, until the date on which significant influence or joint control ceases.

4. Summary of material accounting policies

The consolidated financial statements have been prepared using the material accounting policies and measurement basis summarised below. These were used throughout all periods presented in the consolidated financial statements.

4.1 Current versus non-current classification

All assets and liabilities are classified into current and non-current.

Assets

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

- it is expected to be realised in, or is intended for sale or consumption in, the Group's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realised within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12months after the reporting period.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

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

- it is expected to be settled in the Group's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting period; or
- The Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include the current portion of non current financial liabilities. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating cycle

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Based on the nature of operations and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle being a period of 12 months for the purpose of classification of assets and liabilities as current and non- current.

4.2 Property, plant and equipment (PPE) and capital work in progress

Recognition and initial measurement

Property plant and equipment, capital work in progress are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories

Expenditure related to and incurred on implementation of new project is included under capital work-in-progress until the relevant assets are ready for its intended use. All other expenditure (including trail run/test run expenditures) during construction/erection period (net of income) are shown as part of pre-operative expenditure allocation/capitalisation and the same is allocated to the respective asset on completion of its construction/erection.

Capital work-in-progress represents expenditure incurred in respect of capital projects and are carried at cost. Cost comprises of purchase cost, related acquisition expenses, development / construction costs, borrowing costs and other direct expenditure.

Subsequent measurement (depreciation and useful lives)

Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at, based on the useful life estimated by the management. The identified components are depreciated separately over their respective useful life; the remaining components are depreciated over the life of the principal asset. The Group has used the following useful lives to provide depreciation on its property, plant and equipment.

Asset class	Useful life
Factory buildings*	2 to 51 years
Administrative buildings*	5 to 58 years
Plant and equipment*	2 to 60 years
Furniture and fixtures*	2 to 20 years
A.C. and Refrigeration	3 to 20 years
Office equipment*	2 to 14 years
Computers*	3 to 6 years
Vehicles	5 to 8 years

Depreciation on the amount of additions made to fixed assets due to upgradations / improvements is provided over the remaining useful life of the asset to which it relates. Depreciation on fixed assets added/disposed off during the year is provided on a pro-rata basis to the date, the asset is retired from active use.

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

*For these class of assets, based on detailed technical assessment, the management believes that the useful life as given above best represents the period over which management expects to use these assets. Hence, the useful life for these assets is different from the useful life as prescribed under Part C of Schedule II of the Companies Act, 2013.

De-recognition

An item of property, plant and equipment and any significant component initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset/significant component (calculated as the difference between the net disposal proceeds and the carrying amount of the asset/significant component) is recognised in statement of profit and loss, when the asset is derecognised.

4.3 Intangible assets

Recognition and initial measurement

Intangible assets (softwares and patents) are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent measurement (amortisation)

Software's are amortized on a straight-line basis over its useful life, which is considered to be of a period of three years.

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

The amortisation expense on intangible assets with finite life is recognised in the statement of profit and loss under the head Depreciation and amortisation expense.

De-recognition

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal.

4.4 Inventories

Inventories are valued as follows:

Raw materials, components and stores and spares

Raw materials, components, stores and spares are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on a moving weighted average basis. Stores and spares which do not meet the definition of property, plant and equipment are accounted as inventories.

Work-in-progress and finished goods

Work-in-progress and finished goods is measured at lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost is determined on moving weighted average basis.

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

Provision for obsolescence and slow moving inventory is made based on management's best estimates of net realisable value of such inventories.

4.5 Revenue recognition

4.5.1: Revenue from contracts with customers

Revenue arises mainly from the sale of manufactured goods. To determine whether to recognise revenue, the Group follows a 5-step process:

1) Identifying the contract with a customer
2) Identifying the performance obligations
3) Determining the transaction price
4) Allocating the transaction price to the performance obligations
5) Recognising revenue when/as performance obligation(s) are satisfied.

Revenue is measured at transaction price (net of variable consideration), which is the consideration, net of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as goods and services tax (GST). In case of multi-element revenue arrangements, which involve delivery or performance of multiple products, services, evaluation will be done of all deliverables in an arrangement to determine whether they represent separate units of accounting at the inception of arrangement. Total arrangement consideration related to the bundled contract is allocated among the different elements based on their relative fair values (i.e., ratio of the fair value of each element to the aggregated fair value of the bundled deliverables). In case the relative fair value of different components cannot be determined on a reasonable basis, the total consideration is allocated to the different components based on residual value method. The Group applies the revenue recognition criteria to each separately identifiable component of the revenue transaction as set out below.

Advance from customers ("contract liability") is recognised when the Group has received consideration from the customer before it delivers the goods.

Sale of goods

Revenue from sale of goods is recognized when control over ownership of the goods have been passed to the buyer. The performance obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms. The Group collects GST on behalf of the government and, therefore, these are not economic benefits flowing to the Group. Hence, they are excluded from revenue.

Export benefits

Export benefits constituting duty draw back, merchandise export from India scheme and advance license scheme are accounted for on accrual basis when there is reasonable assurance that the Group will comply with the conditions attached to them and the export benefits will be received. Export benefits under duty draw back and merchandise export from India scheme are considered as other operating income.

4.5.2: Other income

Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions. Government grants relating to the purchase of property, plant and equipment are recognised as deferred income and are credited to statement of profit and loss based on the conditions for which the grant was obtained and presented within other income.

Interest

Interest income is recorded on accrual basis using the effective interest rate (EIR) method.

Insurance claims income

Claims receivable on account of insurance are accounted for to the extent the Group is reasonably certain of their ultimate collection.

4.6 Leases

The Group as a lessee

The Group's leased asset primarily consists of lease for land and building, including warehouses and related facilities. The Group assesses whether a contract contains a lease, at inception of a contract. 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. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized 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. They are 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.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis except where scheduled increase in rent compensate the lessor for expected inflationary costs.

4.7 Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. While the Standard requires the estimation of the discount rate on a pre-tax basis, in theory the discounting post-tax cash flows on post-tax discount rate and discounting pre-tax cash flows on pre-tax discount rates should yield the same results. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year. Impairment losses are recognized in the statement of profit and loss.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss.

4.8 Foreign currency

Functional and presentation currency

The consolidated financial statements are presented in Indian Rupee ('₹') which is also the functional and presentation currency of the Group.

Initial recognition

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transaction.

Exchange difference

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

4.9 Financial instruments

Initial recognition and measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument. Financial assets (except for trade receivables) and financial liabilities are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Trade receivables are initially measured at the transaction price. Subsequent measurement of financial assets and financial liabilities is described below.

Non-derivative financial assets

Subsequent measurement

i **Financial assets carried at amortised cost** – A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

ii. **Investments in equity instruments of joint venture** – Investments in equity instruments of joint venture are accounted for at cost in accordance with Ind AS 27 Separate Financial Statements. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in joint venture, the difference between net disposal proceeds and carrying amounts are recognised in the Statement of Profit and Loss.

iii. **Investments in other equity instruments** – Investments in equity instruments which are held for trading are classified as at fair value through profit or loss (FVTPL). For all other equity instruments, the Group makes an irrevocable choice upon initial recognition, on an instrument by instrument basis, to classify the same either as at fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL). Amounts presented in other comprehensive income are not subsequently transferred to profit or loss. However, the Group transfers the cumulative gain or loss within equity. Dividends on such investments are recognized in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment.

iv. **Investments in mutual funds** – The Group has measured its investment in mutual fund at FVTPL in its financial statements. Profit or loss on fair value of mutual fund is recognised in statement of profit and loss.

De-recognition of financial assets

A financial asset is primarily de-recognised when the contractual rights to receive cash flows from the asset have expired or the Group has transferred its rights to receive cash flows from the asset.

Non-derivative financial liabilities

Subsequent measurement

Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortised cost using the effective interest method.

De-recognition of financial liabilities

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

Derivative financial instruments and hedge accounting

The Group uses derivative financial instruments such as interest rate swaps to hedge its variable interest rate risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value at the end of each reporting period. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to profit or loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

For the purpose of hedge accounting, hedges are classified as:

- Fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment.
- Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Group's risk management objective and strategy for undertaking hedge, the hedging/economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Hedges that meet the strict criteria for hedge accounting are accounted for, as described below:

i) Fair value hedges: Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in statement of profit and loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

ii) Cash flow hedges: The effective portion of changes in the fair value of the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any ineffective portion is recognised immediately in statement of profit and loss.

The Group has entered into certain forward (derivative) contracts to hedge risks which are not designated as hedges. These derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. Any profit or loss arising on cancellation or renewal of such derivative contract is recognised as income or as expense in statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

4.10 Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets. The Group assesses on forward looking basis the expected credit losses associated with its assets and impairment methodology applied depends on whether there has been a significant increase in credit risk. An impairment loss is recognised based on the 12 months probability of default or life time probability of default and the expected loss good default estimated for each financial asset.

Trade receivables

In respect of trade receivables, the Group applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

Other financial assets

In respect of its other financial assets, the Group assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Group measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Group uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Group compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Group assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

4.11 Income taxes

Tax expense recognized in statement of profit and loss comprises the sum of deferred tax and current tax except the ones recognized in other comprehensive income or directly in equity.

Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

Deferred tax liabilities are generally recognised in full for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Group's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity).

The Group offsets current tax assets and current tax liabilities; deferred tax assets and deferred tax liabilities; where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

4.12 Cash and cash equivalents

Cash and cash equivalents include cash in hand, balance with banks in current in current accounts and other short term highly liquid investments with original maturity of three months and less.

4.13 Employee benefits

Provident fund

Contribution towards provident fund for certain employees is made to the regulatory authorities, where the Group has no further obligations. Such benefits are classified as defined contribution plan as the Group does not carry any further obligations, apart from the contributions made on a monthly basis. In addition, for other employees, the provident fund trust set-up by the Group is treated as a defined benefit plan to the extent the Group has to meet the interest shortfall, if any. Accordingly, the contribution paid or payable and the interest shortfall, if any is recognized as an expense in the period in which services are rendered by the employee.

Gratuity

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of the defined benefit/obligation at the balance sheet date, together with adjustments for unrecognized actuarial gains or losses and past service costs. The defined benefit/obligation is calculated at or near the balance sheet date by an independent actuary using the projected unit credit method. This is based on standard rates of inflation, salary growth rate and mortality. Discount factors are determined close to each year-end by reference to market yields on government bonds that have terms to maturity approximating the terms of the related liability. Service cost on the Group's defined benefit plan is included in employee benefits expense. Net interest expense on the net defined benefit liability is included in finance costs. Actuarial gains/losses resulting from re-measurements of the liability are included in other comprehensive income.

Compensated absences

The Group also provides benefit of compensated absences to its employees which are in the nature of long -term employee benefit plan. Liability in respect of compensated absences becoming due and expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method as on the reporting date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recorded in the statement of profit and loss in the year in which such gains or losses arise.

Superannuation fund

Contribution made towards superannuation fund (funded by payments to Life Insurance Corporation of India) is charged to statement of profit and loss on accrual basis.

Short-term employee benefits

Short-term employee benefits comprise of employee costs such as salaries, bonus etc. is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

4.14 Provisions

Provisions are recognized when the Group has a present obligation as a result of past events, for which it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. Provisions required to settle are reviewed regularly and are adjusted where necessary to reflect the current best estimates of the obligation. Provisions are discounted to their present values, where the time value of money is material.

4.15 Contingent liabilities and contingent assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

Contingent assets are neither recognized nor disclosed. However, when realization of income is virtually certain, related asset is recognized.

4.16 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue, right issue and share split transaction.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

4.17 Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker is considered to be the Board of Directors who makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments.

The Group's operating businesses are organized and managed separately according to the nature of products, with each segment representing a strategic business unit that offers different products and serves different markets. The identified segments are Manufacturing and Sale of Polyester film and Specialty Polymer.

Inter segment transfers

Inter segment transfers of goods, as marketable products produced by separate segments of the Group for captive consumption, are not accounted for in the books of account of the Group. For the purpose of segment disclosures, however, inter segment transfers have been taken at cost.

Allocation of common costs

Common allocable costs are allocated to each segment on a logical and reasonable basis.

Unallocated items

Corporate income and expense are considered as a part of un-allocable income and expense, which are not identifiable to any business segment.

4.18 Significant management judgement and estimates

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the related disclosures.

Significant management judgements

Recognition of deferred tax assets – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Group's future taxable income against which the deferred tax assets can be utilized.

Evaluation of indicators for impairment of assets – The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

Contingent liabilities – At each balance sheet date basis the management judgment, changes in facts and legal aspects, the Group assesses the requirement of provisions against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgement.

Significant estimates

Defined benefit obligation (DBO) – Management's estimate of the DBO is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Useful lives of depreciable/amortisable assets – Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utilisation of assets.

Allowance for expected credit losses – The allowance for doubtful debts reflects management's estimate of losses inherent in its credit portfolio. This allowance is based on Group's estimate of the losses to be incurred, which derives from past experience with similar receivables, current and historical past due amounts, write-offs and collections, the careful monitoring of portfolio credit quality and current and projected economic and market conditions. Should the present economic and financial situation persist or even worsen, there could be a further deterioration in the financial situation of the Group's debtors compared to that already taken into consideration in calculating the allowances recognised in the consolidated financial statements.

Allowance for obsolete and slow-moving inventory - The allowance for obsolete and slow-moving inventory reflects management's estimate of the expected loss in value and has been determined on the basis of past experience and historical and expected future trends in the market. A worsening of the economic and financial situation could cause a further deterioration in conditions compared to that taken into consideration in calculating the allowances recognized in the consolidated financial statements.

Provisions – At each balance sheet date basis management estimate, changes in facts and legal aspects, the Group assesses the requirement of provisions against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgement.

Impairment of non-financial assets - If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

4.19 Non-current assets held for sale and discontinued operations

Non-current assets (or disposal groups) are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. The appropriate level of management must be committed to a plan to sell, an active programme to locate a buyer and complete the plan has been initiated, the sale is considered highly probable and is expected within one year from the date of classification. Non-current assets (or disposal groups) held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately from other assets and liabilities in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised. A discontinued operation is a component of the Group that either has been disposed of, or is classified as held for sale, and:

a) Represents a separate major line of business or geographical area of operations,

b) Is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations, or

c) Is a subsidiary acquired exclusively with a view to resale.

Discontinued operations are excluded from the results of continuing operations and are presented separately in the statement of profit and loss.

4.20 Share based payment

Employees of the Holding Company receive remuneration in the form of share-based payments in consideration of the services rendered (equity settled transactions).

Under the equity settled share-based payment, the fair value on the grant date of the Options given to employees is recognised as 'employee benefit expense' with a corresponding increase in equity over the vesting period. The fair value of the options on the grant date is calculated using an appropriate valuation model.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity. An additional expense is recognised for any modification that increases the total fair value of the shares-based payments transactions, or is otherwise beneficial to the employee as measured at the date of modification.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share. When the options are exercised, the Holding Company issues fresh equity shares.

5. Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. 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 Group w.e.f. April 1, 2024. The Group has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Further MCA has notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, with respect to lack of exchangeability and this will be applicable to the Company for reporting periods beginning on or after 1 April 2025.

6A. Property, Plant and Equipment and Intangible Assets (₹ in lacs)

Particulars	Property, Plant and Equipment							Intangible Assets	
	Land-Freehold	Building	Vehicles	Office Equipments	Furniture & Fixtures	Plant And Machinery	Total	Software	Total
Gross carrying amount									
As at 01 April 2023	**7,200.40**	**15,643.55**	**759.02**	**508.44**	**500.49**	**91,982.90**	**116,594.80**	**410.19**	**410.19**
Additions	-	691.97	176.63	40.21	26.37	7,147.96	**8,083.14**	1.44	**1.44**
Disposal/adjustments	-	(168.51)	(64.12)	(151.18)	-	(690.40)	**(1,074.21)**	(43.80)	**(43.80)**
As at 31 March 2024	**7,200.40**	**16,167.01**	**871.53**	**397.47**	**526.86**	**98,440.46**	**1,23,603.73**	**367.83**	**367.83**
Additions	64.04	44.91	263.93	90.61	8.03	5,395.19	**5,866.71**	2.53	**2.53**
Disposal/adjustments	-	-	(76.33)	(12.20)	(25.44)	(341.59)	**(455.56)**	-	-
As at 31 March 2025	**7,264.44**	**16,211.92**	**1,059.13**	**475.88**	**509.45**	**1,03,494.06**	**1,29,014.88**	**370.36**	**370.36**
Accumulated depreciation and amortisation									
As at 01 April 2023	-	**1,437.06**	**95.33**	**146.86**	**174.50**	**17,061.05**	**18,914.80**	**281.34**	**281.34**
Depreciation and amortisation charge for the year	-	620.60	137.84	95.71	47.95	5,852.23	**6,754.33**	47.55	**47.55**
Disposal/adjustments	-	(64.97)	(46.20)	(142.22)	-	(553.63)	**(807.02)**	(41.65)	**(41.65)**
As at 31 March 2024	-	**1,992.69**	**186.97**	**100.35**	**222.45**	**22,359.65**	**24,862.11**	**287.24**	**287.24**
Depreciation and amortisation charge for the year	-	630.60	138.82	99.44	45.30	5,922.42	**6,836.58**	37.92	**37.92**
Disposal/adjustments	-	-	(26.22)	(9.00)	(18.88)	(257.18)	**(311.28)**	-	-
As at 31 March 2025	-	**2,623.29**	**299.57**	**190.79**	**248.87**	**28,024.89**	**31,387.41**	**325.16**	**325.16**
Net block									
As at 01 April 2023	**7,200.40**	**14,206.49**	**663.69**	**361.58**	**325.99**	**74,921.85**	**97,680.00**	**128.85**	**128.85**
As at 31 March 2024	**7,200.40**	**14,174.32**	**684.56**	**297.12**	**304.41**	**76,080.81**	**98,741.62**	**80.59**	**80.59**
As at 31 March 2025	**7,264.44**	**13,588.63**	**759.56**	**285.09**	**260.58**	**75,469.17**	**97,627.47**	**45.20**	**45.20**

Footnotes:

(i) Refer note 38B for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(ii) Refer note 18 for information on property, plant and equipment pledged as security by the group.

