



KANODIA CEM PRIVATE LIMITED

ANNUAL REPORT

FINANCIAL YEAR 2024-25



Kanodia Cem Private Limited (Foundation)

Registrar of Companies

Registered with the Registrar of Companies, Uttar Pradesh at Kanpur.



Incorporation Date

October 19, 2019 marks the official establishment of the company.



Corporate Office

A-21, Sector-16, Gautam Buddha Nagar, Noida, Uttar Pradesh, 201301 India.



Corporate Identity Number

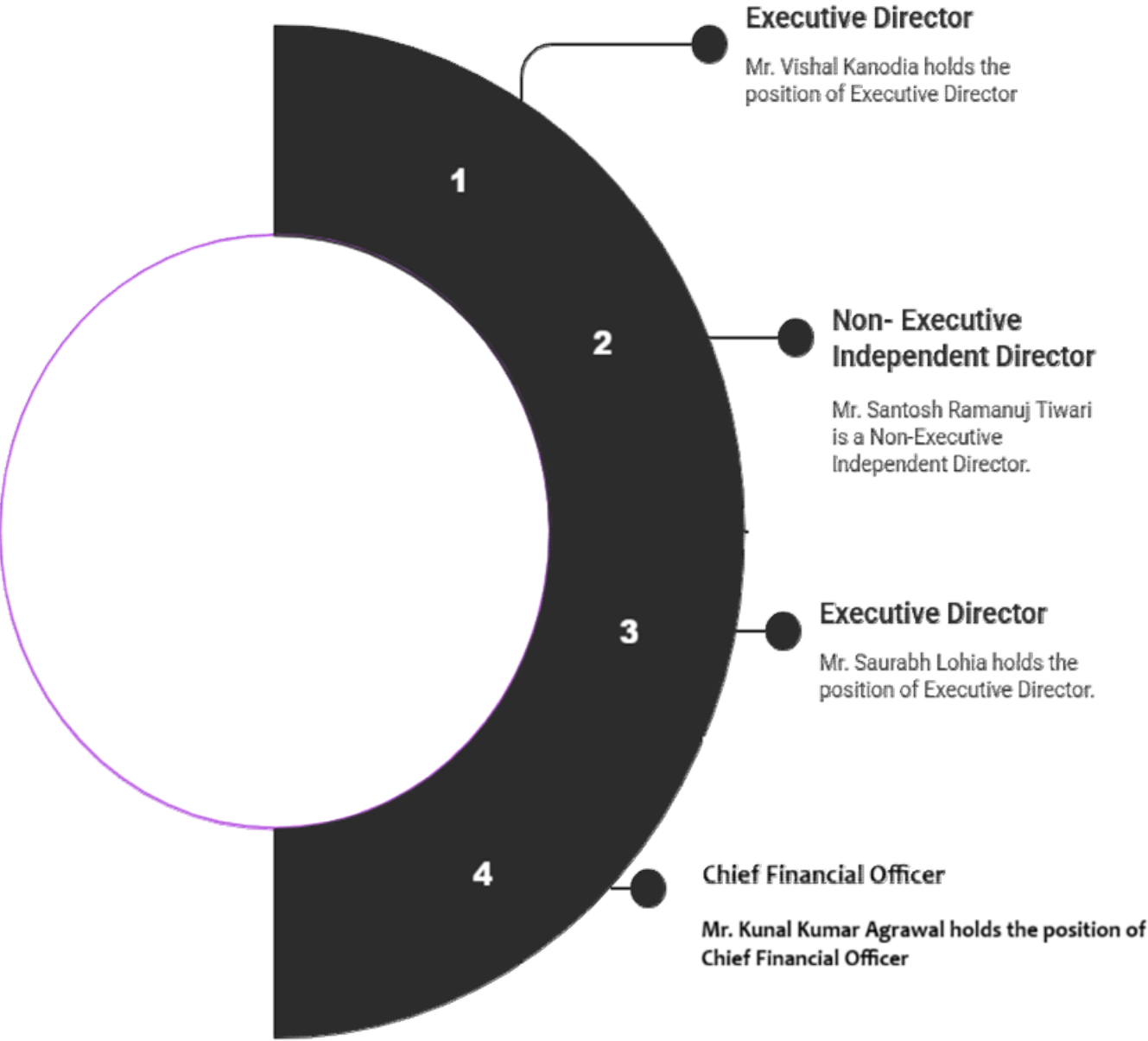
U26999UP2019PTC122527 is the unique identifier for the company.



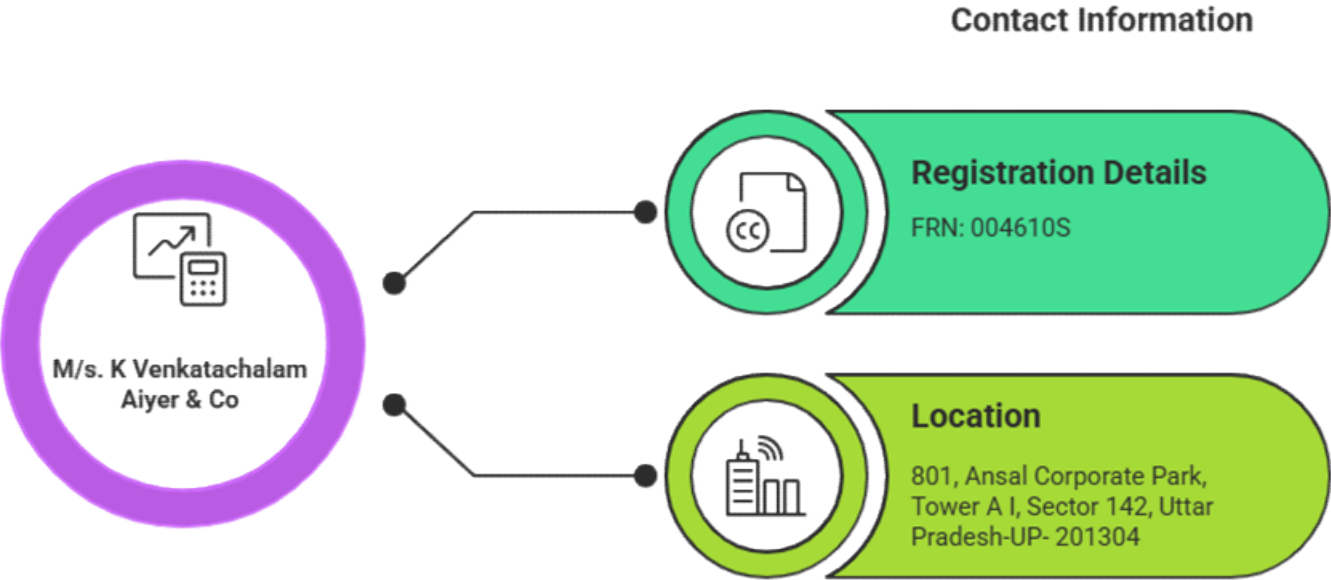
Registered Office

Gata No.1140,1142, Village-Nagardeeh, Post-Bhadar, Sultanpur, Amethi, Uttar Pradesh, India, 227405

Unveiling the Leadership Structure of Kanodia Cem Private Limited



Statutory Auditors of Our Company



DIRECTOR'S REPORT

Dear Members,

Your directors have the pleasure of presenting the **06th Annual Report** together with the Audited Financial Statements for the Financial Year ended 31st March, 2025.