6B. Right of use asset (₹ in lacs)

Particulars	Land
Gross carring amount	
As at 31 March 2023	**59.88**
Additions	-
As at 31 March 2024	**59.88**
Additions	-
As at 31 March 2025	**59.88**

(₹ in lacs)

Accumulated depreciation	
As at 31 March 2023	**2.27**
Charge for the year	0.76
Disposal on lease	
As at 31 March 2024	**3.03**
Charge for the year	0.76
Disposal on lease	-
As at 31 March 2025	**3.79**
Net carrying amount	-
As at 31 March 2024	**56.85**
As at 31 March 2025	**56.09**

6C. Capital work-in-progress

(₹ in lacs)

Description	Amount
As at 31 March 2023	**7876.55**
Additions	5,931.58
Capitalised	(5526.16)
As at 31 March 2024	**8,281.97**
Additions	687.20
Capitalised	(5043.73)
Disposal	(3.58)
As at 31 March 2025	**3,921.86**

The capital work-in- progress ageing schedule for the years ended 31 March 2025 and 31 March 2024 is as follows:

Amount in capital work-in-progress 31 March 2025

(₹ in lacs)

Description	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capital work-in-progress	127.08	1.86	13.78	7.06	**149.78**
Capital work-in-progress temporarily suspended	33.59	2,351.68	1,321.24	65.57	**3,772.08**

Amount in capital work-in-progress 31 March 2024

(₹ in lacs)

Description	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capital work-in-progress	4,092.13	3,515.35	446.27	5.24	**8,058.99**
Capital work-in-progress temporarily suspended	-	220.16	-	2.82	**222.98**

There are no capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original/ revised plan.

7A. Investments		
	As at 31 March 2025	As at 31 March 2024
A) Non-current		
Investment accounted for using the equity method		
Joint Venture		
Ester Loop Infinite Technology- equity Shares (unquoted)#	1,679.60	-
[17,000,000 (31 March 2024 : Nil) shares of ₹ 10 each]		
	1,679.60	**-**

#Accounted using Equity Method (refer note 44B)

On 1 May 2024, the Holding Company entered into a partnership agreement with Loop Industries Inc., headquartered in Canada, to establish a 50:50 joint venture in India, referred to as the 'India JV.' The India JV aims to construct and manage an infinite loop manufacturing facility in India, which will produce DMT and/or MEG through the depolymerisation of PET and/or Polyester waste utilizing Loop's patented technology. On 22 July 2021, the Holding Company established a private limited entity named 'ESTER LOOP INFINITE TECHNOLOGIES PRIVATE LIMITED (ELITe)' in India and 100% shares of ELITe were held by the Holding Company. On 12 February 2025, ELITe transitioned into a joint venture through the issuance of new shares to Loop Industries Inc., resulting in Loop holding 50% or ELITe's share capital. Accordingly ELITe was accounted as a subsidiary till 12 February 2025 and subsequently as a joint venture.

7B. Investments		(₹ in lacs)
Quoted instruments	**As at 31 March 2025**	**As at 31 March 2024**
Current		
Investments carried at fair value through profit and loss - Mutual funds and commercial papers		
ICICI Prudential blue chipfund-Direct Plan Growth	-	62.77
Units NIL (31 March 2024 : 59,895.49)		
360 One Prime Limited CP	-	1,498.61
Units NIL (31 March 2024 : 300)		
IIFL Wealth Prime Ltd 31 Jul 2024	-	1,010.79
Units NIL (31 March 2024 : 89.00)		
KMIL 27-Aug-24 MLD	-	1,599.79
Units NIL (31 March 2024 : 145)		
MIRAE ASSET Large Cap Fund -Direct Plan -Growth	-	50.66
Units NIL (31 March 2024 : 47,193.91)		
UTI Flexi Cap Fund -Direct Plan Growth	-	41.92
Units NIL (31 March 2024 : 14,557.39)		
IIFL Commercial Yield Fund	1,124.20	1,086.91
Units 97,65,708.95 (31 March 2024 : 97,65,708.95)		
HDFC Credit Risk Debt Fund Collections	-	335.73
Units NIL (31 March 2024 : 14,36,806.111)		
UTI Flexi Cap Fund -Direct Plan Growth	-	208.58
Units NIL (31 March 2024 : 72,440.58)		
BOI Liquid fund-Flexi Cap Fund	142.26	135.40
Units 4,48,351.688 (31 March 2024 : 4,48,351.688)		
BOI Liquid fund-Flexi Cap Fund	71.13	67.71
Units 2,24,175.844 (31 March 2024 : 2,24,175.844)		
Tata Arbitrage Fund	279.43	260.60

Units 19,77,123.542 (31 March 2024 : 19,77,123.542)		
Tata Equity Plus Absolute Returns Fund	272.40	262.31
Units 25,015.774 (31 March 2024 : 25,015.774)		
BOB Mutual Fund BNP Paribas	-	204.28
Units NIL (31 March 2024 : 19,02,872.534)		
Boi Mutual Fund Nfo Collection A/C	-	100.97
Units NIL (31 March 2024 : 9,99,950.002)		
MNCL Capital Compounder Fund 2	323.55	-
Units 3,00,000 (31 March 2024 : NIL)		
Bank of India Multi Asset Allocation Fund Regular Plan - Growth 1,00,00,000.00	171.19	-
Units 20,35,520.27 (31 March 2024 : NIL)		
BARODA BNP PARIBAS ARBITRAGE FUND- DIRECT GROWTH (AR-DG-G)	208.38	-
Units 12,50,312.60 (31 March 2024 : NIL)		

Quoted instruments	**As at 31 March 2025**	**As at 31 March 2024**
ICICI Prudential Multi-Asset Fund	402.78	-
Units 55,960.02 (31 March 2024 : NIL)		
Aditya Birla Sun Life MoneyManager Fund	414.12	-
Units 1,14,062.01 (31 March 2024 : NIL)		
SBI Magnum Gilt Fund	413.30	-
Units 6,32,648.51 (31 March 2024 : NIL)		
UTI Multi Asset Allocation Fund	484.14	-
Units 6,91,940.84 (31 March 2024 : NIL)		
Baroda BNP Paribas Nifty 200 Momentum 30 Index Fund Regular Growth (NM-RG-G)	18.71	-
Units 2,49,977.50 (31 March 2024 : NIL)		
BANK of INDIA Consumption Fund Regular Plan - Growth (CFRGG)	381.58	-
Units 39,99,800.01 (31 March 2024 : NIL)		
ICICI Pru Bluechip Fund	204.62	-
Units 1,98,817.77 (31 March 2024 : NIL)		
HDFC Balanced Advantage Fund	203.37	-
Units 41,476.42 (31 March 2024 : NIL)		
Bank of India Mutual Fund NFO	202.55	-
Units 19,99,900.01 (31 March 2024 : NIL)		
360 ONE PRIME LTD 179 DAYS 25-AUG-25	483.57	-
Units 100 (31 March 2024 : NIL)		
Total current investment	**5,801.28**	**6,927.03**
Aggregate amount of quoted investments (this represents market value as well)	**5,801.28**	**6,927.03**
Aggregate amount of impairment in the value of investments	**-**	**-**

8. Loans	(₹ in lacs)	
	As at 31 March 2025	As at 31 March 2024
A) Non-current		
Loans considered good- unsecured		
Loans to employees	24.87	54.49
Total non-current loans (A)	**24.87**	**54.49**
B) Current		
Loans considered good- unsecured		
Loans to employees	64.12	35.93
Total current loans (B)	**64.12**	**35.93**
Total loans (A+B)	**88.99**	**90.42**

There are no debt/ loans due by directors or other officers of the group or any of them either severally or jointly with any other person or amounts due by firms or private Companies respectively in which any director is a partner or a director or a member.

9. Other financial assets	(₹ in lacs)	
	As at 31 March 2025	As at 31 March 2024
A) Non-current (carried at amortised cost)		
(Unsecured considered good)		
Bank deposits with maturity of more than 12 months (refer note 14)	306.58	283.06
Security deposits*	1,246.58	1,244.05
Total non-current other financial assets (A)	**1,553.16**	**1,527.11**
B) Current		
(Unsecured considered good)		
Insurance claim recoverable	90.00	-
Security deposits (carried at amortised cost)	59.78	59.90
Others (carried at amortised cost)	48.58	-
Total current other financial assets (B)	**198.36**	**59.90**
Total other financial assets(A+B)	**1,751.52**	**1,587.01**

*Deposits includes deposits with Uttarakhand Power Corporation Limited which carries interest of 6.75% per annum (31 March 2024: 6.75% per annum).

10. Other non-current assets	(₹ in lacs)	
	As at 31 March 2025	As at 31 March 2024
Capital advances	1,698.17	773.75
Prepaid expenses	7.10	18.07
Balances with government authorities	2.59	2.59
Total other non-current assets	**1,707.86**	**794.41**

11. Inventories		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
Raw materials {including goods in transit ₹ 1058.08 lacs (31 March 2024: ₹ 505.09 lacs)}	5,247.42	3,805.17
Work-in-progress	2,015.10	2,041.15
Finished goods {including goods in transit ₹ 2,376.58 lacs (31 March 2024: ₹ 2,674.64 lacs;)}	5,040.62	5,263.16
Stores and spares {including goods in transit ₹ 44.72 lacs (31 March 2024: ₹ 17.16 lacs)}	3,839.05	3,353.12
Total inventories	**16,142.19**	**14,462.60**

(i) During the year ended 31 March 2025, ₹ 35.77 lacs (31 March 2024: ₹ 78.56 lacs) was recognised as an expense for inventories carried at net realisable value.

(ii) The Group has provision outstanding of ₹ 373.83 lacs for raw material and ₹ 51.25 lacs for stores and spares as at 31 March 2025 (31 March 2024 : raw material ₹ 378.62 lacs and stores and spares ₹ 64.56 lacs).

12. Trade receivables *#		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
Trade receivables considered good - unsecured	17,083.61	14,761.08
Less: Allowance for expected credit losses	(49.99)	(30.25)
	17,033.62	**14,730.83**
Trade receivables credit impaired	-	-
Less: Allowance for expected credit losses	-	-
	-	-
Total trade receivables	**17,033.62**	**14,730.83**

* For credit risk related disclosures, refer note 34(i)A(b).

Trade receivables is part of contract balances as per Ind AS 115. These are non-interest bearing and are generally on terms of 7 to 90 days

(i) Trade receivables ageing schedule is as follows:

(₹ in lacs)

Particulars	As at 31 March 2025					
	Outstanding for following period from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	16,903.47	86.91	43.23	-	-	**17,033.62**
(ii) Undisputed Trade Receivables – which have significant incresde in credit risk	16.44	12.89	4.80	15.80	0.05	**49.99**
Gross trade receivables						**17,083.61**
Less: allowance for expected credit losses						**(49.99)**
Total trade receivables						**17,033.62**

(₹ in lacs)

Particulars	As at 31 March 2024					
	Outstanding for following period from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	14,706.64	20.05	0.20	3.93	-	**14,730.82**
(ii) Undisputed Trade Receivables – which have significant incresde in credit risk	9.74	3.41	15.97	1.14	-	**30.26**
Gross trade receivables						**14,761.08**
Less: allowance for expected credit losses						**(30.25)**
Total trade receivables						**14,730.83**

13. Cash and cash equivalents (₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
Cash on hand	4.82	3.32
Balances with banks		
In current accounts	82.86	2.03
Bank deposits with original maturity upto 3 months	2,168.71	9,991.24
Total cash and cash equivalents	**2,256.39**	**9,996.59**

The Company does not have any cash and cash equivalents that are not available for use.

14. Bank balances other than cash and cash equivalents (₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
Earmarked bank balances		
Unpaid dividend accounts *	73.56	74.18
Unpaid CSR Account for FY 22-23*	63.42	161.11
Unpaid CSR Account for FY 23-24*	98.02	-
Bank Deposits**		
Deposits with remaining maturity for less than 12 months	4,312.87	1,455.84
Deposits with remaining maturity for more than 12 months	306.58	283.06
Total	**4,854.45**	**1,974.19**
Less:- Amount disclosed under non-current financial assets (refer note 9)	(306.58)	(283.06)
Total other bank balances	**4,547.87**	**1,691.13**

* The Holding Company can utilise these balances only toward settlement of the respective unpaid dividend and CSR expenses.
** Margin money deposit (including interest accrued) of ₹ 2251.02 lacs (31 March 2024: ₹ 1,738.90 lacs) are subject to lien of lending banks for securing letter of credit, bank guarantee and other facilities sanctioned by them.

15. Other current assets		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
Considered good		
Receivables under export benefit scheme	331.22	350.44
Advance to vendors	815.27	345.82
Prepaid expenses	329.59	413.75
Balance with government authorities #	2,854.93	5,028.77
Other advances*	152.87	292.26
	4,483.88	**6,431.04**
Considered doubtful		
Receivables under export benefit scheme	2.16	44.70
Other advances	60.88	50.27
Less: Provision of export benefit receivable	(2.16)	(44.70)
Less: Provision of other advances	(60.88)	(50.27)
	-	-
Total other current assets	**4,483.88**	**6,431.04**

#includes balance of goods and service tax
*includes receivables from Ester Loop Infinite Technologies Private Limited

16 A. Equity share capital				
		As at 31 March 2025		As at 31 March 2024
i) Authorised	**Number**	**Amount (₹ in lacs)**	**Number**	**Amount (₹ in lacs)**
Equity shares of ₹ 5 each	15,00,00,000	7,500.00	15,00,00,000	7,500.00
Equity shares of ₹ 10 each	4,79,60,000	4,796.00	4,79,60,000	4,796.00
		12,296.00		**12,296.00**
ii) Issued, subscribed and fully paid up				
Equity shares of ₹ 5 each	9,40,41,889	4,702.09	9,39,54,009	4,697.70
		4,702.09		**4,697.70**

iii) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

		As at 31 March 2025		As at 31 March 2024
Equity shares	**Number**	**Amount (₹ in lacs)**	**Number**	**Amount (₹ in lacs)**
Balance at the beginning of the year	9,39,54,009	4,697.70	8,33,93,759	4,169.69
Add: Equity shares issued during the year (Refer Note 42)	87,880	4.39	1,05,60,250	528.01
Balance at the end of the year	**9,40,41,889**	**4,702.09**	**9,39,54,009**	**4,697.70**

iv) Rights, preferences and restrictions attached to equity share

'The Holding Company has only one class of equity share having a par value of ₹ 5 per share. Each equity shareholder is entitled for one vote per share. The Company declares and pays dividend in Indian rupees (₹). The final dividend proposed by the Board of Director is subject to the approval of the shareholder in the ensuing annual general meeting.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. This distribution will be in proportion to the number of equity shares held by the shareholder.

v) Shares held by Holding Company

	As at 31 March 2025		As at 31 March 2024	
Name of the equity shareholder	**Number**	**Amount (₹ in lacs)**	**Number**	**Amount (₹ in lacs)**
Wilemina Finance Corporation, Holding Company				
Equity shares of ₹ 5 each fully paid	4,93,18,012	2,465.90	4,93,18,012	2,465.90
	4,93,18,012	**2,465.90**	**4,93,18,012**	**2,465.90**

vi) Shareholding of promoters are as follows:

As at 31 March 2025

Promoter Name	No. of shares	% of total shares	% change during the period
Arvind Singhania	26,32,285	2.80	-
Uma Devi Singhania	175	0.00	-
Jai Vardhan Singhania	1,24,858	0.13	-
Ayush Vardhan Singhania	1,78,033	0.19	-
Fenton Investments Private Limited	4,90,000	0.52	-
MOVI Limited	32,97,000	3.51	-
Wilemina Finance Corporation	4,93,18,012	52.44	-
Modi Rubber Limited	26,42,705	2.81	-

As at 31 March 2024

Promoter Name	No. of shares	% of total shares	% change during the period
Arvind Singhania	26,32,285	2.80	1754756.67%
Uma Devi Singhania	175	-	-
Jai Vardhan Singhania	1,24,858	0.13	-
Ayush Vardhan Singhania	1,78,033	0.19	-
Fenton Investments Private Limited	4,90,000	0.52	-
MOVI Limited	32,97,000	3.51	(7.39%)
Wilemina Finance Corporation	4,93,18,012	52.49	0.54%
Modi Rubber Limited	26,42,705	2.81	100.00%

vii) Details of shareholder holding more than 5% shares in the Holding Company

	As at 31 March 2025		As at 31 March 2024	
	Number	**%**	**Number**	**%**
Wilemina Finance Corporation, Holding Company				
Equity shares of ₹ 5 each fully paid	4,93,18,012	52.44%	4,93,18,012	52.49%
Vettel International Limited, Public Shareholder				
Equity shares of ₹ 5 each fully paid	80,86,861	8.60%	80,86,861	8.61%

viii) No shares were allotted as fully paid up by way of bonus issue and/or brought back in the current reporting year and in last five years immediately preceding the current reporting year.

16 B. Preference shares (₹ in lacs)

	As at 31 March 2025		As at 31 March 2024	
i) Authorised	**Number**	**Amount (₹ in lacs)**	**Number**	**Amount (₹ in lacs)**
Cumulative convertible preference shares of ₹ 50 each	6,00,000	300.00	6,00,000	300.00
Redeemable cumulative preference shares of ₹ 50 each	80,00,000	4,000.00	80,00,000	4,000.00
		4,300.00		**4,300.00**

No preference shares have been issued as yet.

17. Other equity (refer statement of changes in equity)		(₹ in lacs)
	As at 31 March 2025	As at 31 March 2024
A. Reserves and surplus		
Capital reserve	3,520.74	3,520.74
Securities premium *	15,711.92	15,569.43
Capital redemption reserve	335.37	335.37
General reserve	1,560.19	1,528.16
Retained earnings	47,276.53	45,960.32
Share options outstanding account	77.49	142.64
B. Items of other comprehensive income		
Effective portions of cash flow hedge	(314.25)	-
Effective portions of cost of hedge	6.90	-
C. Money received against share warrant	**4,375.00**	
Total	**72,549.88**	**67,056.66**

* includes share issue expenses FY 2025 NIL (FY 2024 ₹13.57 lacs)

i) Nature and purpose of other reserves
Capital reserve
Capital reserve was created under the previous GAAP out of the profit earned from a specific transaction of capital nature. Capital reserve is not available for the distribution to the shareholders.
Securities premium
Securities premium is used to record the premium on issue of shares. The reserve will be utilised in accordance with provisions of the Companies Act, 2013.
Capital redemption reserve
The same has been created in accordance with provision of Companies Act, 2013 against redemption of preference shares.
General reserve
The Holding Company is required to create a general reserve out of the profits when the Company declares dividend to shareholders.
Retained earnings
Retained earnings represents surplus in the Statement of profit and loss.
Share options outstanding account
The Holding Company has allotted equity shares to certain employees under an employee share purchase scheme. The share options outstanding account is used to recognise the value of equity settled share based payments provided to such employees as part of their remuneration. Refer note 42 for further details of the scheme.
Effective portions of cash flow hedge
This comprises the effective portion of the comulative net change in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred.
Effective portions of cost of hedge
This comprises the effective portion of the cumulative net change in the fair value of cost of hedging instruments related to hedged transactions that have not yet occurred.
Share Warrants
Share warrants are issued to promoters and others in terms of the Guidelines for preferential issues viz., SEBI (Issue of Capital and Disclosure Requirements), Since shares are yet to be allotted against the same, these are not reflected as part of share capital but as a separate line item – 'Money received against share warrants. (Refer note below for details)

Pursuant to the approval granted by the Board of Directors of the Holding Company at its meeting held on 14th September 2024, the Preferential Issue Committee of the Board, in its meeting held on 16th September 2024, considered and approved the issuance of up to 1,10,75,941 Fully Convertible Warrants having a face value of Rs. 5/- each at an issue price of Rs. 158/- per warrant, aggregating up to Rs. 1,74,99,98,678/- (Rupees One Hundred Seventy-Four Crores Ninety-Nine Lakhs Ninety-Eight Thousand Six Hundred Seventy-Eight Only).
The issuance was duly approved by the shareholders of the Holding Company through a postal ballot dated 16th October 2024.
Upon receipt of ₹43.75 crores, representing 25% of the total consideration towards the subscription of the warrants from all allottees, the Board of Directors, through a circular resolution dated 13th November 2024, allotted 1,10,75,941 Fully Convertible Warrants at an issue price of ₹158/- per warrant. These warrants are convertible, at the option of the warrant holder(s), in one or more tranches within 18 (Eighteen) months from the date of allotment, into an equivalent number of fully paid-up equity shares of face value Rs. 5/- each, aggregating a total subscription amount of Rs.1,74,99,98,678/- for cash

Subsequent to the close of the financial year, the Board of Directors, through a circular resolution dated 30th April 2025, approved the allotment of 35,44,302 equity shares of face value Rs. 5/- each, fully paid-up, at an issue price of Rs.158/- per equity share, pursuant to the conversion of an equivalent number of fully convertible warrants. This conversion was carried out on a preferential basis for a total consideration of Rs. 55,99,99,716/- for cash.

The names of the allottees are mentioned below:			
Sr. No.	**Name**	**Promoter and promoter group/ non-promoter**	**Total amount in Rs.**
1	Mr. Arvind Singhania	Promoter	59,99,99,944
2	MOVI Limited	Promoter and promoter group	39,99,99,910
3	K&K Ventures through its partners viz. Mr. Kavish Vaibhav Shah and Mr. Krishang Vaibhav Shah	Non-promoter	24,99,99,924
4	Mr. Malay Ashok bhai Shah	Non-promoter	2,49,99,866
5	Master Reeyan Rohan Shah through his Legal Guardian Mr. Rohan Shah	Non-promoter	2,49,99,866
6	Mr. Raj Vardhan Kejriwal	Non-promoter	9,99,99,938
7	Riti Foundation (Trust)	Non-promoter	6,99,99,846
8	RR Foundation (Trust)	Non-promoter	6,99,99,846
9	S.R. Foundation (Trust)	Non-promoter	6,99,99,846
10	Suruchi Foundation (Trust)	Non-promoter	6,99,99,846
11	Swati Foundation (Trust)	Non-promoter	6,99,99,846
		Total	**1,74,99,98,678**

18. (A) Borrowings		**(₹ in lacs)**
A) Non-current* Secured loans	**As at 31 March 2025**	**As at 31 March 2024**
Term loans from:		
Banks	18,002.11	17,621.30
Financial institution	22,242.57	26,022.87
Vehicle loans	233.76	207.16
	40,478.44	**43,851.33**
Total borrowings - non-current	**40,478.44**	**43,851.33**

Refer Note 18 (B) for current maturity of long term debt of ₹ 8,402.28 lacs (31 March 2024 ₹ 11,366.19 lacs)

* For liquidity risk related disclosures, refer note 34B

I. Term loans

a) From Karnataka Bank Limited, a loan for capital expenditure (purchase of plant and equipments) with outsanding balance of ₹ NIL lacs (31 March 2024 : ₹ 931.44 lacs). The term loan bearing floating interest at the MCLR plus 0.50% per annum. The term loan is repayable in 60 unequal monthly instalments starting from October 2020.##

b) From Tata Capital Limited, a loan with outsanding balance of ₹ 94.69 lacs (31 March 2024 : ₹ 659.86 lacs) was sanctioned for infusion of funds in Subsidiary Company of borrower (Ester Filmtech Limited). The term loan is secured by equitable mortgage by way of deposit of title deeds of land and corporate office building constructed thereupon in Gurgaon and first and exclusive charge over the hypothecation of certain plant and equipments installed at factory premises at Uttarakhand and further secured by irrevocable guarantee of its holding company and personal guarantee of Mr. Arvind Singhania. The term loan bearing floating interest at the LTLR minus 9.10% per annum. The loan is repayable in 54 equal monthly instalments starting from Dec 2020.

c) From Tata Capital Limited, a loan with outsanding balance of ₹ 950.37 lacs (31 March 2024 : ₹ 1,387.28 lacs) was sanctioned for infusion of funds in Subsidiary Company of borrower (Ester Filmtech Limited), general corporate and capex. The term loan bearing floating interest at the LTLR minus 11.25% per annum. The loan is repayable in 54 equal monthly instalments starting from June 2022. #

d) From Tata Capital Limited, a loan with outsanding balance of ₹ 593.45 lacs (31 March 2024 : ₹ 735.38 lacs) was sanctioned for infusion of funds in Subsidiary Company of borrower (Ester Filmtech Limited),general corporate and capex. The term loan is secured by equitable mortgage by way of deposit of title deeds of land and corporate office building constructed thereupon in Gurgaon and first and exclusive charge over the hypothecation of certain plant and equipments installed at factory premises at Uttarakhand and further secured by irrevocable guarantee of its holding company and personal guarantee of Mr. Arvind Singhania. The term loan bearing floating interest at the LTLR minus 11.25% per annum. The loan is repayable in 84 equal monthly instalments starting from June 2022.

e) From Tata Capital Limited, a loan with outsanding balance of ₹ 2,304.34 lacs (31 March 2024 : ₹ 2,426.62) was sanctioned for infusion of funds in Subsidiary Company of borrower (Ester Filmtech Limited),general corporate and capex. The term loan is secured by equitable mortgage by way of deposit of title deeds of land and corporate office building constructed thereupon in Gurgaon and and further secured by irrevocable personal guarantee of Mr. Arvind Singhania.. The term loan bearing floating interest at the LTLR minus 11.80% per annum. The loan is repayable in 84 equal monthly instalments starting from Oct 2023.

f) From Bajaj Finance Limited of ₹ 1,146.64 lacs (31 March 2024 : ₹ 1,792.33 lacs) as loan for general corporate and capex purpose. The term loan bearing floating interest linked to BFL IRR at the rate of 8.00% per annum. The term loan is repayable in 60 equal monthly instalments starting from April 2022 .##

g) From Bajaj Finance Limited of ₹ 1,794.31 lacs (31 March 2024 : ₹ 2,390.1 lacs) as loan for general corporate and capex purpose. The term loan bearing floating interest linked to BFL IRR at the rate of 7.35% per annum. The term loan is repayable in 20 equal quarterly instalments starting from May 2023 .##

h) From IDFC Limited of ₹ NIL lacs (31 March 2024 : ₹ 215.9 lacs) as capex loan for capital expenditure incurred by the Company. The term loan bearing floating interest at the MCLR plus 0.30% per annum. The term loan is repayable in 37 equal monthly instalments starting July 2021.#

h) From IDFC Limited of ₹ NIL lacs (31 March 2024 : ₹ 215.9 lacs) as capex loan for capital expenditure incurred by the Company. The term loan bearing floating interest at the MCLR plus 0.30% per annum. The term loan is repayable in 37 equal monthly instalments starting July 2021.#

j) From QNB Bank of ₹ NIL lacs (31 March 2024 : ₹ 2,848.9 lacs) as capex loan for capital expenditure incurred by the Company. The term loan bearing floating interest at the MCLR plus 1.80% per annum. The term loan is repayable in 42 equal monthly instalments starting April 2023.#

k) From Shinhan Bank of ₹ NIL lacs (31 March 2024 : ₹ 3,549.17 lacs) as capex loan for capital expenditure incurred by the Company. The term loan bearing floating interest at the repo rate plus 2.10% per annum. The term loan is repayable in 18 equal quarterly instalments starting Dec 2023.##

l) From IDFC First Bank Limited of USD 10.014 million equivalent to ₹ 8408.92 lacs (31 March 2024 : ₹ NIL lacs) as foreign currency term loan to takeover of Term loan from Shinhan Bank & Qatar National Bank amounting to ₹ 3333.33 lacs & ₹2571.43 lacs respectively and balance loan for reimbursement of capital expenditure. The term loans is secured by first pari passu charge on fixed assets of the Company (both present and future) including factory land and building at Pilibhit Road, Sohan Nagar, P.O. Charubeta, Khatima-262308, Distt Udham Singh Nagar, Uttarakhand with other lenders, except fixed assets that are exclusively charged to Tata Capital Limited and second Pari passu charge on current assets and further secured by irrevocable personal guarantee of Mr. Arvind Singhania .The term loan is also secured by first charge on Debt Service Reserve Account (DSRA) to be created to meet debt service requirements of the project for the ensuring 90 days principal and interest payment. The term loan bearing interest ranging from 9.73% to 9.75% per annum. The term loan is repayable in 24 quarterly instalments starting September 2024.

m) From Tata Capital Limited of ₹ 1,941.29 lacs (31 March 2024 : ₹ NIL) has been sanctioned for infusion of funds in Subsidiary Company of borrower (Ester Filmtech Limited),general corporate and capex. The term loan is secured by equitable mortgage by way of deposit of title deeds of land and corporate office building constructed thereupon in Gurgaon and further secured by irrevocable personal guarantee of Mr. Arvind Singhania. The term loan bearing floating interest at the LTPLR plus 1.70% per annum. The loan is repayable in 84 equal monthly instalments starting from Oct 2024.

n) From Bank of India of ₹ 5,468.40 lacs (31 March 2024: ₹ 6,506.55 lacs) as term loan to set up a new BOPET Film manufacturing project at floating interest at the rate of 1 Year MCLR plus 0.60% per annum. The term loan is repayable in 28 equal quarterly instalments starting to commencing from September 2023.###

o) From Bank of Baroda of ₹ 5183.38 lacs (31 March 2024: ₹ 6,167.31 lacs) as term loan to set up a new BOPET Film manufacturing project at floating interest at the rate of 1 Year MCLR plus 0.85% per annum. The term loan is repayable in 28 equal quarterly instalments starting to commencing from September 2023.###

p) From HDFC Bank of ₹ 2,287.95 lacs (31 March 2024: ₹ 2,720.40 lacs) as term loan to set up a new BOPET Film manufacturing project at floating interest at the rate of 1 Year MCLR plus 0.75% per annum. The term loan is repayable in 28 equal quarterly instalments starting to commencing from March 2024.###

q) From OLB Bank, Germany of Euro 20.61 million which is in ₹ 18299.22 lacs (31 March 2024: ₹ Euro 23.78 million which is in ₹ 20,522.53 lacs) as term loan to set up a new project interest at the rate EURIBOR plus 0.75% per annum.The term loan is secured by first and exclusive charge on plant and equipment financed by OLB bank and further secured by irrevocable guarantee of its Holding Company (Ester Industries Limited). The term loan bearing floating interest at the EURIBOR plus 0.75% per annum. The term loan is repayable in 17 equal half yearly instalments starting to commence from June 2023.

As a risk mitigation strategy the Company has taken cross currency Principal only swap in USD of 25% of EURO exposure .

#Above term loans are secured by first pari passu charge on fixed assets of the Company (both present and future) including factory land and building at Pilibhit Road, Sohan Nagar, P.O. Charubeta, Khatima-262308, Distt Udham Singh Nagar, Uttarakhand with other lenders, except fixed assets that are exclusively charged to Tata Capital Financial Services Limited & Vehicles and second Pari passu charge on current assets and further secured by irrevocable guarantee of its Holding company and personal guarantee of Mr. Arvind Singhania.

##Above term loans are secured by first pari passu charge on fixed assets of the Company (both present and future) including factory land and building at Pilibhit Road, Sohan Nagar, P.O. Charubeta, Khatima-262308, Distt Udham Singh Nagar, Uttarakhand with other lenders, except fixed assets that are exclusively charged to Tata Capital Financial Services Limited and second Pari passu charge on current assets and further secured by irrevocable personal guarantee of Mr. Arvind Singhania.

Above term loans are secured by first pari passu charge on fixed assets of the Company (both present and future) including factory land and building at Chandanvally,shahbad mandal, Hyderabad ,Telangana with other lenders, except plant and equipment that are exclusively charged to OLB Bank,Germany for ECA funding and first charge on Debt Service Reserve Account (DSRA) to be created to meet debt service requirements of the project for the ensuring 90 days principal and interest payment. Second Pari passu charge on current assets and further secured by irrevocable guarantee of its Holding Company (Ester Industries Limited) and personal guarantee of Mr. Arvind Singhania.

II. Vehicle loans are secured by hypothecation of specific vehicles acquired out of proceeds of the loans. Vehicle loans bearing interest rates ranging from 7.25% per annum to 10.25% per annum. These loans are repayable in monthly instalments till Mar 2029.

(₹ in lacs)

18. (B) Current borrowings*	**As at 31 March 2025**	**As at 31 March 2024**
Secured		
Loan repayable on demad		
Working capital loans from banks	14,303.28	15,431.98
Other loans		
Bills discounting	-	112.96
Acceptances	2,832.59	6,489.34
Current maturities of long term loan	8,402.28	11,366.19
Total borrowings - current	**25,538.15**	**33,400.47**

* For liquidity risk related disclosures, refer note 34B.

Working capital loans, bills discounting, acceptances and buyer's credit for raw materials : These loans are secured by first charge by way of hypothecation of raw materials, finished goods, semi finished goods, stores and spares, book debts and other receivables (both present and future) and further secured by irrevocable guarantees of its Holding Company and personal guarantee of Mr. Arvind Singhania. Working capital, bill discounting facilities, acceptances and buyer's credit for raw materials are further secured by way of second charge in respect of immovable properties and movable fixed assets except fixed assets that are exclusively charged to Tata Capital Limited and Vehicle.
The working capital loans from banks bear floating interest rate at MCLR plus ranging from 0.50% per annum to 1.30% per annum.