1) FINANCIAL SUMMARY OR HIGHLIGHTS

(Rs. In Lakhs)

PARTICULARS	2024-25	2023-24
Revenue from Operations	30342.11	27955.62
Other Income	151.42	95.74
Total Revenue	30493.53	28051.36
Total Expenses	26672.15	22981.06
Profit Before Tax	3821.38	5070.30
Less: Current tax	461.39	557.72
For earlier years	0.48	-
Deferred Tax (Liability)/ Asset	202.94	339.22
Profit /(Loss) for the year	3156.57	4173.36

2) PERFORMANCE REVIEW/ STATE OF COMPANY'S AFFAIRS

Your Company is primarily engaged in the grinding and manufacturing of cement and is currently expanding through the execution of various projects aimed at increasing production capacity and improving operational efficiency. The Board of Directors strongly believes that these strategic initiatives will significantly strengthen the Company's market position and contribute to sustained growth in the coming years.

During the year, the business environment remained challenging due to increased regulatory pressures. Despite these headwinds, your Company has actively navigated these challenges to strengthen the fundamentals of the business.

The Financial Year 2024-25 was an extremely active and transformational period for your Company. A strong focus was placed on compliance, operational efficiency, and capacity expansion, laying a solid foundation for sustained growth.

Financial Highlights - FY 2024-25;

(Rs. In Lakhs)

PARTICULARS	2024-25	2023-24
Total Revenue	30,493.53	28,051.36
Profit After Tax (PAT)	3,156.57	4,173.36

3) SHARE CAPITAL OF THE COMPANY

During the Financial Year 2024-25 the Authorized Share Capital of the Company was increased from ₹ 15,00,000/- (Rupees Fifteen Lakhs Only) divided into 150000 (One Lakh and Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each to ₹ 10,00,00,000/- (Rupees Ten Crores Only) divided into 10000000 (One Crore) Equity Shares of Rs. 10/- (Rupees Ten) each pursuant to the resolution passed by the members in the general meeting held on dated 25th September, 2024.

The Paid-up Share Capital of the Company as at the beginning of the Financial Year was ₹15,00,000/- (Rupees Fifteen Lakhs Only) divided into 150000 (One Lakh and Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each.

Subsequently, the company allotted 7500000 (Seventy-Five Lakh) equity shares of Rs. 10/- (Rupees Ten) each as bonus shares to the existing shareholders in the proportion of 50:01 equity shares held pursuant to the resolution passed by the members in the general meeting held on dated 02nd December, 2024.

Further, pursuant to the approval of the Board of Directors in its meeting held on 12th December, 2024, the Company allotted 6,12,000 shares of ₹ 10/- each at a premium of ₹ 1,624 per share in tranches on right issue basis resulting into increase in the paid-up share capital of Company to ₹ 8,26,20,000, representing 82,62,000 equity shares of ₹ 10/- each.

Subsequently, following the Board's approval in the meeting held on 22nd March, 2025, the Company allotted a further 5,00,000 right shares of ₹ 10/- each at the same premium of ₹ 1,624 per share in tranches.

As a result of these allotments, **the paid-up share capital currently stands at ₹ 8,76,20,000** (Rupees Eight Crores Seventy-Six Lakhs and Twenty Thousand only), comprising 87,62,000 (Eighty-Seven Lakh Sixty-Two Thousand only) equity shares of ₹ 10/- each.

4) TRANSFER TO RESERVES

During the Financial Year ended 31st March, 2025, no amount has been transferred to General Reserves of the Company.

5) DIVIDEND

Your Company is rapidly making efforts for its overall growth & expansion. Towards attainment of this goal, your Company is incurring capital expenditure on an ongoing basis for upgradation of its existing facilities and establishing new projects. The internal accruals are ploughed back to partly fund the ongoing expansion and investment projects. In view of this, the Directors do not recommend any dividend for the financial year under review and do not propose to carry any amount to reserves.

6) FINANCE

During the year under review, The Company availed an overdraft facility of ₹ 3,01,50,000 (Three Crore One Lakh Fifty Thousand) from HDFC Bank Ltd against Fixed Deposit amounting ₹3,35,00,000 (Three Crore Thirty-Five Lakh).

Further, during the financial year 2025-26, the Company secured another overdraft facility ₹2,02,50,000 (Two Crore Two Lakh Fifty Thousand) from same bank i.e. HDFC Bank Ltd., against Fixed Deposit amounting ₹ 2,25,00,000 (Two Crore Twenty-Five Lakh).

7) WEBLINK OF ANNUAL RETURN, IF ANY

The Company does not have any separate official website during the year under review. Therefore the Annual Return of the Company as on March 31, 2025, required under Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, is available on the parent company's website at <https://www.kanodiacement.co.in/financial-reports>.

8) DETAILS OF HOLDING COMPANY

M/s. Kanodia Cement Limited, the parent or holding company of M/s. Kanodia Cem Private Limited holds entire share capital and 100% control over company's operations, policies, and management.

9) DETAILS OF SUBSIDIARIES, JOINT VENTURES & ASSOCIATE COMPANIES AND THEIR AUDITED FINANCIAL STATEMENTS

The Company does not have any Subsidiary, Joint ventures or Associate Company during the year under review.

10) CHANGE IN THE NATURE OF BUSINESS & MATERIAL CHANGES AND COMMITMENTS, IF ANY, DURING THE FINANCIAL YEAR UNDER REVIEW

There has no change in the nature of business of Company during the year under review.

Furthermore, during the year under review, the Company has discontinued its association with one of its B2B customer and associated with other prominent B2B client through a cement sale-and-purchase agreement executed in January 2025.

Apart from the above, there have been no other material changes or commitments affecting the financial position of the Company during the financial year.

11) DEMATERIALIZATION OF SECURITIES OF COMPANY

During the year under review, shares of company were dematerialised with National Securities Depository Limited (NSDL). The International Securities Identification Number (ISIN) for the Company's securities was successfully availed by Company on 11th January, 2025 viz INE1HM501014.

12) REGISTRAR & TRANSFER AGENT (RTA) OF COMPANY

Your Company has appointed M/s MUFG Intime India Pvt Ltd (Formerly known as Link Intime India Private Limited) as Registrar & transfer agent (RTA) of Company with effect from 20th August, 2024. The RTA shall be responsible for handling all matters related to the transfer, dematerialization, and other administrative activities concerning the Company's securities.

13) CHANGE IN THE NATURE OF BUSINESS & MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF FINANCIAL YEAR AND DATE OF THE BOARD REPORT

There have been no changes in the nature of business of the company, nor any material changes and commitments affecting its financial position between the end of the financial year and the date of this Board Report.

However, the company entered into a Power Purchase Agreement (PPA) with Chandra Energy Private Limited (CEPL) on 09th June 2025, under which it agreed to purchase Solar power from the captive power plant established by the CEPL. In accordance with the Share Subscription and Shareholders' Agreement (SSSHA) and as a captive user, the company invested Rs. 27 lakhs through the subscription of 54,000 equity shares. Furthermore, the investment made by the company shall be utilized solely for statutory payments and the procurement of raw materials required for the commissioning of the project.

14) DEPOSITS

During the year under review, the company has neither accepted any deposit nor there were any amounts outstanding at the beginning of the year within the meaning of provisions of Chapter V - Acceptance of Deposits by Companies of the Companies Act, 2013 ("Act") read with the Companies (Acceptance of Deposits) Rules, 2014.

15) ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your Company has in place adequate internal financial Control System, commensurate with the size, scale and complexity of its operations. In this regard, the Board has also adopted such policies and procedures including Internal Control System for ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and the timely preparation of reliable financial information. The Company's business processes have a strong monitoring and reporting process resulting in financial discipline and accountability.

On May 15, 2024, the Company appointed **M/s. JKVS & Co.**, Chartered Accountants (FRN-318086E), to provide advisory services for the implementation of the Internal Financial Control (IFC) framework. This appointment aims to enhance the Company's internal control processes and ensure robust compliance with regulatory standards.

16) CHANGE IN COMPOSITION OF BOARD OF DIRECTORS & KMPs

➤ **COMPOSITION OF BOARD**

As on 31st March, 2025, following were on the Board of the Company:

S. No.	Name of Director(s)	DIN	Designation	Date of appointment
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1.	Mr. Vishal Kanodia	00946204	Director	19/10/2019
2.	Mr. Saurabh Lohia	03087080	Director	23/02/2024
3.	Mr. Santosh Ramanuj Tiwari	09545839	Non-Executive Independent Director	20/08/2024

➤ CHANGES IN COMPOSITION OF BOARD

- Mr. Santosh Ramanuj Tiwari was appointed as Non -Executive Independent director of the company with effect from 20th August, 2024.
- Mr. Manoj Kedia (DIN: 03526814) tendered his resignation and ceased to be the director of the company w.e.f. 20th August, 2024.

➤ KEY MANAGERIAL PERSONNEL

During the year under review, Mr. Kunal Kumar Agrawal was appointed as the Chief Financial Officer (CFO) of the Company with effect from August 20, 2024, pursuant to the resolution passed at the meeting of the Board of Directors held on the same date.

17) STATEMENT ON DECLARATION MADE BY INDEPENDENT DIRECTORS & DECLARATION OF DISQUALIFICATION BY DIRECTORS

Your Company has received declaration from Independent Director, namely Mr. Santosh Ramanuj Tiwari confirming that He meets with the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and He has registered his name in the Independent Directors' Databank. Further, pursuant to Section 164(2) of the Companies Act, 2013, all the Directors have submitted declarations that they have not been disqualified to act as a Director.

In the opinion of the Board, Independent Director fulfil the conditions specified in the Companies Act, 2013 read with the Schedules and Rules issued thereunder and are independent from the management.

18) NUMBER OF MEETINGS DURING THE YEAR

➤ NUMBER OF BOARD MEETINGS AND ATTENDANCE OF THE DIRECTORS

The Board meets at regular intervals to discuss and decide on Company business policies and strategy apart from other Board business.

During the year under review, the Board of directors met eleven (11) times viz:

S.No.	Date of meetings
1.	15.05.2024
2.	15.07.2024
3.	20.08.2024
4.	18.09.2024
5.	05.11.2024

6.	12.12.2024
7.	18.12.2024
8.	19.12.2024
9.	19.12.2024
10.	20.12.2024
11.	22.03.2025

The gap between two consecutive meetings was not more than one hundred and twenty days as provided in section 173 of the Companies Act, 2013.

The details of attendance of each Director at the Board Meeting are given below:

S.No.	Name of Director	Number of Meetings held during their tenure	Number of Meetings attended
1.	Mr. Vishal Kanodia	11	11
2.	Mr. Saurabh Lohia	11	11
3.	Mr. Manoj Kedia	03	03
4.	Mr. Santosh Ramanuj Tiwari	08	08

➤ GENERAL MEETING OF THE COMPANY

S.No.	Type of Meeting	Date of Meeting
1.	Annual General Meeting	25.09.2024
2.	Extra-ordinary General Meeting	02.12.2024

19) REMUNERATION OF DIRECTOR

The details of remuneration paid during the Financial Year 2024-25 to Directors of the Company is provided in the financial statement of the Company.

20) FINANCIAL STATEMENTS AND AUDITOR'S REPORT

The financial statements of the company have been prepared in terms of provisions of the Companies Act, 2013 by following the applicable Accounting Standards notified by the Ministry of Corporate Affairs and forms part of this annual report along with the auditor's report.

21) AUDITORS AND THEIR REPORT

➤ STATUTORY AUDITOR

In terms of Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, M/s K. Venkatachalam Aiyer & Co., Chartered Accountants (FRN: 004610S) were

appointed as the Statutory Auditors of the Company in the Annual General Meeting held on 30th September 2023 for consecutive five financial years i.e. from FY 2023-24 to FY 2027-28.

The report from statutory auditors does not contain any qualification, reservation or adverse remarks.

➤ **SECRETARIAL AUDITOR**

In terms of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Managerial Personnel) Rules, 2014, The Board at its meeting held on 22nd March 2025, had appointed **M/s. Arun Singh and Associates**, Practicing Company Secretaries (COP Number: 11764) as the Secretarial Auditors of the company to conduct the Secretarial Audit for the FY 2024-25.

The Secretarial Audit Report in Form MR-3 for the Financial Year under review, as received from Mr. Arun Kumar Singh, Practicing Company Secretary is attached as an Annexure to the Board's Report.

The report from secretarial auditors does not contain any qualification or negative remarks.

➤ **INTERNAL AUDITOR**

In terms of Section 138 of the Companies Act, 2013, and the relevant rules thereunder, the Board at its meeting held on 15th May, 2024 appointed **M/s. JKVS & Co.**, Chartered Accountants, (FRN-318086E) as Internal Auditors for the financial year 2024-25 to conduct the internal audit and providing recommendations to enhance the internal control systems.

The observations made in the Internal Auditors' Report are self-explanatory and therefore do not call for any further comments.

➤ **COST AUDITOR**

In terms of Section 148 of the Companies Act, 2013 read with Rule 9 of the Companies (Audit and Auditor) Rules, 2014, The Board at its meeting held on 15th May, 2024, re-appointed **M/s. Yogendra & Associates**, Cost Accountants (FRN-101290), as Cost Auditors of the company to conduct the audit of cost records of the Company for the financial year 2024-25. The report from Cost Auditors does not contain any qualification or negative remarks.

22) COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETING

During the year under review the Company has complied with all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India for Board Meeting (SS-1) and General Meeting (SS-2).

23) COST RECORDS

As per section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Rules, 2014, your Company is in compliance of maintaining cost records.

24) PARTICULARS OF FRAUD REPORTED BY AUDITORS

In terms of the provisions of Section 134 (3) (ca) and Section 143 (12) of the Companies Act, 2013, the Auditors have not reported any instance of fraud having taken place during the year under review.

25) CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of governance and has also implemented several best governance practices. These include establishing a qualified and diverse board, creating extensive risk management frameworks, and improving internal controls and audit functions. The Company also ensures regulatory compliance, enhances shareholder rights and engagement and leverages technology for governance automation.

26) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Pursuant to Section 186 of the Companies Act, 2013 and rules of the Companies (Meetings of Board and its Powers) Rules, 2014, the particulars of loan and investments made by the company have been disclosed in the financial statements of the Company for the year ended 31st March, 2025. The Company has also complied with all other applicable provisions of Section 186 of the Companies Act, 2013

27) PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

Your Company has historically adopted the practice of undertaking related party transactions only in the ordinary and normal course of business and at arm's length as part of its philosophy of adhering to highest ethical standards, transparency and accountability. In line with the provisions of the Companies Act, 2013 & rules made thereunder, the Board has approved a policy on related party transactions. The particulars of contracts or arrangements with related parties referred to in Section 188 (1) and applicable rules of the Companies Act, 2013 in **Form AOC-2** is provided as **Annexure-I** to this Report.

28) SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

During the period under review, there were no significant and material orders passed by the Regulators or the Courts or the Tribunals impacting the going concern status and Company's operations in future.

29) DIRECTOR'S RESPONSIBILITY STATEMENT

In accordance with Section 134(5) of the Companies Act, 2013, your Directors state that:

- a. the preparation of the annual accounts for the year ended March 31, 2025, the applicable accounting standards have been followed and there are no material deviations from the same.
- b. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as of March 31, 2025, and of the profit of the Company for year ended on that date.

- c. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. they have prepared the annual accounts on a going concern basis.
- e. they have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and are operating effectively; and
- f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

30) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION, FOREIGN EXCHANGE EARNING AND OUTGO

In accordance with Section 134(3)(m) of the Companies Act, 2013 read with Rule (8) of the Companies (Accounts) Rules, 2014, it is stated that:

A. Conservation of Energy:

Conservation of energy is of utmost significance to the Company as company has also engaged in the solar purchase agreements, so constant efforts are made to ensure optimum use of energy by using energy efficient computers/laptops, processes and other office equipment; regular maintenance and up keeping of existing electrical equipments to minimize breakdowns and loss of energy.

B. Technology Absorption:

The Company has taken all necessary steps for the effective absorption and adaptation of the latest technologies relevant to its operations.

C. Foreign Exchange Earnings and Outgo:

During the year under review, the Company did not have any foreign exchange earnings or outgo.

31) PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out annual evaluation of (i) its own performance; (ii) Individual Directors Performance; (iii) performance of Chairman of the Board for the Financial Year 2024-25.

The Board's functioning was evaluated on various aspects, including *inter-alia* the structure of the Board, meetings of the Board, functions of the Board, effectiveness of Board processes, information and functioning.

The Directors were evaluated on various aspects such as attendance and contribution at Board meetings and guidance/support to the Management outside Board meetings.

Based on the feedback of the Directors and after due deliberations and taking into account the views and counter views. The Directors expressed their satisfaction with the evaluation process. Further, the evaluation process confirms that the Board continue to operate effectively and the performance of the Directors are satisfactory.

32) RISK MANAGEMENT POLICY

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework. The major risks have been identified by the Company and its mitigation process/measures have been formulated in the areas such as business, project execution, event, financial, human, environment and statutory compliance.

33) CORPORATE SOCIAL RESPONSIBILITY

The company is committed to ensuring that its Corporate Social Responsibility (CSR) activities are focused towards enhancing the sustainable development of our society. The Company has in place a Corporate Social Responsibility Policy pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021. The CSR policy, inter-alia, deals with the objectives of the Company's CSR initiatives, its guiding principles, thrust areas, responsibilities of the CSR Committee, implementation plan and reporting framework.

During the financial year 2024-25, the Company's CSR obligation amounted to ₹46.76 lakhs, in accordance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

Further, an excess CSR amount spent in the previous financial year, has been set off against the CSR obligation of the current financial year in accordance with Rule 7(3) of the Companies (CSR Policy) Rules, 2014 (as amended).

Accordingly, the Company has met its entire CSR obligation for the financial year 2024-25.

The CSR Annual Report prepared in accordance with the provisions of the Companies Act, 2013 and Companies (CSR Policy) Amendment Rules, 2021 has been appended as **Annexure-II** to this Report.

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

In compliance with the requirements under Section 134(3)(q) of the Companies Act, 2013, and Rule 8(5)(x) of the Companies (Accounts) Rules, 2014, the Company hereby confirms that the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, have been duly complied with during the year under review.

During the financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder. Further details are as follow:

a.	Number of complaints of Sexual Harassment received in the year	0
b.	Number of Complaints disposed off during the year	0
c.	Number of cases pending for more than ninety days	0

35) STATEMENT WITH RESPECT TO COMPLIANCE TO THE PROVISIONS OF MATERNITY BENEFITS ACT, 1961

In compliance with Rule 8(5)(xiii) of the Companies (Accounts) Rules, 2014 – inserted by the Companies (Accounts) Second Amendment Rules, 2025 – the Company hereby confirms that it has complied with the provisions of the Maternity Benefit Act, 1961 to the extent applicable.

36) DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year under review, there were no applications made or proceedings pending in the name of company under the Insolvency and Bankruptcy Code, 2016.

37) DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT DONE ON ONE TIME SETTLEMENT AND THE VALUATION WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS

During the year under review, there has been no one-time settlement of loans from the Banks or Financial Institutions.

Hence, the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

38) ACKNOWLEDGEMENT

Your directors wish to place on record its thanks and gratitude to the shareholders, dealers, customers, Central and State Government Departments, Organizations, Agencies and other business partners for their continued trust and co-operation extended by them. Your directors further take this opportunity to express its sincere appreciation for all the efforts put in by the employees of the Company at all levels in achieving the results and hope that they would continue their sincere and dedicated endeavour towards attainment of better working results during the current year.

For & on behalf of the Board
Kanodia Cem Private Limited

Sd/-
Vishal Kanodia
(Director)
DIN: 00946204

Sd/-
Saurabh Lohia
(Director)
DIN: 03087080

Date: 12.08.2025
Place: Noida

Form No. AOC-2

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

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

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

S. No.	Particulars	Details
a)	Name (s) of the Related party & nature of relationship	-
b)	Nature of contracts/arrangements/transaction	-
c)	Duration of the contracts/arrangements/transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	-
e)	Justification for entering into such contracts or arrangements or transactions'	-
f)	Date of approval by the Board	-
g)	Amount paid as advances, if any	-
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

2. Details of contracts or arrangements or transactions at **Arm's length basis**:

S. No.	Name (s) of the related party & nature of relationship	Nature of contracts/arrangement s/transaction	Duration of the contracts/arrangements/transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount Paid as advances, if any
1.	M/s. Kanodia Cement Limited Relationship: Holding Company	<ul style="list-style-type: none"> • Sale of consumable Stores • Purchases of Consumable Stores • Purchases of Capital Assets 	In ordinary course of business	As mutually agreed by the parties	-	NIL

2.	M/s. Kanodia Infratech Limited Relationship: Fellow Subsidiary Company	<ul style="list-style-type: none"> • Sale of consumable Stores • Purchases of Consumable Stores 	In ordinary course of business	As mutually agreed by the parties	-	NIL
3.	M/s. Kanodia Reality Private Limited Relationship: Enterprise where director or relative of director having significant influence	<ul style="list-style-type: none"> • Rent Paid 	In ordinary course of business	As mutually agreed by the parties	-	NIL
4.	M/s. Kanodia Team Private Limited Relationship: Enterprise where director or relative of director having significant influence	Manpower Services Received	In ordinary course of business	As mutually agreed by the parties	-	NIL

For & on behalf of the Board
Kanodia Cem Private Limited

Sd/-
Vishal Kanodia
(Director)
DIN: 00946204

Sd/-
Saurabh Lohia
(Director)
DIN: 03087080

Date: 12.08.2025
Place: Noida

KANODIA GROUP

Annexure- II

Annual Report on CSR Activities to be included in the Board's Report for Financial Year 2024-2025

Corporate Social Responsibility (CSR)

[Pursuant to clause (o) of sub section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. Brief outline on CSR Policy of the Company

The Company has formulated a CSR Policy stated in the link mentioned in the Report pursuant to Section 135 of the Companies Act, 2013 and rules framed thereunder. The Policy is framed for undertaking activities as may be found beneficial for upliftment of the society, environment protection and economic development for the weaker section with preference to local areas and areas near Company's factory sites.