The quarterly returns/statements of current assets filed by the Company with banks or financial institutions in relation to secured borrowings / sanctioned loans, wherever applicable, are in agreement with the books of accounts

The changes in the entities liabilities arising from financing and non financing activities can be classified as follows: (₹ in lacs)

	Borrowings		
Particulars	Non-current borrowings	Current borrowings	Lease liabilities
1 April 2024	**43,851.33**	**33,400.47**	**1.25**
Cash flows:			
- Repayments	(18,358.44)	(4,898.41)	(0.15)
- Proceeds net of amortisation of upfront fees	11,274.62	-	-
- Net impact of reclassification as per scheduleIII	2,963.91	(2,963.91)	-
Non cash:			
- Finance cost adjustment for effective interest rate	237.08	-	0.15
- Unrealised foreign exchange loss	509.94	-	-
31 March 2025	**40,478.44**	**25,538.15**	**1.25**
1 April 2023	53,812.99	27,756.99	1.25
Cash flows:			
- Repayments	(12,096.78)	-	(0.15)
- Proceeds net of amortisation of upfront fees	2,638.00	4,613.92	-
- Net impact of reclassification as per scheduleIII	(1,029.56)	1,029.56	-
Non cash:			
- Finance cost adjustment for effective interest rate	345.95	-	0.15
- Unrealised foreign exchange loss	180.73	-	-
31 March 2024	**43,851.33**	**33,400.47**	**1.25**

19. Provisions

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
A) Provisions - non-current		
Provision for gratuity (refer note 40)	780.30	750.27
Provision for compensated absence	246.54	243.48
Total provisions - non-current	**1,026.84**	**993.75**
B) Provisions - current		
Provision for gratuity (refer note 40)	362.20	333.50
Provision for compensated absence	90.81	87.15
Total provisions - current	**453.01**	**420.65**
Total provisions (A+B)	**1,479.85**	**1,414.40**

20. Deferred tax liabilities (net)

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
Deferred tax liabilities	3,106.55	3,217.27
Less: Deferred tax assets	638.46	1,590.71
Deferred tax liabilities (net)	**2,468.09**	**1,626.56**

(₹ in lacs)

Particulars	As at 01 April 2024	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2025
Deferred tax liabilities arising on account of :				
Impact of difference between tax depreciation and depreciation/ amortisation charged for the financial reporting	3,217.27	(110.72)	-	3,106.55
Total	**3,217.27**	**(110.72)**	-	**3,106.55**
Deferred tax assets arising on account of :				
Effect of expenditure debited to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	423.50	0.14	-	423.64
Employee benefits	-	(17.63)	17.63	-
Derivatives designated as Hedges		32.06	109.38	141.44
Brought forward losses/ depreciation	1,156.04	(1,156.04)		-
Others	11.17	62.21	-	73.38
Total	**1,590.71**	**(1,079.26)**	**127.01**	**638.46**
Deferred tax liabilities (net)	**1,626.56**	**968.54**	**(127.01)**	**2,468.09**

(₹ in lacs)

Particulars	As at 01 April 2023	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2024
Deferred tax liabilities arising on account of :				
Impact of difference between tax depreciation and depreciation/ amortisation charged for the financial reporting	3,382.13	(164.86)	-	3,217.27
Total	**3,382.13**	**(164.86)**	-	**3,217.27**
Deferred tax assets arising on account of :				
Unabsorbed depreciation		-	-	
Effect of expenditure debited to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	333.44	90.06	-	423.50
Employee benefits	-	(24.44)	24.44	-
Brought forward losses/ depreciation	-	1,156.04	-	1,156.04
Others	10.50	0.67	-	11.17
Total	**343.94**	**1,222.33**	**24.44**	**1,590.71**
Deferred tax liabilities (net)	**3,038.19**	**(1,387.19)**	**(24.44)**	**1,626.56**

21. Other liabilities

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
A) Non-current		
Deferred income*	2,879.11	3,149.03
Total non current liabilities (A)	**2,879.11**	**3,149.03**
B) Current		
Deferred income*	271.88	297.43
Revenue received in advance	173.21	138.45
Statutory dues	246.26	323.56
Total current liabilities (B)	**691.35**	**759.44**
Total other liabilities (A+B)	**3,570.46**	**3,908.47**

* Represents government assistance in form of duty benefit availed under Export Promotion Capital Goods ('EPCG') scheme on purchase of property, plant and equipment accounted for as government grants and being amortised over useful life of such assets. Refer to Note 4.5.2 for the detailed accounting policy.

22. Trade payable

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
Trade payables		
-total outstanding dues of micro enterprises and small enterprises	922.28	711.10
-total outstanding dues of creditors other than micro enterprises and small enterprises	3,781.96	5,686.91
Total trade payables	**4,704.24**	**6,398.01**

(₹ in lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
i. The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;		
Principal amount*	968.68	942.11
Interest due thereon	-	-
ii. The amount paid by the buyer in terms of Section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;		
Principal amount	-	-
Interest due thereon	-	-
iii. The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;	-	-
iv. The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
v. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23.	-	-

The above information regarding Micro, small and medium enterprises has been determined to the extent such parties have been identified on the basis of information available with the Holding Company.

*includes capital creditors of ₹ 46.40 lacs. (31 March 2024: 231.01Lacs)

Trade payables ageing is as follows:

Particulars	As at 31 March 2025				
	Outstanding for following periods from the due date of payment				
	Less than 1 Year	1-2 Years	2 to 3 years	More than 3 Years	Total
(i) Micro enterprises and small enterprises	922.28	-	-	-	922.28
(ii) Others	3,717.41	19.82	3.60	41.13	3,781.96

Particulars	As at 31 March 2024				
	Outstanding for following periods from the due date of payment				
	Less than 1 Year	1-2 Years	2 to 3 years	More than 3 Years	Total
(i) Micro enterprises and small enterprises	708.31	2.79	-	-	711.10
(ii) Others	5,677.60	3.74	2.98	2.59	5,686.91

23. Other financial liabilities

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
A) Current		
Capital creditors*	149.63	789.78
Interest accrued	230.50	309.62
Unpaid dividend	73.56	74.18
Deposits from dealer/customer and others	37.70	36.20
Derivative liability^	521.17	38.07
Employee related payables	439.40	279.90
Others payables#	226.30	161.73
Total other financial liabilities	**1,678.26**	**1,689.48**

*includes payable to micro enterprises and small enterprises of ₹ 46.40 lacs. (31 March 2024: 231.01 Lacs)
#includes sales commission payable of ₹ 138.15 lacs (31 March 2024 ₹ 122.54 lacs).

^Derivative liability (net of derivative assets) (₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
Interest rate swap used for hedging (FVTOCI)	559.61	-
Other forward contract (FVTPL)	2.39	8.47
Currency Swap (FVTPL)	-	29.97
Less: Derivative assets		
Currency options designated as cash flow hedge (FVTOCI)	(11.07)	-
Currency Swap (FVTPL)	(10.46)	-
Other forward contract (FVTPL)	(19.30)	(0.37)
Total derivative liability	**521.17**	**38.07**

24 A. Income tax assets (net)

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
Advance income tax (net of provisions ₹ 8,530.51 lacs (31 March 2024 ₹ 8,088.25 lacs))	147.35	434.03

24 B. Income tax liabilities (net)

(₹ in lacs)

	As at 31 March 2025	As at 31 March 2024
Provision for tax (net of advance tax ₹ 18,846.45 lacs (31 March 2024 ₹ 18,427.78 lacs))	120.46	261.79

25. Revenue from operations

(₹ in lacs)

	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from contracts with customers		
Sale of products (recognised at a point of time)	1,26,500.86	1,04,787.75
Other operating revenue (refer note (i) below)	1,713.35	1,556.90
Total revenue from operations	**1,28,214.21**	**1,06,344.65**
i) Other operating revenue comprises of the following income:		
Sales of scrap	267.59	319.89
Other income from tolling	233.54	294.17
Duty drawback earned	1,212.22	942.84
Total revenue from operations (refer note 41)	**1,713.35**	**1,556.90**

26. Other income		(₹ in lacs)
	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest on:		
- Fixed deposits carried at amortised cost	445.38	127.73
- Trade receivable {tax deducted at source Nil (March 31, 2017: 0.39 lacs)}	3.93	-
- Commercial Papers and others	180.34	189.02
- Other financial assets carried at amortised cost	75.31	58.48
Insurance claim	147.83	318.08
Provisions/liabilities no longer required written back	57.16	23.03
Profit/(loss) on sale of investments	130.30	1,225.33
Income recognised on account of government assistance*	297.57	322.92
Gain on fair valuation of financial assets	76.24	211.19
Mark to market gain on derivative contracts	-	14.85
Miscellaneous income #	275.80	211.00
Total other income	**1,689.86**	**2,701.63**

***** This represent income recognised in relation Export Promotion Capital Goods ('EPCG'), considered as government assistance.

This comprise of gain on loss of control in ESTER LOOP INFINITE TECHNOLOGIES PRIVATE LIMITED (ELITe) of Rs. 97.94 Lacs (31 March 2024 Nil).

27A. Cost of material consumed		(₹ in lacs)
	For the year ended 31 March 2025	For the year ended 31 March 2024
Inventories at the beginning of the year	3,805.17	7,130.66
Add: Purchases	80,687.36	72,785.02
Less: Inventories at the end of the year	(5,247.42)	(3,805.17)
Cost of material consumed	**79,245.11**	**76,110.51**

27B. Changes in inventories of finished goods and work-in-progress		(₹ in lacs)
	For the year ended 31 March 2025	For the year ended 31 March 2024
Closing stock		
- Finished goods	5,040.62	5,263.16
- Work-in-progress	2,015.10	2,041.15
	7,055.72	**7,304.31**
Opening stock		
- Finished goods	5,263.16	4,081.90
- Work-in-progress	2,041.15	2,595.85
	7,304.31	**6,677.75**
Total changes in inventories	**248.59**	**(626.56)**

28. Employee benefits expense		(₹ in lacs)
	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries and wages	6,209.93	5,531.87
Share based expenses expense (refer note 42)	21.49	32.81
Contribution to provident fund and other funds	394.65	358.11
Gratuity (refer note 40)	167.47	150.66
Staff welfare expenses	321.91	294.32
Total employee benefits expense	**7,115.45**	**6,367.77**

29. Finance cost		(₹ in lacs)
	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest		
-Term loans	4,258.33	4,941.00
-Working capital	1,713.73	1,625.61
-Lease liabilities	0.15	0.15
-Statutory dues	0.13	26.62
-Others	4.60	1.90
-Ineffective portion of fair value changes on interest rate swap designated as cash flow hedges	79.78	
Other borrowing costs*	675.97	441.00
Total finance cost	**6,732.69**	**7,036.28**

*Other borrowing costs majorly comprises of Letter of credit charges, Bank guarantee charges and working capital demand loan (WCDL) processing fees.

30. Other expenses		(₹ in lacs)
	For the year ended 31 March 2025	For the year ended 31 March 2024
Manufacturing expenses		
Consumption of stores and spare parts	2,226.05	2,204.80
Consumption of packing materials	2,458.89	2,305.83
Power and fuel	12,057.84	12,791.93
Material handling charges	971.86	844.12
Provision for obsolete inventories	2.26	49.63
Total manufacturing expenses (A)	**17,716.90**	**18,196.31**
Selling expenses		
Freight	3,228.36	3,177.48
Commission and brokerage	361.70	235.79
Total selling expenses (B)	**3,590.06**	**3,413.27**
Administration and other expenses		
Rent	33.49	94.75
Rates and taxes	97.05	113.64
Insurance	551.79	665.10
Repairs and maintenance:		
- Building	197.67	146.78
- Plant and machinery	539.65	424.66
- Others	563.69	506.89
Corporate social responsibility expenditure (refer note (i) below)	135.68	297.08
Travelling and conveyance	746.19	600.05
Communication expenses	46.47	52.35
Legal and professional charges	945.81	931.20
Printing and stationery	16.93	22.53
Donations (other than political parties)	0.57	1.20
Director's sitting fees	7.00	8.70
Auditors' remuneration (refer note (ii) below)	80.48	60.90
Loss on sale of property, plant and equipment (net)	42.22	102.80
Bad debts, advances and irrecoverable balances written off	13.70	48.49
Allowance for expected credit loss on debts/advances	28.03	44.67
Security services	453.47	482.34
Foreign exchange fluctuation loss (net)	396.11	166.08
Mark to market gain on derivative contracts	179.59	-
Miscellaneous expenses	503.39	475.93
Total administrative and other expenses (C)	**5,578.98**	**5,246.14**
Total other expenses (A+B+C)	**26,885.94**	**26,855.72**

i) Corporate social responsibility expenses

As per Section 135 of the Companies Act, 2013, a Holding Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are Promoting education, promoting health care including preventive health and sanitation and making available safe drinking water. A CSR committee has been formed by the Holding Company as per the Act. The funds were primarily utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
i) Amount required to be spent by the Holding company during the year	132.20	297.08
ii) Amount of expenditure incurred as follows:		
- Constructions/ acquisition of any assets	29.65	-
- Others (refer point (v) below)	76.88	69.59
iii) Shortfall at the end of year*	29.15	227.49
iv) Reason for shortfall	Rs. 29.15 lacs pertain to the ongoing project titled " UDAAN- Reducing migrant population (Odia) vulnerabilities in brick making units in Telangana by improving their living conditions by providing basic amenities, Medical Services with a special emphasis on supporting children's education	₹ 219.71 lacs pertain to the following ongoing projects and ₹ 7.78 lacs pertain to other than ongoing projects: 1. Promoting Education in khatima directly– ₹ 50.61 lacs 2. Promoting Education and ensuring Environment Sustainability in Hyderabad through Nauka Foundation - ₹ 24.12 lacs 3. Promoting education in Saraf Public School – ₹ 144.98 lacs
v) Nature of CSR activities	Promoting Education, Promoting health care including preventive health and sanitation and making available safe drinking water	Promoting Education, promoting health care including preventive healthcare and sanitation, ensuring environment sustainability and eradicating hunger, poverty and malnutrition.

*The unspent amount has been subsequently transferred to unspent CSR account in accordance with the Companies Act, 2013 read with the CSR Amendment Rules.

Unspent amount for other than ongoing projects (₹ in lacs)

Particulars	Amount
Unspent amount as at 31 March 2024	7.78
Amount deposited in Specified Fund of Sch. VII within 6 months	7.78
Amount required to be spent during the year	72.20
Amount spent during the year	75.68
Excess/(unspent) amount as at 31 March 2025	3.48

Unspent amount for ongoing projects (₹ in lacs)

Particulars	Amount
Unspent amount as at 31 March 2024	
- with Holding Company	
- in Separate CSR unspent account for FY 23-24	219.71
- in Separate CSR unspent account for FY 22-23	161.10
Amount required to be spent during the year	60.00
Amount spent during the year	
- from Holding Company's Bank account	30.85
- from separate CSR unspent account for FY 23-24	121.69
- from separate CSR unspent account for FY 22-23	97.68
Unspent amount as at 31 March 2025	
- with Holding Company	
- in Separate CSR unspent account for FY 24-25	29.15
- in Separate CSR unspent account for FY 23-24	98.02
- in Separate CSR unspent account for FY 22-23	63.42

ii) Auditors' remuneration (₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
- Audit fee (excluding taxes)	75.00	57.50
- Out of pocket expenses (excluding taxes)	5.48	3.40
	80.48	**60.90**

31. Tax expenses		(₹ in lacs)
Particulars	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Current tax	442.26	-
Tax earlier years	-	(8.20)
Deferred tax	968.55	(1,387.19)
Income tax expense recognised in the statement of profit and loss	**1,410.81**	**(1,395.39)**
The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Group at 25.17% and the reported tax expense in the statement of profit and loss are as follows:		
Accounting profit before income tax	**2,780.63**	**(13,500.08)**
At India's statutory income tax rate of 25.17% (31 March 2024: 25.17%)	699.88	(3,397.97)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Tax impact of expenses which will never be allowed	41.76	91.75
Impact of tax rate changes	(12.52)	-
Earlier year tax paid in current year	-	(8.20)
Others	6.26	(37.00)
Tax impact on loss in subsidiary	675.43	1,956.03
Income tax expense	**1,410.81**	**(1,395.39)**

32. Earning per share (EPS)		
Particulars	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Profit attributable to equity shareholders (₹ in lacs)	1,369.82	(12,104.69)
Dividend on convertible preference shares	-	-
Profit attributable to equity shareholders adjusted for the effect of dilution (₹ in lacs)	**1,369.82**	**(12,104.69)**
Weighted average number of equity shares for basic EPS	9,40,01,922	8,35,09,488
Effect of dilution - Employee stock options	83,053.00	-
Weighted average number of equity shares adjusted for the effect of dilution	**9,40,84,975**	**8,35,09,488**
Earnings per equity share		
Basic (₹)	1.46	(14.49)
Diluted (₹)	1.46	(14.49)

33. Fair value disclosures

(i) Fair value hierarchy

Financial assets measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: quoted prices (unadjusted) in active markets for financial instruments.

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: unobservable inputs for the asset or liability.

(ii) Valuation technique used to determine fair value

A. Specific valuation techniques used to value mutual funds include - the use of net asset value for mutual funds on the basis of the statement received from investee party.

B. Derivative asset/ liability not designated as hedges is measured using forward contract exchange rates at the balance sheet rate as confirmed from banks/ financial institutions.

C. Derivative liabilities designated as hedges are Interest rate swap at the balance sheet rate as confirmed from banks/ financial institutions.

(iii) Financial assets and liabilities measured at fair value – recurring fair value measurements (₹ in lacs)

Particulars	Level	As at 31 March 2025	As at 31 March 2024
Financial assets			
Investments in mutual funds	Level 1	5,801.28	6,927.03
Derivative asset not designated as hedges	Level 2	(27.37)	-
Total financial assets		**5,773.91**	**6,927.03**
Financial liabilities			
Derivative liabilities designated as hedges	Level 2	548.54	-
Derivative liabilities not designated as hedges	Level 2	-	38.07
Total financial liabilities		**548.54**	**38.07**

(iv) Fair value of instruments measured at amortised cost for which fair value are disclosed **(₹ in lacs)**

Particulars	Level	As at 31 March 2025		As at 31 March 2024	
		Carrying value	Fair value	Carrying value	Fair value
Financial assets					
Loans	Level 3	24.87	24.87	54.49	54.49
Investments in Joint venture	Level 3	1,679.60	1,679.60	-	-
Security deposits	Level 3	1,246.58	1,246.58	1,244.05	1,244.05
Total financial assets		**2,951.05**	**2,951.05**	**1,298.54**	**1,298.54**
Borrowings*	Level 3	48,880.72	48,880.72	55,217.52	55,217.52
Lease Liabilities	Level 3	1.25	1.25	1.25	1.25
Total financial liabilities		**48,881.97**	**48,881.97**	**55,218.77**	**55,218.77**

The above disclosures are presented for non-current financial assets (excluding bank deposits) and non-current financial liabilities. Carrying value of current financial assets and current financial liabilities (trade receivables, cash and cash equivalents, other bank balances, loans, other current financial assets, trade payables, current borrowings and other current financial liabilities) represents the best estimate of fair value.

*Long term borrowing facilities availed by the Holding Company are variable rate facilities which are subject to changes in underlying interest rate indices. Further, the credit spread on these facilities are subject to change with changes in Company's creditworthiness. The management believes that the current rate of interest on these loans are in close approximation from market rates applicable to the Company. Therefore, the management estimates that the fair value of these borrowings are approximate to their respective carrying values.

34. Financial risk management

The accounting classification of each category of financial instruments, and there carrying amounts are set as below: **(₹ in lacs)**

Particulars	As at 31 March 2025			As at 31 March 2024		
	FVTOCI	FVTPL	Amortised cost	FVTOCI	FVTPL	Amortised cost
Financial assets						
Investments - mutual funds	-	5,801.28	-	-	6,927.03	-
Investments in joint venture	-	-	1,679.60	-	-	-
Trade receivables	-	-	17,033.62	-	-	14,730.83
Loans	-	-	88.99	-	-	90.42
Cash and cash equivalents	-	-	2,256.39	-	-	9,996.59
Other bank balances (Non-current and current)	-	-	4,854.45	-	-	1,974.19
Derivative asset not designated as hedges	-	(27.37)	-	-	-	-
Other financial assets (Non-current and current)	-	-	1,472.31	-	-	1,303.95
Total financial assets	**-**	**5,773.91**	**27,385.36**	**-**	**6,927.03**	**28,095.98**
Financial liabilities						
Borrowings	-	-	66,016.59	-	-	77,251.80
Lease liabilities	-	-	1.25	-	-	1.25
Trade payables	-	-	4,704.24	-	-	6,398.01
Derivative liabilities designated as hedges	548.54	-	-	-	-	-
Derivative liabilities not designated as hedges	-	-	-	-	38.07	-
Other financial liabilities	-	-	1,678.26	-	-	1,651.41
Total financial liabilities	**548.54**	**-**	**72,400.34**	**-**	**38.07**	**85,302.47**

(i) Risk management

The Group activities expose it to market risk, liquidity risk and credit risk. The Holding Company's Board of Directors has overall responsibility for the establishment and oversight of the Group risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, other bank balances, loans, trade receivables, other financial assets	Ageing analysis	Diversification of bank deposits and investments, credit limits and letter of credit
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk - foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (₹)	Cash flow forecasting	Forward contract/hedging, if required
Market risk - Interest rate risk	Long-term borrowings at variable rates	Sensitivity analysis	Negotiation of terms that reflect market factors
Price risk - security price	Investments in mutual funds	Sensitivity analysis	Diversification of portfolio, with focus on strategic investments

(A) Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Group. The Group exposure to credit risk is influenced mainly by cash and cash equivalents, investments, trade receivables and other financial assets measured at amortised cost. The Group continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls. The Group continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

a) Credit risk management

i) Credit risk rating

The Group assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk
B: Moderate credit risk
C: High credit risk

The Group provides for expected credit loss based on the following:

Description	Asset group	Provision for expected credit loss
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	12 month expected credit loss
Moderate credit risk	Trade receivables	Life time expected credit loss
High credit risk	Trade receivables	Life time expected credit loss or fully provided for

Impairment on cash and cash equivalents and other bank balances has been measured on a 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties. The Group uses a similar approach for assessment of ECLs for cash and cash equivalents to those used for debt securities.

All of the Group's loans at amortised cost are considered to have low credit risk, and the loss allowance, if any, is limited to 12 months' expected losses. Management considers instruments to be low credit risk when they have a low risk of default and the borrower has a strong capacity to meet its contractual cash flow obligations in the near term.

The Group's investments in mutual funds, bonds are considered to have a low risk and the loss allowance recognised is based on the 12 months expected loss. . Management considers “low credit risk” for listed bonds and debentures to be those with high quality external credit ratings (investment grade). The Group uses the ratings from the Good Credit Rating Agency both to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

The Group's maximum exposure to credit risk for the components of the balance sheet at 31 March 2025 and 31 March 2024 is the carrying amounts of financial assets.

Based on business environment in which the Group operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period (including extension). Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Group. The Group continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

Below is the bifurcation of assets in various categories of risk: **(₹ in lacs)**

Description	Particulars	As at 31 March 2025	As at 31 March 2024
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	31,479.67	35,023.01
High credit risk/ moderate risk	Trade receivables	49.99	30.25

ii) Concentration of financial assets

The Group exposure to credit risk for trade receivables is presented as below. Loans and other financial assets majorly represents loans to employees and security and earnest money deposits given for business purposes.

(₹ in lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Polyester film	14,444.88	12,776.28
Speciality Polymer	2,588.74	1,954.55

b) Credit risk exposure

Provision for expected credit losses

The Group provides for 12 month expected credit losses or lifetime expected credit losses for following financial assets:

As at 31 March 2025 **(₹ in lacs)**

Particulars	Estimated gross carrying amount at default	Expected credit losses (including credit impaired)	Carrying amount net of impairment provision
Trade receivables	17,083.61	49.99	17,033.62
Loans	88.99	-	88.99
Cash and cash equivalents	2,256.39	-	2,256.39
Other bank balances	4,854.45	-	4,854.45
Derivative assets	(27.37)	-	(27.37)
Other financial assets	1,472.31	-	1,472.31
Investments*	5,801.28	-	5,801.28
Total financial assets	**31,529.66**	**49.99**	**31,479.67**

*Investments comprise holdings in mutual funds and commercial papers, excluding investments in joint ventures and subsidiaries

As at 31 March 2024

(₹ in lacs)

Particulars	Estimated gross carrying amount at default	Expected credit losses (including credit impaired)	Carrying amount net of impairment provision
Trade receivables	14,761.08	30.25	14,730.83
Loans	90.42	-	90.42
Cash and cash equivalents	9,996.59	-	9,996.59
Other bank balances	1,974.19	-	1,974.19
Derivative assets	-	-	-
Other financial assets	1,303.95	-	1,303.95
Investments*	6,927.03	-	6,927.03
Total financial assets	**35,053.26**	**30.25**	**35,023.01**

*Investments comprise holdings in mutual funds and commercial papers, excluding investments in joint ventures and subsidiaries

Expected credit loss for trade receivables under simplified approach

As at 31 March 2025

(₹ in lacs)

Particulars	Less than 6 months	6 months- 1 year	1- 2 years	2- 3 years	More than 3 years
Gross carrying value	16,919.91	99.80	48.03	15.80	0.05
Credit impaired	-	-	-	-	-
Expected loss rate	0.10%	12.92%	10.00%	100.00%	100.00%
Expected credit loss (impairment)	16.44	12.89	4.80	15.80	0.05
Carrying amount (net of impairment)	**16,903.47**	**86.91**	**43.23**	-	-

As at 31 March 2024

(₹ in lacs)

Particulars	Less than 6 months	6 months- 1 year	1- 2 years	2- 3 years	More than 3 years
Gross carrying value	14,716.38	23.46	16.17	5.07	-
Credit impaired	-	-	-	-	-
Expected loss rate	0.07%	14.54%	98.76%	22.29%	0.00%
Expected credit loss (impairment)	9.74	3.41	15.97	1.13	-
Carrying amount (net of impairment)	**14,706.64**	**20.05**	**0.20**	**3.94**	-

(₹ in lacs)

Reconciliation of loss allowance	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening Balance	**30.25**	**21.62**
Increase in loss allowance due to expected credit loss	31.78	55.42
decrease in credit impaired	(12.04)	(46.79)
Closing Balance	**49.99**	**30.25**

(B) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due. Management monitors rolling forecasts of the Group liquidity position and cash and cash equivalents on the basis of expected cash flows. The Group takes into account the liquidity of the market in which the entity operates.

Maturities of financial liabilities

The tables below analyse the Group financial liabilities into relevant maturity groupings based on their contractual maturities.

(₹ in lacs)

As at 31 March 2025	Less than 1 year	1 - 3 years	More than 3 years	Total
Non-derivatives				
Borrowings (including interest)	28,845.30	22,337.39	26,179.81	**77,362.50**
Trade payables	4,704.24	-	-	**4,704.24**
Other financial liabilities	1,678.26	-	-	**1,678.26**
Derivative liabilities designated as hedges	548.54	-	-	**548.54**
Total	**35,776.34**	**22,337.39**	**26,179.81**	**84,293.54**

(₹ in lacs)

As at 31 March 2024	Less than 1 year	1 - 3 years	More than 3 years	Total
Non-derivatives				
Borrowings (including interest)	37,279.73	25,191.11	28,476.23	**90,947.07**
Trade payables	6,398.01	-	-	**6,398.01**
Other financial liabilities	1,689.48	-	-	**1,689.48**
Total	**45,367.22**	**25,191.11**	**28,476.23**	**99,034.56**

The Group had access to following funding facilities:

As at 31 March 2025 (₹ in lacs)

Funding facilities	Total Facility	Drawn	Not drawn
Less than 1 year	42,779.00	19,835.71	22,943.29
Total	**42,779.00**	**19,835.71**	**22,943.29**

As at 31 March 2024 (₹ in lacs)

Funding facilities	Total Facility	Drawn	Not drawn
Less than 1 year	44,279.00	20,105.91	24,173.09
Total	**44,279.00**	**20,105.91**	**24,173.09**

(C) Market risk

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk namely: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(i) Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group exposure to the risk of changes in market interest rates relates primarily to the Group's borrowings with floating interest rates.

Interest rate risk exposure

The Group variable rate borrowing is subject to interest rate risk. Below is the overall exposure of the borrowing:

(₹ in lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Variable rate borrowing	65,614.07	76,876.33
Fixed rate borrowing	403.77	376.72
Total borrowings	**66,017.84**	**77,253.05**

Hedges of highly probable forecasted transactions

The Group is also exposed to interest rate risk as most of the borrowings are carries interest rate linked to SOFR. The Group has put in place a Board approved policy to manage and hedge risks associated with borrowings which prescribes the structure and organisation for management of associated risks. The Group's risk management policy which aims to hedge interest rate arising from its borrowings.

The Group has hedged its floating rate interest payment cash flows. Consequently, interest rate swap has been designated in cash flow hedge relationship with borrowings. Hedged item and hedging instruments have been identified in below paragraphs.

Hedge effectiveness is determined at inception of the hedge relationship and at every reporting period end through the assessment of the hedged items and hedging instrument to determine whether there is still an economic relationship between the two.

All derivative financial instruments used for hedge accounting are recognised initially at fair value and reported subsequently at fair value in the standalone balance sheet.

To the extent the hedge is effective, changes in the fair value of derivatives designated as hedging instruments in cash flow hedges are recognised in other comprehensive income and included within the cash flow hedge reserve in equity. Any ineffectiveness in the hedge relationship is recognised immediately in profit or loss.

At the time the hedged item affects profit or loss, any gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss and presented as a reclassification adjustment within other comprehensive income.

If a forecast transaction is no longer expected to occur, any related gain or loss recognised in other comprehensive income is transferred immediately to profit or loss. If the hedging relationship ceases to meet the effectiveness conditions, hedge accounting is discontinued, and the related gain or loss is held in the equity reserve until the forecast transaction occurs.

The effect of hedge accounting on the balance sheet and performance is as follows, including the outline timing and profile of the hedging instruments:

Particulars	As at 31 March 2025	As at 31 March 2024
Carrying amounts	-	-
Interest rate swap	559.61	-
Line item affected in balance sheet	Other financial liability	-
Notional amount- Interest rate swap	$10.01 million	-
Hedge ratio	1:1	-
Maturity date	June 2030	-
Average fixed interest rate	9.75%	-
Amounts in cash flow hedge reserve	(314.25)	-

The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the reference interest rates, tenors, repricing dates and maturities and the notional or par amounts

The Group assesses whether the derivative designated in each hedging relationship is expected to be effective in offsetting changes in cash flows of the hedged item using the hypothetical derivative method.

In these hedge relationships the main source of ineffectiveness are:

The effect of the counterparty's and the Group's own credit risk on the fair value of the swaps, which is not reflected in the change in the fair value of the hedged cash flows attributable to the change in interest rates; and differences in repricing dates between the swaps and the borrowings.

The Group does not frequently reset hedging relationships because both the hedging instrument and the hedged item frequently change (ie, the entity does not use a dynamic process in which neither the exposure nor the hedging instruments used to manage that exposure remain the same for a long period). If it did, then it would be exempt from providing the disclosures required by paragraphs 23A and 23B of Ind AS 107, but would instead provide information about the ultimate risk management strategy, how it reflects its risk management strategy in its hedge accounting and designations, and how frequently. antly hedging relationships are discontinued and restarted. If the volume of these hedges is unrepresentative of normal volumes during the year (ie. the volume at the reporting date does not reflect the volumes during the year), then the entity would disclose that fact and the reason it believes the volumes are unrepresentative.

Sensitivity

Profit or loss and equity is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest sensitivity*#		
Interest rates – decrease by 50 basis point (31 March 2021: 50 basis point)	259.91	303.87
Interest rates – increase by 50 basis point (31 March 2021: 50 basis point)	(259.91)	(303.87)

** Holding all other variables constant*

#Interest senstivity has been calculated post-tax basis

(ii) Foreign exchange risk

Foreign exchange risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group is exposed to the effects of fluctuation in the prevailing foreign currency exchange rates on its financial position and cash flows. Exposure arises primarily due to exchange rate fluctuations between the functional currency and other currencies from the Group's operating, investing and financing activities. The Investment and Borrowing Committee evaluates foreign exchange rate exposure arising from foreign currency transactions on periodic basis and follows appropriate risk management policies.

The Group has international transactions and is exposed to foreign exchange risk arising from foreign currency transactions (imports and exports). Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the Group functional currency.

Foreign currency risk exposure

Particulars	Currency	Amount in Foreign Currency (In absolute figures)		Amount (₹ in lacs)	
		As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Receivables					
Trade receivable	USD	1,23,53,841	1,00,83,262	10,571	8,405
	GBP	1,84,156	1,23,235	204	130
	EURO	12,44,379	24,64,346	1,147	2,222
Payables					
Trade payables	EURO	16,113	34,972	14.85	31.57
	USD	5,07,895	3,46,755	432.44	289.23
Acceptances	USD	2,96,800	2,54,940	254.12	209.61
Foreign currency secured loan	USD	1,00,33,725	-	8,377.08	-
	EURO	2,06,10,961	2,37,81,272	19,007.43	21,455.46
Interest accrued on Foreign currency secured loan	EURO	1,75,126	2,84,704	161.50	256.86

*As a risk mitigation strategy the Group has taken cross currency Principal only swap in USD @1.0561per USD for the 25% of EURO exposure.

Sensitivity

The following table illustrates the sensitivity of profit in regards to the Holding Company's financial assets and financial liabilities and the USD/INR exchange rate, EUR/INR exchange rate and GBP/INR exchange rate 'all other things being equal'. It assumes a +/- 2.15% change of the INR/USD exchange rate for the year ended at 31st March, 2025 (2024: 2.02%). A +/- 6.26% change is considered for the INR/EUR exchange rate (2024: 5.82%). A +/- 6.19 % change is considered for the INR/GBP exchange rate (2024: 6.58 %). All of these percentages have been determined based on the average market volatility in exchange rates in the previous 12 months.

(₹ in lacs)

Particulars	Impact on profit after tax	
	As at 31 March 2025	As at 31 March 2024
USD sensitivity		
INR/USD increase by 2.15% (31 March 2024- 2.02%)	28.43	122.57
INR/USD decrease by 2.15% (31 March 2024- 2.02%)	(28.43)	(122.57)
GBP sensitivity		
INR/GBP increase by 6.19% (31 March 2024- 6.58%)	8.60	6.39
INR/GBP decrease by 6.19% (31 March 2024- 6.58%)	(8.60)	(6.39)
EUR sensitivity		
INR/EUR increase by 6.26% (31 March 2024- 5.82%)	(937.92)	(944.08)
INR/EUR decrease by 6.26% (31 March 2024- 5.82%)	937.92	944.08

Derivative contracts

The Group is exposed to exchange rate risk that arises from its foreign exchange revenues and expenses, primarily in US Dollars, Euros etc. The Group uses foreign currency forward contracts ("derivatives") to mitigate its risk of changes in foreign currency exchange rates. The counterparty for these contracts is generally a bank or a financial institution.