2. Composition of CSR Committee

Since a CSR Committee is not applicable to the company, it has not been constituted. The Board of Directors will oversee and execute the responsibilities typically assigned to the CSR Committee.

3. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). –

Pursuant of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, impact assessment of CSR project carried out in the financial year 2024-25 was not applicable on Company.

4. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any-

S.No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	2024-25	97.03 lakhs	46.76 lakhs

5. Average net profit of the company as per section 135(5): Rs. 2338.02/- Lakhs

6. (a) Two percent of average net profit of the company as per section 135(5): Rs. 46.76 Lakhs.

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: - N.A.

(c) Amount required to be set off for the financial year, if any: - 46.76 lakhs

(d) Total CSR obligation for the financial year: Rs. 46.76 Lakhs

7. (a) CSR amount spent or unspent for the financial year:

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

(b) Details of CSR amount spent against ongoing projects for the financial year: N.A.*

**It was noted that the Company's CSR obligation for the financial year 2024-25 amounts to approximately ₹46.76 lakhs. However, the Company had already incurred excess CSR expenditure of ₹97.03 lakhs during the financial year 2023-24, which has been set off against the obligation for FY 2024-25. Following the set-off, a balance of ₹50.27 lakhs remains, which may be carried forward and adjusted against CSR obligations in subsequent years.*

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year: N.A.

(d) Amount spent in Administrative Overheads- NA

(e) Amount spent on Impact Assessment, if applicable- NA

(f) Total amount spent for the Financial Year – NIL

(g) Excess amount for set off, if any-

S. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	46.76 lakhs
(ii)	Total amount spent for the Financial Year	NIL
(iii)	Excess amount spent for the next succeeding three financial year	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	NIL

8. (a) Details of Unspent CSR amount for the preceding three financial years: **Not available**

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR	Amount spent in the reporting	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.	Amount remaining to be spent in
---------	---------------------------	-----------------------------------	-------------------------------	--	---------------------------------

		Account under section 135 (6) (in Rs.)	Financial Year (in Rs.)	Name of the Fund	Amount (in Rs.)	Date of transfer.	succeeding financial years. (in Rs.)
-	-	NIL	NIL	-	NIL	-	NIL

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): NA

9. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

- (a) Date of creation or acquisition of the capital asset(s): **Not applicable**
- (b) Amount of CSR spent for creation or acquisition of capital asset. **Not applicable**
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. **Not applicable**
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). **Not applicable**

10. 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 & on behalf of the Board
Kanodia Cem Private Limited

Sd/-
Vishal Kanodia
(Director)
DIN: 00946204

Sd/-
Saurabh Lohia
(Director)
DIN: 03087080

Date: 12.08.2025
Place: Noida

KANODIA GROUP

MR-3

Secretarial Audit Report

For the financial period ended March 31, 2025

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

To,

The Members,

KANODIA CEM PRIVATE LIMITED

Gata No.1140,1142, Village-Nagardeeh,
Post-Bhadar, Sultanpur, Amethi,
Uttar Pradesh, India, 227405

CIN: U26999UP2019PTC122527

We have conducted secretarial audit of the compliance of applicable statutory provisions and adherence to good corporate practices by M/s. **KANODIA CEM PRIVATE LIMITED** (hereinafter referred as '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 Kanodia Cem Private Limited'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 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 period ended on March 31, 2025 (commencing from April 1, 2024 to March 31, 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 based on the management representation letter/ confirmation received from the management, in the manner and subject to the reporting made hereinafter. The members are requested to read this report along with our letter annexed to this report as **Annexure - A**.

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial period ended on March 31, 2025 according to the applicable 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) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (*Not applicable to the Company during the audit period*);



- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') *(Not applicable to the Company during the audit period)*:
- 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; *(Not applicable to the Company during the audit period)*;
 - 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) Regulations, 2014 *(Not applicable to the Company during the audit period)*;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 *(Not applicable to the Company during the audit period)*;
 - f) The Securities and Exchange Board of India (Registrars to an issue and share transfer agents) Regulations, 1993 regarding the Companies Act and dealing with clients to the extent of securities issued; and *(Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the Audit period)*
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 *(Not applicable to the Company during the audit period)*.
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 *(Not applicable to the Company during the audit period)*;
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015,
- vi) The management has identified and complied with the following laws applicable specifically to the Company:
- a) Bureau of Indian Standards Rules, 1987
 - b) Factories Act, 1948
 - c) The Legal Metrology Act, 2009
 - d) Laws relating to prevention and control of Pollution
 - e) Laws relating to Employees, Contract Labour, , Wages, Gratuity, Provident Fund, Bonus, Compensation, Employees State Insurance etc.

There were certain instances of slight delay payment of Provident fund , Gratuity ,Statutory dues during the year



We have relied upon the representation made by the Company and its officers and compliance reports from the management for systems and mechanism framed by the Company for compliances of other applicable Act, Laws and Regulations to the Company.

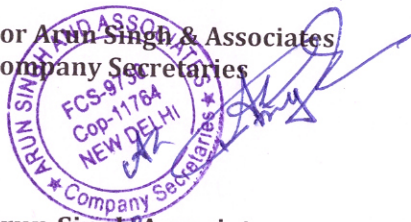
2. We have also examined compliance with the applicable clauses of the following:
 - i) Secretarial Standards issued by The Institute of Company Secretaries of India, with respect to board and general meetings (hereinafter referred as '**Secretarial Standards**'). We noted that the Company is regular in complying with the Secretarial Standards. and
 - ii) The Listing Agreements entered into by the Company with Stock Exchange(s) (*Not applicable to the Company during the audit period*).
3. During the period under review, to the best of our knowledge and belief and according to the information and explanations given to us, the Company has been regular in compliance with the provisions of the Acts, Rules, Regulations, Secretarial Standards mentioned above.
4. We further report that compliance of applicable financial laws including Direct and Indirect Tax Laws by the Company has not been reviewed in this audit since the same has been subject to review by the Statutory Auditors and other designated professionals.
5. We further report that:
 - i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, non-Executive Directors and Independent Directors.
 - ii) During the financial year Mr. Kunal Agarwal was appointed as Chief Financial Officer.
 - iii) During the Financial year JKVS & Associates were appointed as the company's internal Auditor for F.Y 2024-25
 - iv) During the year Mr. Santosh Ramanuj Tiwari was appointed as Non- Executive Independent director was appointed.
 - v) Adequate notice is given to all directors to schedule the Board Meetings. Notice of Board meetings was sent at least seven days in advance of the meeting and where any Board Meeting was held on shorter notice the same was conducted in compliance with the Act. A system exists for directors to seek and obtain further information and clarifications on the agenda items before the meetings and for their meaningful participation at the meetings. Decisions of Board/Committee were carried through majority. We are informed that there were no dissenting members' views on any of the matters during the year that were required to be captured and recorded as part of the minutes.
 - vi) During the year, the Company utilized the excess CSR contribution made in the financial year 2023-24. The contribution amount of ₹46.76 lakhs was applied towards the CSR obligation for the financial year 2024-25 and excess fund was carried forward for next Financial year
 - vii) The Company has re-appointed *Yogendra & Associates*, Cost Accountants, as the Cost Auditors for the financial year 2024-25.
 - viii) The Company has undertaken a bonus issue in the ratio of 50:1 (i.e., 50 equity shares for every 1 equity share held).
 - ix) The Company has raised a total amount of ₹100,00,08,000 (One Hundred Crores eight thousand only) through a rights issue in four tranches. As per the information and



documentation provided by the company the funds raised were utilized for the repayment of unsecured loans.