Hedges of highly probable forecasted transactions

The effect of hedge accounting on the balance sheet and performance is as follows, including the outline timing and profile of the hedging instruments:

(₹ in lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Carrying amounts	-	-
Currency option (in EURO)	(11.07)	-
Line item affected in balance sheet	Other financial liability	-
Notional amount- Currency option (in EURO)	3.90 lacs (EURO)	-
Hedge ratio	1:1	-
Maturity date	June 2025	-
Average currency option rate (in EURO)	91.00	-
Amounts in cash flow hedge reserve	6.90	-

The Group designates the spot element of forward foreign exchange contracts to hedge its currency risk and applies a hedge ratio of 1:1. The forward elements of forward exchange contracts are excluded from the designation of the hedging instrument and are separately accounted for as a cost of hedging, which is recognised in equity in a cost of hedging. The Group's policy is for the critical terms of the forward exchange contracts to align with the hedged item.

The Group determines the existence of an economic relationship between the hedging instrument and hedged item based on the currency, amount and timing of their respective cash flows. The Group assesses whether the derivative designated in each hedging relationship is expected to be and has been effective in offsetting changes in cash flows of the hedged item using the hypothetical derivative method

In these hedge relationships, the main sources of Ineffectiveness are:

- the effect of the counterparties and the Group's own credit risk on the fair value of the forward foreign exchange contracts, which is not reflected in the change in the fair value of the hedged.

- cash flows attributable to the change in exchange rates; and changes in the timing of the hedged transactions.

(iii) Price risk

The Group exposure to price risk arises from investments held and classified as FVTPL. To manage the price risk arising from investments, the Group diversifies its portfolio of assets.

Sensitivity analysis

Profit or loss is sensitive to higher/lower prices of instruments on the Group profit for the year -

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Investments in mutual funds		
Price increase by (5%) - FVTPL instrument	**217.05**	259.17
Price decrease by (5%) - FVTPL instrument	**(217.05)**	(259.17)

35. Segment reporting

The Group operates in two segments manufacturing and sale of polyester film and speciality polymer. The Group has chosen business segments considering the dominant source of nature of risks and returns, internal organisation, management structure and the manner chief operating decision maker (CODM) review the financial performance of the business for allocating the economic resources. A brief description of the reportable segment is as follows:

Polyester chips and film: Polyester chips and films that are used in primarily flexible packaging and other industrial application. Polyester film is known for high tensile strength, chemical and dimensional stability, transparency, reflective, gas and aroma barrier properties and electrical insulation. PET chips is the main raw material used to manufacture the film.

Speciality Polymer: Specialty Polymers are Polymers that are high performance material catering to the global needs of the industries / applications such as carpets, textiles, food and beverages, consumer electronics, industrial etc. which cannot be met by commodity PET grades.

A. Segment Disclosure

Year ended 31 March 2025

(₹ in lacs)

Particulars	Polyester film	Speciality Polymers	Total of segments	Unallocable	Net Total
Revenue					
External	1,11,048.11	17,166.10	1,28,214.21	-	**1,28,214.21**
Inter - segment	-	-	-	-	-
Total revenue	**1,11,048.11**	**17,166.10**	**1,28,214.21**	-	**1,28,214.21**
Income/expenses					
Other income	-	-	-	1,689.86	**1,689.86**
Cost of material consumed	70,490.72	8,754.39	79,245.11	-	**79,245.11**
Changes in inventories of finished goods and work-in-progress	720.96	(472.37)	248.59	-	**248.59**
Depreciation and amortisation	5,916.21	437.59	6,353.80	521.46	**6,875.26**
Finance costs	-	-	-	6,732.69	**6,732.69**
Other expenses (including employee benefits expense)	24,740.68	2,655.19	27,395.87	6,605.51	**34,001.38**
Loss of equity accounted investments				20.41	**20.41**
Segment results	**9,179.54**	**5,791.30**	**14,970.84**	**(12,190.21)**	**2,780.63**
Tax expense	-	-	-	-	**1,410.81**
Profit after tax					**1,369.82**

Other Information					
Segment assets	1,15,112.38	13,152.79	**1,28,265.17**	29,026.00	**1,57,291.17**
Segment liabilities	45,090.88	633.22	**45,724.10**	34,315.10	**80,039.20**

Year ended 31 March 2024					(₹ in lacs)
Particulars	**Polyester film**	**Speciality Polymers**	**Total of segments**	**Unallocable**	**Net Total**
Revenue					
External	96,392.01	9,952.64	1,06,344.65	-	**1,06,344.65**
Inter - segment	-	-	-	-	-
Total revenue	96,392.01	9,952.64	1,06,344.65	-	**1,06,344.65**
Income/expenses					
Other income	-	-	-	2,701.63	**2,701.63**
Cost of material consumed	70,889.37	5,221.15	76,110.52	-	**76,110.52**
Changes in inventories of finished goods and work-in-progress	(439.93)	(186.64)	(626.57)	-	**(626.57)**
Depreciation and amortisation	5,685.07	648.93	6,334.00	468.64	**6,802.64**
Finance costs	-	-	-	7,036.28	**7,036.28**
Other expenses (including employee benefits expense)	24,810.37	2,084.58	26,894.95	6,328.54	**33,223.49**
Segment results	**(4,552.87)**	**2,184.62**	**(2,368.25)**	**(11,131.83)**	**(13,500.08)**
Tax expense	-	-	-	-	**(1,395.39)**
Profit after tax	-	-	-	-	**(12,104.69)**
Other Information					
Segment assets	1,17,804.54	12,072.39	**1,29,876.93**	34,429.19	**1,64,306.12**
Segment liabilities	52,257.48	482.22	**52,739.70**	39,812.06	**92,551.76**

Revenue as per geographical market		(₹ in lacs)
	For the year ended 31 March 2025	**For the year ended 31 March 2024**
Revenue from external customers:		
India	80,548.23	70,022.59
Outside India	47,665.98	36,322.06
Total revenue per statement of profit or loss	**1,28,214.21**	**1,06,344.65**
Segment receivables		
India	5,121.50	3,963.06
Outside India	11,912.12	10,767.77
Total	**17,033.62**	**14,730.83**

Information about major customer

During the year ended 31 March 2025 revenue of approximately 4.79% (31 March 2024: 4.69%) was derived from a single external customer in the polyester chips and film business and approximately 22.79% in 31 March 2025 (31 March 2024: 24.55%) was derived from a single external customer in the speciality polymer business.

Non-current assets

Non-current assets of the Group (property, plant and equipment, capital work-in-progress, intangible assets) are held in India.

36. Capital management

The Group objectives when managing capital are to:

- To ensure Group ability to continue as a going concern, and
- To provide adequate return to shareholders

The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The amounts managed as capital by the Group are summarised as follows:

(a) **Debt equity ratio** **(₹ in lacs)**

		As at 31 March 2025	As at 31 March 2024
	Total borrowings*	66,017.84	77,253.05
	Total equity	77,251.97	71,754.36
	Net debt to equity ratio	**85%**	**108%**

**Total borrowings include non-current borrowings, current borrowings and leases.*

(b) **Dividends**

Particulars	As at 31 March 2025	As at 31 March 2024
Equity shares - Dividend Paid		
Final dividend for the year ended 31 March 2023 of₹ 0.50 per share (including tax)	-	416.97

37. Related party transactions

In accordance with the requirements of Ind AS 24 the names of the related parties where control exists/able to exercise significant influence along with the aggregate transactions and year end balances with them as identified and certified by the management are given below:

i) Parties where control exists:	Nature of related party	
Name of the related parties	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Goldring Investments Corporation	Ultimate Holding Company	Ultimate Holding Company
Wilemina Finance Corporation	Intermediate Holding Company	Intermediate Holding Company
Ester Loop Infinite Technology (ELITe) Pvt Ltd	Joint Venture (w.e.f. 12 Feb 2025)	-
Mr. Arvind Singhania (Chairman and CEO)	Key managerial personnel	Key managerial personnel
Mr. Pradeep Kumar Rustagi (Executive Director - corporate affairs)	Key managerial personnel	Key managerial personnel
Mr. Sourabh Agarwal (CFO)	Key managerial personnel	Key managerial personnel
Mr. Vaibhav jha (Deputy CEO)	Key managerial personnel (w.e.f. 16 Dec 2024)	-
Mr. Ayush Vardhan Singhania (Whole Time Director)	Key managerial personnel	Key managerial personnel
Mr. Prashant Byce (Company Secretary)	Key managerial personnel	Key managerial personnel (w.e.f.12 July 2023)
Mrs. Poornima Gupta (Company Secretary)	Key managerial personnel	Key managerial personnel (w.e.f.12 July 2023)
Mrs. Archana Singhania (Director)	Director	Director
Mr. Ashok Kumar Newatia (Independent Director)	-	Director(Till 31 March 2024)
Dr. Anand Chand Burman (Independent Director)	-	Director(Till 31 March 2024)
Mr. M S Ramachandran (Independent Director)	-	Director(Till 31 March 2024)
Mr. Sandeep Dinodia (Independent Director)	Director (Till 31 March 2025)	Director
Mr. P S Dasgupta (Independent Director)	-	Director(Till 31 March 2024)
Mrs. Padmaja Shailen Ruparel (Independent Director)	Director	Director
Mr. Alok Dhir (Independent Director)	Director	Director (w.e.f 14 February 2024)
Mr. Atul Aggarwal (Independent Director)	Director	Director (w.e.f 14 February 2024)
Mrs. Uma Devi Singhania	Relatives of Key managerial Personnel	Relatives of Key managerial Personnel
Mr. Jai Vardhan Singhania	Relatives of Key managerial Personnel	Relatives of Key managerial Personnel
Fenton Investments Private Limited	Enterprises over which directors exercise significant influence	Enterprises over which directors exercise significant influence
MOVI Limited	Enterprises over which directors exercise significant influence	Enterprises over which directors exercise significant influence
Mr. Arvind Kumar Goyal (Independent Director)	Director	Director
Mr. Girish Behal(Director)	Director (Ester Filmtech Limited till 27 August 2024)	Director (Ester Filmtech Limited till 27 August 2024)
Modi Rubber Limited	Enterprise controlled by a immediate member of key managerial personnel (others)	Enterprise controlled by a immediate member of key managerial personnel (others)
Ester Industries Limited Employee's Provident Trust	Enterprise which is post-employment benefit plan for the benefit of employees	Enterprise which is post-employment benefit plan for the benefit of employees

(a) Transactions with key managerial personnel and their relatives carried out in the ordinary course of business:

(₹ in lacs)

Sr. No.	Particulars	Key managerial personnel		Joint venture in group/Intermediate Holding Company		Enterprises over which directors exercise significant influence		Total	Total
		For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2025	For the year ended 31 March 2024
1	**Managerial remuneration**								
	Arvind Singhania	288.72	306.40	-	-	-	-	288.72	306.40
	Pradeep Kumar Rustagi	132.17	114.16	-	-	-	-	132.17	114.16
	Ayush Vardhan Singhania	122.26	128.90	-	-	-	-	122.26	128.90
	Vaibhav Jha	72.96	-	-	-	-	-	72.96	-
	Sourabh Agarwal	95.52	79.56	-	-	-	-	95.52	79.56
	Poornima Gupta	16.44	8.78	-	-	-	-	16.44	8.78
	Mr. Prashant Byce	8.27	3.82	-	-	-	-	8.27	3.82
2	**Sitting Fees**								
	Archana Singhaia	0.60	0.80	-	-	-	-	0.60	0.80
	Anand Chand Burman	-	0.30	-	-	-	-	-	0.30
	Ashok Kumar Newatia	-	1.30	-	-	-	-	-	1.30
	M S Ramachandran	-	1.80	-	-	-	-	-	1.80
	Sandeep Dinodia	1.80	1.60	-	-	-	-	1.80	1.60
	Padmaja Shailen Ruparel	1.80	1.30	-	-	-	-	1.80	1.30
	P S Dasgupta	-	0.80	-	-	-	-	-	0.80
	Alok Dhir	0.60	-	-	-	-	-	0.60	-
	Atul Aggarwal	1.80	-	-	-	-	-	1.80	-
	Mr. Arvind Kumar Goyal	0.40	0.80	-	-	-	-	0.40	0.80
3	**Equity and security premium contributions in cash**								
	Arvind Singhania	-	2,490.00	-	-	-	-	-	2,490.00
	Modi Rubbers Limited	-	-	-	-	-	2,500.00	-	2,500.00
4	**Dividend paid**								
	Ayush Vardhan Singhania	-	0.89	-	-	-	-	-	0.89
	Jai Vardhan Singhania	-	0.62	-	-	-	-	-	0.62
	Wilemina Finance Corporation	-	-	-	245.28	-	-	-	245.28
	Fenton Investments Private Limited	-	-	-	-	-	2.45	-	2.45
	MOVI Limited	-	-	-	-	-	17.80	-	17.80
5	**Loan Repaid**								
	Wilemina Finance Corporation	-	-	-	-	-	-	-	-
6	**Transactions with Joint venture of Group (Ester Loop Infinite Technologies Private Limited)**								
	Investment in Joint venture	-	-	1,700.00	-	-	-	1,700.00	-
	Expenses recovered	-	-	668.68	-	-	-	668.68	-
7	**Corporate guarantees given by Intermediate Holding to lender banks**								
	Wilemina Finance Corporation	-	-	-	1,195.51	-	-	-	1,195.51
8	**Company's contribution to provident fund trust:**								
	Ester Industries Limited Employee's Provident Trust	-	-	-	-	313.50	129.32	313.50	129.32

(b) Closing balance with key managerial personnel and their relatives in the ordinary course of business: **(₹ in lacs)**

Sr no.	Corporate Guarantees given to Lender (banks) of -	As at	Amount
1	Arvind Singhania	31 March 2025	48,509.63
		31 March 2024	57,558.17

(c) Closing balance with related parties in the ordinary course of business: **(₹ in lacs)**

Sr no.	Particulars	As at	Amount
1	**Guarantees given against loans taken (jointly and severally) by the Company**		
	Wilemina Finance Corporation	31 March 2025	14,041.21
		31 March 2024	23,244.40

(d) Key managerial personnel compensation: **(₹ in lacs)**

Nature of transactions	For the year ended 31 March 2025	For the year ended 31 March 2024
Short-term employee benefits	736.34	641.62
Post-employment benefits	21.82	14.08
Other long-term benefits	3.50	2.34
	761.66	**658.04**

The related party transactions during the year ended 31 March 2025 and 31 March 2024 and outstanding balances as at 31 March 2025 and 31 March 2024 are at arms length and in the ordinary course of business. Outstanding balances at the year-end are unsecured and gross amounts are settled in cash.

38. Contingent liabilities and commitments			(₹ in lacs)
Particulars A. Contingent liabilities*		As at '31 March 2025	As at '31 March 2024
1	Claims against the Group not acknowledged as debts^	109.00	19.00
2	Additional bonus for financial year 2014-15 due to Payment of Bonus (Amendment) Act, 2015 #	22.87	22.87
3	There is a contingent liability of:		
i)	Excise duty/custom duty/service tax demands not acknowledged as liability	1,182.58	1,227.25
ii)	Demand raised by Income Tax department, disputed by the Group and pending in appeal	33.88	33.88

* The amounts indicated as contingent liability or claims against the Group only reflect the basic value. Interest, penalty if any or legal costs, being indeterminable are not considered.

^ These claims represents various civil cases filed against the Group by various vendors and ex-employees of the Group.

\# In view of the amendment in The Payment of Bonus Act, 1965 notified on 1 January 2016, the Group has made a provision for incremental bonus for the financial year i.e. for 2015-16. Though the amendment was effective retrospectively from 1 April 2014, the Group on the legal advice has decided not to consider it on account of interim order of various Hon'ble High Courts allowing stay on the amendment with retrospective effect till the time its constitutional validity is established.

(₹ in lacs)

B. Commitments		As at 31 March 2025	As at 31 March 2024
1	Estimated amount of contracts remaining to be executed on capital account and not provided for	4,370.66	1,385.55
2	Estimated amounts of contracts remaining to be executed on other than capital account and not provided for	7,739.38	7,699.67
3	Corporate Gurantees given to lender (banks) of Ester Filmtech Limited (Subsidiary) (refer note 37) *	49,052.92	51,149.60

* Corporate guarantee given to Lender (banks) of Ester Filmtech Limited (subsidiary) includes guarantee of ₹ 2475.60 lacs provided to a lender bank of subsidiary for which guarantee was processed as at 31 March 2025 but the loan amount has been disbursed subsequent to 31 March 2025.

39. Leases disclosure as lessee

Lease liabilities are presented in the statement of financial position as follows: (₹ in lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Current liabilities (amount due within one year)	-	-
Non current liabilities (amount due over one year)	1.25	1.25

The Group's leased asset consist of leases for land and building .With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability.