- x) There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- xi) We further report that during the audit period the Company had no specific actions having bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards, guidelines etc.,

For Arun Singh & Associates
Company Secretaries



Arun Singh Associates
Proprietor

Membership No: F9730

Certificate of Practice No: 11764

Peer Reviewed no. 2487/2022

UDIN: F009730G1000993075

Date: 12/08/2025

Place Noida

Annexure -A to Secretarial Audit Report

To,

The Members,

KANODIA CEM PRIVATE LIMITED

Gata No.1140,1142, Village-Nagardeeh,
Post-Bhadar, Sultanpur, Amethi,
Uttar Pradesh, India, 227405

CIN: U26999UP2019PTC122527

Auditor's responsibility

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.

The Secretarial Audit Report is to be read with this letter.

1. The compliance of provisions of all laws, rules, regulations and standards applicable to Kanodia Cem Private Limited ('the **Company**') is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along with explanations where so required.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices followed provide a reasonable basis for the purpose of issue of the Secretarial Audit Report.
4. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as it is taken care in the statutory audit.



5. We have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
6. This 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 Arun Singh & Associates
Company Secretaries



Arun Singh Associates
Proprietor

Membership No: F9730

Certificate of Practice No: 11764

UDIN: F009730 G 000993075

Date: 12/08/2025

Place: Noida

INDEPENDENT AUDITOR'S REPORT

To
The Members of
KANODIA CEM PRIVATE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of KANODIA CEM PRIVATE LIMITED ("the Company"), which comprise the Balance sheet as at March 31, 2025, the Statement of Profit and Loss (including the statement of Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

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

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs), as 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 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 financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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

The Company's Board of Directors is responsible for the Information Other than the financial statements and Auditor's Report thereon. The Information Other than the financial statements and Auditor's Report thereon comprises the Director's Report but does not include the financial statements and our auditor's report thereon.



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Our opinion on the financial statements does not cover the Information Other than the financial statements and Auditor's Report thereon and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the financial statements

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

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



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- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate Internal Financial Controls 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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



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2. As required by Section 143(3) of the Act, based on our audit we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account;
- (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act;
- (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report;
- (g) 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 does not have any pending litigations the impact of which needs to be disclosed in its financial statements;
 - ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
 - iv.
 - a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities, ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner



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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 the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. No dividend has been declared or paid during the year by the Company.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

For K Venkatachalam Aiyer & Co,
Chartered Accountants

ICAI Firm Registration Number: 0046105

CA Sreevats Gopalakrishnan
Partner

Membership Number: 227654
UDIN: 25227654BMNTKV5713



Place: Noida

Date: 12th August, 2025

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 1 on "Report on Other Legal and Regulatory Requirements" of our report of even date.

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 state that:

- i. According to the information and explanations given to us and based on our examination of the records of the company,
 - (a)
 - (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Capital Work in Progress.
 - (B) The Company has no intangible assets. Therefore, the provisions of clause 3(i)(a)(B) of the Order are not applicable to the Company.
 - (b) The Company has a regular programme of physical verification of its property, plant and equipment by which all Property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
 - (c) The title deeds of all immovable properties (other than leasehold properties where the lease agreements are duly executed in favour of the Company) disclosed in the financial statements are held in the name of the Company."
 - (d) The Company has not revalued any of its Property, Plant and Equipment or intangible assets for the year ended March 31, 2025.
 - (e) There are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii.
 - (a) As per our examination of the records of the company and the information and explanations given to us, the inventory has been physically verified by the management during the year. For goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the



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physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

- (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.

iii.

- (a) Based on our examination of the books of account and in accordance with the information and explanations provided to us, we note that during the year, the Company has granted unsecured loans aggregating ₹5,242 lakhs to body corporates over which the Company's Key Managerial Personnel exercise significant influence. There is no outstanding balance pertaining to these loans as at the year end. Further, the Company has not made any investments nor provided any guarantees or securities during the year; accordingly, the other requirements of this clause are not applicable.
- (b) In our opinion and according to the information and explanation given to us, the terms and conditions of the loans granted during the year are, prima facie, not prejudicial to the Company's interest.
- (c) The schedule of repayment of principal and payment of interest with respect to loans have been stipulated and repayments or receipts of interest have been regular during the year.
- (d) Based on the books of account and other relevant records examined by us, there is no overdue amount remaining outstanding for more than ninety days as on the balance sheet date. Therefore, provisions of the clause 3(iii)(d) of the Order are not applicable to the Company.
- (e) According to the information and explanation given to us and records examined by us, no loans granted by the Company which were due during the year and had been renewed or extended or settled by fresh loans. Therefore, provisions of the clause 3(iii)(e) of the Order are not applicable to the Company.
- (f) According to the information and explanations given to us and records examined by us, no loans have been granted during the year which was either repayable on demand or without specifying any terms or period of repayment. The Company has not granted any advance in the nature of loan during the year. Therefore, provisions of the clause 3(iii)(f) of the Order are not applicable to the Company.
- iv. According to information and explanations given to us and based on audit procedures performed by us, the Company has complied with provisions of section 186 of the Companies Act, 2013 with respect to loans granted during the year. No loan or guarantee or security under section 185 and no investment or guarantee and security under section 186 of the Companies Act, 2013 have been given during the year.



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- v. Based on the information and explanations provided to us, the Company has neither accepted any deposits from the public nor accepted any amounts which are 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, the provisions of clause 3(v) of the Order are not applicable to the Company.
- vi. During our examination of the records, 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 under section 148(1) of the Companies Act, 2013 in respect of the Company's product i.e. Cement to which the said rules are applicable and are of the opinion that prima facie, the prescribed records have been made and maintained. We have not, however, made a detailed examination of the said records with a view to determine whether they are accurate or complete.
- vii.
- (a) According to the information and explanation given to us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Income Tax, Custom Duty, Goods and Service Tax, Cess, and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues 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 and based on audit procedures performed by us, there are no dues of Provident Fund, Income Tax, Custom Duty, Goods and Service Tax, Cess, and other statutory dues which have not been deposited on account of any dispute.
- viii. Based on our examination of the records and information and explanations given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix. Based on our examination of the records and information and explanations given to us:
- (a) In our opinion the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year ended 31 March 2025.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The term loans were applied for the purpose for which the loans were obtained.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.



(e) The Company does not have any subsidiary, associate, or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures as defined under the Companies Act, 2013. Accordingly, the requirements of reporting under clause 3(ix)(f) of the Order are not applicable.

x.

(a) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer / further public offer (including debt instruments). Hence, the requirement of reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares/fully or partially or optionally convertible debentures during the year under audit and hence, reporting requirements under clause 3(x)(b) of the Order are not applicable to the Company.

xi.