Each lease generally imposes a restriction that, unless there is a contractual right for the Group to sublease the asset to another party, the right-of-use asset can only be used by the Group. Some leases contain an option to extend the lease for a further term. The Group is prohibited from selling or pledging the underlying leased assets as security.

Right of use asset as at 31 March 2025 amounting to 56.09 lacs (as at 31 March 2024 amounting to 56.85 lacs) are for the lease of land and building.

A Lease payments not recognised as a liability

"The Group has elected not to recognise a lease liability for short term leases (leases with an expected term of 12 months or less) or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. The Group does not have any liability to make variable lease payments for the right of use the underlying asset recognised in the financial statement.

The expense relating to payments not included in the measurement of the lease liability for short term leases for the year ended 31 March 2025 is ₹33.49 lacs (for the year ended 31 March 2024 amounting to ₹ 94.75 lacs)."

B Total cash outflow for leases for the year ended 31 March 2025 was ₹ 0.15 lacs (year ended 31 March 24 was ₹ 0.15 lacs).

C Maturity of lease liabilities

The lease liabilities are secured by the related underlying assets. Future minimum lease payments were as follows:

(₹ in lacs)

Particulars	Minimum lease payments due as on 31 March 2025						
	Within 1 year	1-2 years	2-3 years	3-4 years	4-5 years	More than 5 Years	To
Lease payments	0.15	0.15	0.15	0.15	0.15	10.8	**11**
Interest expense	(0.15)	(0.15)	(0.15)	(0.15)	(0.15)	(9.55)	**(10**
Net present values	-	-	-	-	-	**1.25**	**1**

D Information about extension and termination options

Leases entered into	Number of leases	Range of remaining term	Average remaining lease term	Number of leases with extension option	Number of leases with purchase option	Number of leases with termination option
Land for sitarganj manufacturing facility	1	74 years	74 years	-	None	-

E Expected future cash outflow on account of variable lease payments for the year ended 31 March 2025 is of ₹ Nil (for the year ended 31 March 2024 ₹ Nil).

F The total future cash outflows for the year ended 31 March 2025 for leases that had not yet commenced is of ₹ Nil (for the year ended 31 March 2024 ₹ Nil).

40. Employee benefits obligations

I Gratuity

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of continuous service gets a gratuity on departure at fifteen day salary (last drawn salary) for each completed year of service in terms of the provisions of the Payments of Gratuity Act, 1972. The Group provides for liability in its books of accounts based on actuarial valuation.

The following table summaries the components of net benefit expense recognised in statement of profit and loss and the amount recognised in the balance sheet for gratuity benefit:

(i) ***Amounts recognised in the balance sheet***

(₹ in lacs)

Particulars			As at 31 March 2025	As at 31 March 2024
Current liability			362.20	333.50
Non-current liability			780.30	750.27
Total			**1,142.50**	**1,083.77**

(ii) ***Movement in the liability recognised in the balance sheet is as under:***

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Present value of defined benefit obligation at the beginning of the year	1,083.78	965.87
Acquisition adjustment (in)	-	0.24
Acquisition adjustment (out)	-	(0.24)
Current service cost	89.99	79.38
Interest cost	77.49	71.28
Actuarial loss (net)	71.24	100.86
Benefits paid	(180.00)	(133.61)
Present value of defined benefit obligation at the end of the year	**1,142.50**	**1,083.78**

(iii) ***Expenses recognised in statement of profit and loss***

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Current service cost	89.99	79.38
Interest cost	77.49	71.28
Cost recognised during the year	**167.48**	**150.66**

(iv) ***Expenses recognised in other comprehensive income*** **(₹ in lacs)**

Particulars	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Actuarial loss net on account of:		
- Changes in financial assumptions	18.89	11.97
- Changes in experience adjustment	52.35	88.89
Cost recognised during the year	**71.24**	**100.86**

Particular	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**	**For the year ended 31 March 2023**	**For the year ended 31 March 2022**	**For the year ended 31 March 2021**
Changes in experience adjustment loss/(gain)	52.35	88.89	(20.06)	46.27	39.20

(v) ***Expected contribution for the next annual reporting period*** **(₹ in lacs)**

Particulars	**As at 31 March 2025**	**As at 31 March 2024**
Service cost	89.94	76.59
Interest cost	77.80	77.49
Expected expense for the next annual reporting period	**167.74**	**154.08**

(vi(a)) ***For determination of the liability of the Group the following actuarial assumptions were used:***

Particulars	**For the year ended 31 March 2025**	**For the year ended 31 March 2024**
Discount rate	6.81%	7.15%
Salary escalation rate	5.00%	5.00%
Normal retirement age (years)	58 Years*	58 Years
Average past service (years)		
i) Holding Company	11.10 Years	12.83 Years
ii) Subsidiary Company	1.96 Years	1.48Years
Average age		
i) Holding Company	40.92 Years	42.42 Years
ii) Subsidiary Company	31.99 Years	31.36 Years
Average remaining working life		
i) Holding Company	17.15 Years	15.58 Years
ii) Subsidiary Company	26.01 Years	26.64 Years
Weighted average duration		
i) Holding Company	13.71 Years	12.60 Years
ii) Subsidiary Company	19.65 Years	19.96 Years

Withdrawal rate						
Up to 30 years					3.00%	3.00%
From 31 to 44 years					2.00%	2.00%
Above 44 years					1.00%	1.00%

Mortality rates inclusive of provision for disability -100% of IALM (2012 – 14)

*The Retirement age can vary from 58/60/61/62/63/64/67 years in case of holding company

(vi(b)) ***Maturity profile of defined benefit obligation***

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Less than a year	362.19	333.50
Between one to two years	118.45	113.17
Between two to five years	234.80	246.15
Over five years	427.04	390.95

(vii) ***Sensitivity analysis***

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
a) Impact of the change in discount rate		
Present value of obligation at the end of the year	**1,142.50**	**1,083.78**
Impact due to increase of 0.50%	(28.06)	(25.95)
Impact due to decrease of 0.50%	30.05	27.69
b) Impact of the change in salary increase		
Present value of obligation at the end of the year	**1,142.50**	**1,083.78**
Impact due to increase of 0.50%	30.43	28.14
Impact due to decrease of 0.50%	(28.66)	(26.58)

Sensitivities due to mortality and withdrawals are not material. Hence impact of change is not calculated.

Sensitivities as to rate of inflation and life expectancy are not applicable being a lump sum benefit on retirement.

Risk

Salary increases	Actual salary increases will increase the defined benefit liability. Increase in salary increment rate assumption in future valuations will also increase the liability.
Discount rate	Reduction in discount rate in subsequent valuations can increase the liability.
Mortality and disability	Actual deaths and disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
Withdrawals	Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact defined benefit liability.

II Provident fund

Provident fund for certain eligible employees is managed by Ester Industries Limited (Holding company) through trust "Ester Industries Limited Employee's Provident Trust" in line with the Provident Fund and Miscellaneous Provision Act, 1952. The plan guarantees interest at the rate as notified by the Provident Fund authority. The contribution by the employer and employee together with the interest thereon are payable to the employee at the time of separation from the Holding company or retirement, whichever is earlier. The benefits vests immediately on rendering of the services by the employee. In this regard, actuarial valuation as at 31 March 2025 was carried out by actuary to find out value of projected defined benefit obligation arising due to interest rate guarantee by the holding company towards provident fund. For the remaining employees of the Holding Company, contributions towards the Provident Fund are made directly to the Employees' Provident Fund Organisation (EPFO), in accordance with the applicable statutory provisions.

All eligible employees of Ester Filmtech Limited (Subsidiary Company) are entitled to receive benefits under the provident fund plan in which both the employee and employer (at a determined rate) contribute monthly to the Employees' Provident Fund Organisation (EPFO) . This plan is a defined contribution plan as the obligation of the employer is limited to the monthly contributions made to the fund. The contributions made to the fund are recognised as an expense in profit and loss under employee benefit expenses.

(₹ in lacs)

(i)	Projected benefit obligation	For the year ended 31 March 2025	For the year ended 31 March 2024
	Projected benefit obligation at beginning of year	2,345.86	2,402.20
	Current service cost	138.29	129.32
	Interest cost	200.02	184.14
	Contributions by plan participants/employees	171.05	158.82
	Actuarial loss / (gain) due to interest guarantee	3.36	(1.40)
	Benefits paid	(160.84)	(618.05)
	Settlements/transfer In	10.90	90.83
	Projected benefit obligation at end of year	2,708.64	2,345.86

(₹ in lacs)

(ii)	Reconciliation of plan assets	For the year ended 31 March 2025	For the year ended 31 March 2024
	Fair value of plan asset at beginning of year	2,430.58	2,476.13
	Actual return on plan asset	189.90	193.53
	Employer contribution	138.29	129.32
	Plan participants/employee contribution	171.05	158.82
	Benefit paid	(160.84)	(618.05)
	Settlements/transfer in	10.90	90.83
	Fair value of plan asset at the end of the year	2,779.88	2,430.58

The principal assumptions used in determining liability towards shortfall in provident liability are shown below: (₹ in lacs)

(iii)	Economic assumptions	For the year ended 31 March 2025	For the year ended 31 March 2024
	i) Interest rate	8.25%	8.25%
	ii) Discount rate	6.81%	7.15%
	iii) Expected shortfall in Interest earning on the fund	0.05%	0.05%

(iv)	Demographic assumptions	For the year ended 31 March 2025	For the year ended 31 March 2024
	i) Mortality	IALM (2012-14)	IALM (2012-14)
	ii) Normal Retirement Age	58	58

(₹ in lacs)

(v) Actuarial (Gain)/Loss on Obligation	For the year ended 31 March 2025	For the year ended 31 March 2024
i) Actuarial loss on arising from change in financial assumption	0.49	0.29
ii) Actuarial loss on arising from experience adjustment	2.87	1.70

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 31 March 2022
- Changes in experience adjustment loss/ (gain)	2.87	1.70	0.06	94.38

(vi) Major categories of plan assets (as percentage of total plan assets)	As at 31 March 2025	As at 31 March 2024
i) Central government bonds	10.78%	12.77%
ii) State government bonds	48.12%	45.82%
iii) Public sector bonds	30.61%	29.84%
iv) Private sector bonds	8.22%	10.70%
v) Equity/Mutual fund	1.89%	0.87%
vi) RBI special deposit bonds	0.38%	0.00%

III The Group has made contribution to certain defined contribution plans as captured in the table below. The obligations of the Group is limited to the amount contributed and it has no further contractual nor any constructive obligation.

(₹ in lacs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Employer's contribution to Ester Industries Limited Employee's Provident Trust (Refer note 40-II)	138.29	129.32
Employer's contribution to other Provident Fund	185.99	167.31
Employer's contribution to Superannuation Fund	35.94	40.05
Employer's contribution to labour welfare fund and employee state insurance	10.20	14.09

41 Revenue from Contracts with Customers

Indian Accounting Standard 115 Revenue from Contracts with Customers ("Ind AS 115"), establishes a framework for determining whether, how much and when revenue is recognised and requires disclosures about the nature, amount, timing and uncertainty of revenues and cash flows arising from customer contracts. Under Ind AS 115, revenue is recognised through a 5-step approach:

(i) Identify the contracts with customer;
(ii) Identify separate performance obligations in the contract;
(iii) Determine the transaction price;
(iv) Allocate the transaction price to the performance obligations; and
(v) Recognise revenue when a performance obligation is satisfied.

(a) Disaggregation of revenue

The Group has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

For the year 31 March 2025			(₹ in lacs)
Revenue from operations	**Sale of products (at a point of time)**	**Other operating revenue***	**Total**
Revenue by geography			
Domestic	78,834.87	501.13	79,336.00
Export	47,665.98	-	47,665.98
Total	**1,26,500.85**	**501.13**	**1,27,001.98**

For the year 31 March 2024			(₹ in lacs)
Revenue from operations	**Sale of products (at a point of time)**	**Other operating revenue***	**Total**
Revenue by geography			
Domestic	68,465.69	614.06	69,079.75
Export	36,322.06	-	36,322.06
Total	**1,04,787.75**	**614.06**	**1,05,401.81**

*Other operating revenue amounting to ₹ 1,212.22 lacs (31 March 2024:₹ 942.84 lacs) in the nature of export incentives are not covered under the scope of Ind AS 115

Refer note 35 Segment reporting for information about major customer

(b) Assets and liabilities related to contracts with customers

(₹ in lacs)

Description	As at 31 March 2025		As at 31 March 2024	
	Non-current	Current	Non-current	Current
Contract liabilities				
Revenue received in advance	-	173.21	-	138.45

(c) Reconciliation of revenue recognised in Statement of Profit and Loss with Contract price

(₹ in lacs)

Description	As at 31 March 2025	As at 31 March 2024
Contract price	1,27,357.17	1,05,499.90
Less: Discount, rebates, credits etc.	355.19	98.09
Revenue from operations as per Statement of Profit and Loss	**1,27,001.98**	**1,05,401.81**

*Other operating revenue amounting to ₹ 942.84 lacs (31 March 2023:₹ 1,126.59 lacs) in the nature of export incentives are not covered under the scope of Ind AS 115

(d) Revenue recognised in relation to contract liabilities

Ind AS 115 also requires disclosure of 'revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period' and 'revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods. Same has been disclosed as below:

(₹ in lacs)

Description	As at 31 March 2025	As at 31 March 2024
Opening balance	138.41	272.28
Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period	138.41	272.28
Contract liabilities arised during the year	173.21	138.41
Closing balance	**173.21**	**138.41**

(e) All the contracts are for periods of one year or less or are billed based on time incurred. As per practical expedient given under Ind AS 115, the transaction price allocated to these unsatisfied contracts is not disclosed.

42 A Share based payment-ESTER EMPLOYEES STOCK OPTION PLAN-2021

The Nomination and Remuneration Committee of the Holding Company had at its meeting held on 01 April 2021, approved grant of 2,48,179 (face value of ₹ 5/- per share) to the eligible employees of the Holding Company under the of ESTER EMPLOYEES STOCK OPTION PLAN-2021, at an exercise price of ₹ 105 per option (being 10% less that the closing price at NSE on 31 March 2021 i.e. immediately preceding the grant date), each option being convertible in to one Equity Share of the Holding Company upon vesting subject to the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the terms and conditions of the ESTER EMPLOYEES STOCK OPTION PLAN-2021.

The terms and conditions of the grant as per the Ester Employee Stock Option Plan-2021 are as under:

A. Vesting period

Vesting of the options shall take place as per the following schedule:

-10% of options shall vest at the end of a period of 1 (one) year from date of grant
-20% of options shall vest at the end of a period of 2 (two) years from date of grant
-30% of options shall vest at the end of a period of 3 (three) years from date of grant
- 40% of options shall vest at the end of a period of 4 (four) years from date of grant

B. Exercise period

8 (Eight) years from the date of grant. The employee shall have a right to exercise all the option vested in him at one time or various points of time within the exercise period.

Particulars of Options outstanding as on 31 March 2025 is as follows:				
Particulars	**Grant 1**			
	Vesting period-1	**Vesting period-2**	**Vesting period-3**	**Vesting period-4**
Outstanding stock options (numbers) at the beginning of the year	24,818	49,636	74,454	99,272
Options (numbers) granted during the year	-	-	-	-
Options (numbers) exercised during the year	14,647	29,293	43,940	-
Options (numbers) Lapsed during the year	-	-	-	58,587
Outstanding options (numbers) at the end of the year	10,171	20,343	30,514	40,685
Weighted average exercise price (₹)	105.00	105.00	105.00	105.00
Vesting date	01 April 2022	01 April 2023	01 April 2024	01 April 2025

Weighted average remaining contractual life as on 31 March 2025 (4 years) and 31 March 2024 (5 years).

Fair value of Options granted during the previous financial year 2021-22, has been determined using Black-Scholes model with following inputs:				
Particulars	**Grant 1**			
	Vesting period-1	**Vesting period-2**	**Vesting period-3**	**Vesting period-4**
Date of Grant	1-Apr-21	1-Apr-21	1-Apr-21	1-Apr-21
Stock price on the grant date (₹)	116.75	116.75	116.75	116.75
Exercise price (₹)	105.00	105.00	105.00	105.00
Expected term (years)	8 years	8 years	8 years	8 years
Weighted average fair value as on grant date (₹)	57.97	60.08	64.91	67.29
Expected price volatility	55.72%	55.64%	60.05%	61.03%
Risk free interest rate	5.49%	5.64%	5.77%	5.90%
Expected dividend yield	1.79%	1.79%	1.79%	1.79%

Risk free return has been considered as Zero Coupon Bond Yield (continuous compound) for a term equal to the expected option life of the ESOP's, available on The Clearing Corporation of India Limited's (CCIL) website. Expected volatility calculation is based on historical daily closing stock prices of competitors using standard deviation of daily change in stock price. The minimum life of the stock option is the minimum period before which the options cannot be exercised and the maximum life is the period after which options cannot be exercised. The expected life has been considered based on average of maximum life and minimum life and may not necessarily be indicative of exercise patterns that may occur.

42 b Share based payment- Ester Industries Limited Employees Stock Option Plan 2024 ("ESOP 2024")

The Nomination and Remuneration Committee of the Holding Company had at its meeting held on 14 January 2025, approved grant of 1,43,742 (face value of ₹ 5/- per share) to the eligible employees of the Holding Company under the of "Ester Industries Limited Employees Stock Option Plan 2024 ("ESOP 2024"), at an exercise price of ₹ 114 per option (being 20% less that the closing price at NSE on 13 January 2025 i.e. immediately preceding the grant date), each option being convertible in to one Equity Share of the Holding Company upon vesting subject to the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the terms and conditions of the "Ester Industries Limited Employees Stock Option Plan 2024 ("ESOP 2024").