(a) Based on our examination of the records and information and explanations given to us, no fraud/ material fraud by the Company or no fraud / material fraud on the Company has been noticed or reported during the year.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and up to the date of this report.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii) of the Order is not applicable to the Company.

xiii. Based on our examination of the records and information and explanations given to us, transactions with the related parties are in compliance with section 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable Indian accounting standards. The provisions of section 177 are exempt for the company as the company is a wholly owned subsidiary of a public company and accordingly the requirement of reporting under clause 3(xiii) of the Order, in so far as it relates to section 177 of the Act, is not applicable to the Company, and hence not commented upon.

xiv. In our opinion and as per the information and explanation given to us:

(a) The Company has an internal audit system commensurate with the size and nature of its business.



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- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us
- xv. As per our examination of the records and the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi.
- (a) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) There are no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi) (d) of the Order is not applicable to the Company.
- xvii. Based on our examination of the records, the Company has not incurred cash losses in the current year and in the immediately preceding financial year.
- xviii. According to the information and explanations given to us, there has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- xix. On the basis of the financial ratios disclosed in the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.



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K Venkatachalam Aiyer & Co.

CHARTERED ACCOUNTANTS

- xx. Based on our examination of the records, the Company has given funds to a trust for carrying out the activities towards Corporate Social responsibility (CSR) and there are no unspent CSR amounts for the year requiring a transfer to a fund specified in Schedule VII of the Act or special account in compliance with the provision of sub-section (6) of Section 135 of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For K Venkatachalam Aiyer & Co,

Chartered Accountants

ICAI Firm Registration Number: 0046105

CA Sreevats Gopalakrishnan

Partner

Membership Number: 227654

UDIN: 25227654BMNTKV5713



Place: Noida

Date: 12th August, 2025

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ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report even date Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to these financial statements of KANODIA CEM PRIVATE LIMITED ("the Company") as of March 31, 2025 in conjunction with our audit of these financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India (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 these financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these financial statements and their operating effectiveness.

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

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



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Meaning of Internal Financial Controls with reference to these financial statements

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

Inherent Limitations of Internal Financial Controls with reference to these financial statements

Because of the inherent limitations of internal financial controls with reference to these 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 these financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to these financial statements and such internal financial controls with reference to these financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For K Venkatachalam Aiyer & Co,
Chartered Accountants

ICAI Firm Registration Number: 0046105


CA Sreevats Gopalakrishnan
Partner

Membership Number: 227654
UDIN: 25227654BMNTKV5713



Place: Noida

Date: 12th August, 2025

KANODIA CEM PRIVATE LIMITED
CIN: U26999UP2019PTC122527
Balance Sheet as at March 31, 2025
(All amounts in rupees lakhs, unless otherwise stated)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
Assets			
Non-current Assets			
Property, Plant and Equipment	3	21,910.18	19,398.29
Capital work-in-progress	4	391.54	77.95
Financial Assets			
(i) Other Financial Assets	5	137.70	179.24
Other Non Current Asset	6	2,788.96	608.36
		25,228.38	20,263.84
Current Assets			
Inventories	7	1,886.28	1,497.37
Financial Assets			
(i) Trade Receivables	8	58.93	1,154.59
(ii) Cash and Cash Equivalents	9	36.86	38.15
(iii) Bank Balances other than (ii) above	10	402.04	29.74
(iv) Other Financial Assets	11	3,186.27	1,229.17
Current Tax Assets (Net)	12	306.79	329.68
Other Current Assets	13	203.41	97.58
		6,080.58	4,376.28
Total Assets		31,308.96	24,640.12
Equity and Liabilities			
Equity			
Equity Share Capital	14	826.20	15.00
Other Equity	15	18,128.12	5,782.86
		18,954.32	5,797.86
Liabilities			
Non-current Liabilities			
Financial Liabilities			
(i) Borrowings	16	6,491.43	15,178.65
Provisions	17	6.99	3.00
Deferred Tax Liabilities (Net)	18	875.34	672.45
		7,373.76	15,854.10
Current Liabilities			
Financial Liabilities			
(i) Borrowings	19	3,000.00	114.48
(i) Trade Payables	20		
Outstanding dues of Micro Enterprises & Small Enterprises		174.36	57.61
Outstanding dues other than Micro Enterprises & Small Enterprises		1,333.09	2,085.04
(ii) Other Financial Liabilities	21	185.95	253.86
Other Current Liabilities	22	287.31	477.05
Provisions	23	0.17	0.12
		4,980.88	2,988.16
Total Equity and liabilities		31,308.96	24,640.12

Material Accounting Policies and other Notes to Financial Statements 1 to 48
The accompanying Notes are an integral part of the Financial Statements.

As per our report of even date attached.

For K Venkatachalam Aiyer & Co
Chartered Accountants
Firm's Registration Number - 0046105

CA Sreevats Gopalakrishnan
Partner
M. No. 227654
UDIN: 25227654BMNTKV5713

Place: Noida
Date: 12 August, 2025



For and on behalf of Board of Directors of
Kanodia CEM Private Limited

Vishal Kanodia Saurabh Lohia

Vishal Kanodia Saurabh Lohia
Director Director
DIN: 00946204 DIN: 03087080

Kunal Kumar Agrawal
Chief Financial Officer



KANODIA CEM PRIVATE LIMITED

CIN: U26999UP2019PTC122527

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

(All amounts in rupees lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
I. Income			
Revenue from Operations	24	30,342.11	27,955.62
Other Income	25	151.42	95.74
Total Income (I)		30,493.53	28,051.36
II. Expenses			
Cost of Materials Consumed	26	22,112.86	18,637.79
Change in Inventories of Work-in-progress	27	(9.15)	286.02
Employee Benefits Expense	28	484.61	378.12
Finance Costs	29	1,264.91	973.46
Depreciation and Amortization Expenses	3	794.52	809.51
Other Expenses	30	2,024.40	1,896.16
Total Expenses (II)		26,672.15	22,981.06
III. Profit Before Exceptional Items and Tax (I-II)		3,821.38	5,070.30
IV. Exceptional Item		-	-
V. Profit before tax (III-IV)		3,821.38	5,070.30
VI. Tax Expense:	18		
(1) Current Tax			
- Current year		461.39	557.72
- For earlier years		0.48	-
(2) Deferred Tax Charge/(Credit)			
- Current year		202.94	339.22
- For earlier years		-	-
VII. Profit for the year (V-VI)		3,156.57	4,173.36
VIII. Other Comprehensive Income (OCI)			
(1) Items that will not be reclassified to profit & loss		(0.24)	0.42
Income Tax relating to above		0.05	(0.08)
(2) Items that will be reclassified to profit & loss			
IX. Total Comprehensive Income for the year (VII+VIII)		3,156.38	4,173.70
X Earnings Per Equity Share (Per Share Value of Rs. 10 each)	31		
Basic & Diluted (Rs.)		40.35	2,782.47
Restated- Basic & Diluted (Rs.)		40.35	54.56

Material Accounting Policies and other Notes to Financial Statements 1 to 48
The accompanying Notes are an integral part of the Financial Statements.

As per our report of even date attached.