The terms and conditions of the grant as per the "Ester Industries Limited Employees Stock Option Plan 2024 ("ESOP 2024") are as under:

A. Vesting period

Vesting of the options shall take place on the basis of time-based Vesting condition or performance- based vesting condition or a combination of both as per the following schedule:

Time based vesting for 50 % Options:

-12.5 % of the Options will vest on 14th January 2026 i.e. post completion of 1 (One) year from date of Grant
-12.5 % of the Options will vest on 14th January 2027 i.e. post completion of 2 (Two) years from date of Grant
-12.5 % of the Options will vest on 14th January 2028 i.e. post completion of 3 (Three) years from date of Grant
-12.5 % of the Options will vest on 14th January 2029 i.e. post completion of 4 (Four) years from date of Grant

Performance based Vesting for 50 % of Options*:

-Up to 12.5 % of the Options will vest on 14th January 2026 i.e. post completion of 1 (One) year from date of Grant
-Up to 12.5 % of the Options will vest on 14th January 2027 i.e. post completion of 2 (Two) years from date of Grant
-Up to 12.5 % of the Options will vest on 14th January 2028 i.e. post completion of 3 (Three) years from date of Grant
-Up to 12.5 % of the Options will vest on 14th January 2029 i.e. post completion of 4 (Four) years from date of Grant

B. Exercise period

Maximum 5 (five) years from the date of respective vesting for the particular option.

Particulars of options outstanding as on 31 March 25 is as follows:

Particulars	Grant 1			
	Vesting period-1	Vesting period-2	Vesting period-3	Vesting period-4
Outstanding stock options (numbers) at the beginning of the year	-	-	-	-
Options (numbers) granted during the year	35,936	35,936	35,935	35,935
Options (numbers) exercised during the year	-	-	-	-
Outstanding options (numbers) at the end of the year	35,936	35,936	35,935	35,935
Weighted average exercise price (₹)	114.00	114.00	114.00	114.00
Vesting date	14 January 2026	14 January 2027	14 January 2028	14 January 2029

Weighted average remaining contractual life as on 31 March 2023 (6 years) and 31 March 2022 (7 years).

Fair value of options granted during the previous financial year 2024-25, has been determined using Black-Scholes model with following inputs:

Particulars	Grant 1			
	Vesting period-1	Vesting period-2	Vesting period-3	Vesting period-4
Date of Grant	14 January 2025	14 January 2025	14 January 2025	14 January 2025
Stock price on the grant date (₹)	143.00	143.00	143.00	143.00
Exercise price (₹)	114.00	114.00	114.00	114.00
Expected term (years)	3.5 years	4.5 years	5.5 years	6.5 years
Weighted average fair value as on grant date (₹)	71.00	79.00	87.00	92.00
Expected price volatility	47.07%	48.84%	51.06%	50.47%
Risk free interest rate	6.68%	6.68%	6.72%	6.73%
Expected dividend yield	0.00%	0.00%	0.00%	0.00%

Risk Free return has been considered as Annual yield on Government Securities for a term equal to the expected option life of the ESOP's available on the Financial Benchmarks India Private Limited website. Expected volatility calculation is based on historical daily closing stock prices of competitors using standard deviation of daily change in stock price. The minimum life of the stock option is the minimum period before which the options cannot be exercised and the maximum life is the period after which options cannot be exercised. The expected life has been considered based on average of maximum life and minimum life and may not necessarily be indicative of exercise patterns that may occur.

Summary of the expenses recognised in the statement of profit and loss:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Share based payment expense	21.49	32.81

43A Ratios

The ratios for the year ended 31 March 2025 and 31 March 2024 are as follows:

Particulars	Numerator	Denominator	As at 31 March 2025	As at 31 March 2024	Variance (in %)	Remarks
Current ratio	Current assets	Current liabilities	1.52	1.27	20%	
Debt-Equity ratio	Total debt[1]	Shareholder's equity	0.85	1.08	21%	

	Numerator	Denominator	For the year ended 31 March 2025	For the year ended 31 March 2024	Variance (in %)	Remarks
Debt service coverage ratio	Earnings available for debt service[2]	Debt service[3]	0.55	(0.02)	(2874%)	*
Return on equity	Net profit after taxes	Average shareholder's equity	1.84%	(16.57%)	100%	*
Inventory turnover ratio	Cost of goods sold	Average inventory	5.19	4.76	9%	
Trade receivables turnover ratio	Net sales	Average accounts receivable	7.96	7.01	14%	
Trade payables turnover ratio	Net credit purchases [5]	Average trade payables	17.64	18.69	(6%)	
Net capital turnover ratio	Net sales	Closing working capital	7.29	9.19	(21%)	
Net profit ratio	Net profit after taxes	Net sales	1.08%	(11.55%)	(109%)	*
Return on capital employed (ROCE)	Earning before interest and taxes	Capital employed[4]	6.53%	(4.29%)	(252%)	*
Return on investment	Gain from investment[6]	Cost of investment[7]	6.50%	15.38%	(58%)	**

1 Total debt represents short-term and long-term borrowings and total lease liabilities
2 Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest on term loans and lease liabilities + other adjustments like loss on sale of Fixed assets etc
3 Interest and Lease Payments during the year + Principal Repayments during the year
4 Tangible net worth (Total equity - other intangible assets) + Total debt + DTL
5 Cost of material consumed + Consumption of stores and spares + Consumption of packing material + Power and fuel + (Closing inventories of raw materials and Store and spares - opening inventories of raw materials and Store and spares)
6 Gain/ loss on sale and change in fair value of mutual funds and commercial papers are considered for the purpose of computing return on investment.
7Cost of investment does not include bank deposits

Reason where change more than 25%
* Due to profits in current year as compared to loss in last financial year on account of improved margins.
**Due to lower returns from equity-oriented mutual funds compared to the previous year.

43B Audit trail

The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

During the current year, the audit trail (edit logs) feature for any direct changes made at the database level was not enabled for the accounting software SAP S/4 HANA used for maintenance of books of account by the Holding Company and its subsidiary. The management will evaluate the implementation of audit logs at database level for all the accounting software in the next financial year. Furthermore, the audit trail has been preserved by the Company as per the statutory requirements for record retention from the date the audit trail was enabled for the accounting software.

The joint venture, in respect of financial year commencing on 1 April 2024, have used an accounting software for maintaining their books of account which has a feature of recording audit trail (edit log) facility. However, the audit trail feature in the accounting software used for maintenance of books of account was not enabled throughout the year by the joint venture. Further, the audit trail has not been preserved by the joint venture as per the statutory requirements for record retention

44 A Disclosure of additional regulatory information pertaining to the Parent Company, subsidiaries and joint ventures as per Schedule III of Companies Act, 2013

Name of the entity in the Group	Net assets, i.e., total assets minus total liabilities		Share in profit and loss after tax		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount (₹ in lacs)	As % of consolidated profit and loss	Amount	As % of consolidated other comprehensive income	Amount (₹ in lacs)	As % of consolidated total comprehensive income	Amount (₹ in lacs)
Parent- Ester industries limited								
For the year ended 31 March 2025	117.54%	90,800.51	295.90%	4,053.29	101.09%	(364.91)	365.60%	3,688.38
For the year ended 31 March 2024	115.15%	82,623.37	35.80%	(4,333.43)	100.17%	(76.55)	36.20%	(4,409.98)
Subsidiaries								
(i) Ester Filmtech Limited								
For the year ended 31 March 2025	38.87%	30,031.16	(190.08%)	(2,603.77)	(1.09%)	3.94	(257.70%)	(2,599.83)
For the year ended 31 March 2024	36.84%	26,430.99	64.20%	(7,771.27)	(0.17%)	0.13	63.80%	(7,771.14)

(ii) Ester Loop Infinite Technologies Private Limited (from 22 July 2024 to 11 February 2025)								
For the year ended 31 March 2025	-	-	(7.15%)	(97.94)	-	-	(9.71%)	(97.94)
For the year ended 31 March 2024	-	-	-	-	-	-	-	-
Joint Venture (investment as per equity method)								
Ester Loop Infinite Technologies Private Limited								
For the year ended 31 March 2025	2.17%	1679.60*	(1.49%)	(20.41)	-	-	(2.02%)	(20.41)
For the year ended 31 March 2024	-	-	-	-	-	-	-	-
Inter Company elimination and consolidation adjustment								
For the year ended 31 March 2025	(58.59%)	(45,259.29)	2.82%	38.65	-	-	3.83%	38.65
For the year ended 31 March 2024	(51.98%)	(37,300.00)	-	-	-	-	-	-
Total								
For the year ended 31 March 2025	100.00%	77,251.98	100.00%	1,369.82	100.00%	(360.97)	100.00%	1,008.85
For the year ended 31 March 2024	100.00%	71,754.36	100.00%	(12,104.69)	100.00%	(76.42)	100.00%	(12,181.11)

* This represents the carrying value of investment in the joint venture in the consolidated financial statements as at 31 March 2025

44 B Summarised financial information for joint venture that is material to the Group:

Name of joint venture	Principal activity	Principal place of business	% holding as at 31 March 2025
Ester Loop Infinite Technologies Private Limited	Manufacture of polymers using recycled plastic waste	India	50%

Ester Loop Infinite Technologies Private Limited (ELITe) is a limited liability company, whose legal form confers separation between the parties to the joint arrangement. There is no contractual arrangement or any other facts and circumstances that indicate that the parties to the joint venture have rights to the assets and obligations for the liabilities of the joint arrangement. Accordingly, ELITe is classified as a joint venture. ELITe is not publicly listed. The following tables sets out the summarised financial information of ELITe after adjusting for material differences in accounting policies.

Ester Loop Infinite Technologies Private Limited:

Summarised Balance Sheet	As at 31 March 2025
Non current assets	1,966.09
Current assets (including cash and cash equivalents - 31 March 2025: Rs. 1364.73 Lakhs, 31 March 2024: NIL)	1,468.30
Total assets	**3,434.39**
Non-current liabilities	**-**
Current liabilities (including current financial liabilities excluding trade and other payables and provisions- 31 March 2025: Rs. 114.75 Lakhs, 31 March 2024: NIL)	173.14
Total liabilities	**173.14**
Net assets	**3,261.25**
Group's Share of net assets (50%)	1,630.63
Adjustment#	48.97
Carrying amount of invstements	**1,679.60**

Adjustment of Rs. 48.97 lacs above pertains to gain on loss of control and share in loss prior to loss of control.

Summarised statement of profit and loss	From 22 July 2024 till 31 March 2025
Revenue from operations	**-**
Interest income	**-**
Finance costs	-
Depreciation and amortization expense	**-**
Other expenses	138.75
Loss for the period / Total comprehensive loss *	**(138.75)**

* The loss for the period includes a loss of ₹ 97.94 lacs incurred between 22 July 2024 (the date of incorporation), and 11 February 2025, during which Ester Loop Infinite Technologies Pvt. Ltd. (ELITe) was accounted as a subsidiary of Ester Industries Limited (Holding company) as holding company exercised control over ELITe. Thereafter, it has been accounted as a joint venture. (Refer note 7 for details.) Accordingly, loss amounting to ₹ 40.81 lacs (₹ 138.75 lacs - ₹ 97.94 lacs) pertains to the period beginning from 12 February 2025 to 31 March 2025.

There are no other material / immaterial joint ventures in the group.

45 Additional regulatory information

(a) No proceedings have been initiated on or are pending against the Group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(b) The Group does not have any transactions with struck off companies under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956, except for the parties mentioned below

(₹ in lacs)

Name of the struck off company	Nature of transactions with struck off company	31 March 2025		31 March 2024	
		Transactions during the year	Closing Balance	Transactions during the year	Closing Balance
Shakun & Company (Services) Pvt. Ltd.*	Trade payable	0.08	0.08	-	-
Global Packaging	Trade receivable		-	175.34	-
Stic-on Papers Pvt. Ltd.*	Trade receivable	20.87	-	12.32	-
A.M.P Polymers India Private Limited*	Advance from customer	47.07	-	154.07	-
Kautilya Venture Capital Company Ltd	Shareholder (dividend paid)	-	-	0.04	-
Emerging Primary Securities Limited	Shareholder (dividend paid)	-	-	0.01	-
Oswal Industries*	Trade receivable			136.11	-

* These companies are struck off in the current year.

(c) The Group has not been declared willful defaulter by any bank or financial institution or other lender.

(d) The Group has complied with the number of layers prescribed under the Companies Act, 2013.

(e) The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(f) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(g) No funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiary company to or in any persons or entities, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiary company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries.

(h) No funds have been received by the Holding Company or its subsidiary company from any persons or entities, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiary 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.

(i) The Group does not have 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 during the current or previous year.

(j) The Group has not traded or invested in crypto currency or virtual currency during the current or previous year.

(k) The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

46 No subsequent event occurred post balance sheet date which requires adjustment in the consolidated financial statements for the year ended 31 March 2025.

47 The Board of directors at its meeting held on 21 May 2025, has recommended final dividend of Rs. 0.60 per equity share for the year ended 31 March 2025, subject to the approval of shareholder of the company in the forthcoming Annual General Meeting.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Sd/-
Sandeep Mehta
Partner
Membership No.099410

Place: New Delhi
Date: 21 May 2025

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

Sd/-
Arvind Singhania
Chairman & CEO
DIN: 00934017

Place: New Delhi
Date: 21 May 2025

Sd/-
Pradeep Kumar Rustagi
Executive Director - Corporate Affairs
DIN: 00879345

Place: New Delhi
Date: 21 May 2025

Sd/-
Sourabh Agarwal
Chief Financial Officer

Place: New Delhi
Date: 21 May 2025

Sd/-
Poornima Gupta
Company Secretary
Membership No.A49876

Place: New Delhi
Date: 21 May 2025

FORM AOC-1

for the financial year ended 31st March 2025

Statement containing salient features of the financial statements of Subsidiaries/Associate Companies/Joint Ventures
[Pursuant to first proviso of Sub-Section (3) of Section 129 of the Companies Act, 2013, read with Rule 5 of the Companies (Accounts) Rules, 2014]

PART "A"- Subsidiaries

(₹ in Lacs)

1	Name of the Subsidiary	:	Ester Filmtech Limited
2	Date of acquisition	:	21st July, 2020
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	:	1st April, 2024 - 31st March, 2025
4	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	:	Not Applicable
5	Share capital	:	43500
6	Reserves & surplus	:	(13,475.74)
7	Total assets	:	69,916.53
8	Total Liabilities	:	39,885.37
9	Investments	:	-
10	Turnover	:	34,954.93
11	Profit & Loss before taxation	:	(2,603.77)
12	Provision for taxation	:	-
13	Profit & Loss after taxation	:	(2,603.77)
14	Proposed Dividend	:	-
15	% of shareholding held by the Company	:	100

Note:

1. Name of subsidiaries which are yet to commence operations- NIL
2. Names of subsidiaries which have been liquidated or sold during the year-NIL

PART "B": Associates and Joint Ventures

(₹ in Lacs)

1	Name of Joint Venture	:	Ester Loop Infinite Technologies Private Limited*
2	Latest audited Balance Sheet Date	:	31st March 2025
3	Date on which the ~~Associate or~~ Joint Venture was associated ~~or acquired~~	:	12th February 2025
4	Shares of ~~Associate or~~ Joint Ventures held by the company		
i.	Number	:	170
ii.	Amount of Investment in ~~Associates~~ or Joint Venture	:	1,700
iii.	Extent of Holding (in percentage)	:	50%
5	Description of how there is significant influence	:	Joint Venture
6	Reason why the ~~associate~~/Joint venture is not consolidated.	:	NA
7	Net worth attributable to shareholding as per latest audited Balance Sheet	:	1,700
8	Profit or Loss for the year		
i.	Considered in Consolidation	:	-
ii.	Not Considered in Consolidation	:	(69.375)

**During the year under review, Ester Loop Infinite Technologies Private Limited (ELITe) was incorporated on 22nd July 2024 as the wholly owned subsidiary of the Company. Subsequently, upon the induction of Loop Industries Inc. ("Loop") as a shareholder on 12th February 2025, ELITe ceased to be a subsidiary and became a Joint Venture Company with 50:50 equity held by both Company and Loop.*

Notes:
1. Name of associates/ joint venture which are yet to commence operations - NIL
2. Names of associates/ joint venture which have been liquidated or sold during the year - NIL

Further, there is no Associate during the year under review.

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

Sd/- **Arvind Singhania** **Chairman & CEO** **DIN: 00934017**	**Sd/-** **Pradeep Kumar Rustagi** **Executive Director - Corporate Affairs** **DIN: 00879345**	**Sd/-** **Sourabh Agarwal** **Chief Financial Officer**	**Sd/-** **Poornima Gupta** **Company Secretary** **Membership No. A49876**
Place: New Delhi **Date: 30th July 2025**	**Place: New Delhi** **Date: 30th July 2025**	**Place: New Delhi** **Date: 30th July 2025**	**Place: New Delhi** **Date: 30th July 2025**

CIN: L24111UR1985PLC015063

Registered Office

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Corporate Office

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Email: info@ester.in **Website:** www.esterindustries.com