For K Venkatachalam Aiyer & Co

Chartered Accountants

Firm's Registration Number - 0046105

CA Sreevats Gopalakrishnan

Partner

M. No. 227654

UDIN: 25227654BMNTKVS713



For and on behalf of Board of Directors of
Kanodia CEM Private Limited

Vishal Kanodia

Vishal Kanodia

Director

DIN: 00946204

Saurabh Lohia

Saurabh Lohia

Director

DIN: 03087080

Kunal Kumar Agrawal
Chief Financial Officer



Place: Noida
Date: 12 August, 2025

KANODIA CEM PRIVATE LIMITED

CIN: U26999UP2019PTC122527

Statement of Cash Flows for the year ended March 31, 2025

(All amounts in rupees lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A. Cash Flow From Operating Activities		
Profit before Tax as per Statement of Profit & Loss	3,821.38	5,070.30
I. Adjusted For :		
Depreciation and Amortization Expenses	794.52	809.51
Finance Costs	1,264.91	973.46
Interest Income	(104.74)	(94.14)
Bad Debts	-	0.71
Provisions written back	(2.26)	-
Sundry balances written back	(39.40)	-
Operating Profit Before Working Capital Changes	5,734.41	6,759.84
II. Adjusted For :		
Trade and Other Receivables	(911.62)	(1,018.21)
Inventories	(388.91)	(114.82)
Trade and Other Payables	(625.60)	1,699.37
Cash Generated from Operation	3,808.28	7,326.18
Income Taxes Paid	(438.98)	(848.50)
Net Cash Flow from Operating Activities (A)	3,369.30	6,477.68
B. Cash Flow from Investing Activities		
Purchase of Property, Plant and Equipment and Intangible Assets	(6,023.57)	(1,366.31)
Interest Received	90.63	83.49
Movement in Fixed Deposits	(372.30)	(22.01)
Loans Given	(5,242.00)	(8,202.96)
Loans Received Back	5,242.00	8,202.96
Net Cash Flow from Investing Activities (B)	(6,305.24)	(1,304.83)
C. Cash Flow from Financing Activities		
Proceeds from Long Term and Current Borrowings	19,072.68	13,716.97
Repayments of Long Term and Current Borrowings	(25,254.36)	(18,726.02)
Interest Paid	(883.75)	(222.11)
Proceeds from rights issue of shares	10,000.08	-
Net Cash Flow from Financing Activities (C)	2,934.65	(5,231.16)
Net Increase/(Decrease) in Cash And Cash Equivalents (A+B+C)	(1.29)	(58.31)
Cash And Cash Equivalents		
At the beginning of the year	38.15	96.46
At the year end	36.86	38.15

Notes :

- The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Ind AS - 7 "Statement of Cash Flows".
- Movement of Liabilities covered under Financing Activities as per Ind AS - 7 is given in note no. 42
- Material Accounting Policies and other Notes to Financial Statements 1 to 48

As per our report of even date attached.

For K Venkatachalam Aiyer & Co

Chartered Accountants

Firm's Registration Number - 004610S

CA Sreevats Gopalakrishnan

Partner

M. No. 227654

UDIN: 25227654BMNTKV5713

For and on behalf of Board of Directors of
Kanodia CEM Private Limited

Vishal Kanodia

Vishal Kanodia
Director
DIN: 00946204

Saurabh Lohia

Saurabh Lohia
Director
DIN: 03087080

Kunal Kumar Agrawal
Chief Financial Officer

Place: Noida

Date: 12 August, 2025



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

Statement of Change in Equity for the year ended March 31, 2025

Particulars	Amount (in Rs. Lakhs)
(a) Equity Share Capital as at the beginning and end of the period :	
Balance as at April 01, 2024	15.00
Changes in equity share capital during the year:	
Issue of Bonus Shares	750.00
Issue of Shares by Right issue	61.20
Balance as at March 31, 2025	826.20
Balance as at April 01, 2023	15.00
Changes in equity share capital due to prior period errors	-
Restated balance as at April 01, 2023	15.00
Change due to split of shares from Rs. 100 each to Rs. 10 each	-
Changes in equity share capital during the year	-
Balance as at March 31, 2024	15.00

(b) Other equity

Particulars	Other Equity			
	Retained earnings	Capital Contribution from Holding Company	Securities Premium	Total
Balance as at April 1, 2023	978.67	630.49	-	1,609.16
Profit for the year	4,173.36	-	-	4,173.36
Other Comprehensive Income for the year	0.34	-	-	0.34
Total Comprehensive Income for the year	4,173.70	-	-	4,173.70
Balance as at March 31, 2024	5,152.37	630.49	-	5,782.86
Balance as at April 1, 2024	5,152.37	630.49	-	5,782.86
Profit for the period	3,156.57	-	-	3,156.57
Other Comprehensive Income for the period	(0.19)	-	-	(0.19)
Capitalization by way of issue of bonus shares	(750.00)	-	-	(750.00)
Addition to Securities Premium	-	-	9,938.88	9,938.88
Total Comprehensive Income for the period	2,406.38	-	9,938.88	12,345.26
Balance as at March 31, 2025	7,558.75	630.49	9,938.88	18,128.12

Note: There are no changes in other equity due to prior period errors.

Retained Earnings: Retained earnings are accumulated profits earned by the Company. This reserve can be utilised in accordance with the provisions of the Companies Act, 2013.

The accompanying Notes are an integral part of the Financial Statements.

As per our report of even date attached.

For K Venkatachalam Aiyer & Co

Chartered Accountants

Firm's Registration Number - 0046105

CA Sreevats Gopalakrishnan

Partner

M. No. 227654

UDIN: 25227654BMNTKV5713



For and on behalf of Board of Directors of

Kanodia CEM Private Limited

Vishal Kanodia

Director

DIN: 00946204

Saurabh Lohia

Director

DIN: 03087080

Place: Noida

Date: 12 August, 2025


 Kunal Kumar Agrawal
Chief Financial Officer

KANODIA CEM PRIVATE LIMITED

Notes annexed to and forming part of the financial statements for the year ended March 31, 2025

1 Reporting Entity

Kanodia Cem Private Limited ('the Company') is a private limited company domiciled and incorporated in India. The registered office of the Company is at Gata No.1140,1142, Village-Nagardeeh, Post-Bhadar, Amethi, Sultanpur Uttar Pradesh 227405. The Company is principally engaged in the manufacturing of Cement in India.

1.1 Statement of Compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act 2013, read with Companies (Indian Accounting Standard) Rules, 2015 as amended time to time.

1.2 Basis of Preparation

The financial statements have been prepared on a historical cost basis except certain items that are measured at fair value as explained in - Defined Benefit obligation and plan assets

- Non-current borrowings initially recognised at Fair value and subsequently recognised at amortised cost.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability, if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis such as net realisable value in Ind AS 2 – Inventories or value in use in Ind AS 36 – Impairment of Assets.

These financial statements are presented in Indian National Rupee ('₹'), which is the Company's functional currency. All amounts have been rounded to the nearest Rs. in Lakhs, except when otherwise indicated.

1.3 Use of estimates and critical accounting judgements

In the preparation of financial statements, the Company makes judgements in the application of accounting policies; and estimates and assumptions which affects carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of useful lives of property, plant and equipment and its impairment, valuation of deferred tax assets, provisions and contingent liabilities, fair value measurements of financial instruments and retirement benefit obligations as disclosed below:

Useful lives of property, plant and equipment

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

Impairment

An impairment loss is recognised for the amount by which an asset's or cash-generating unit's carrying amount exceeds its recoverable amount to determine the recoverable amount, management estimates expected future cash flows from each asset or cash generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring the Company estimates the value in use of the cash generating unit (CGU) based on future cash flows after considering current economic conditions and trends, estimated future operating results and growth rates and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The cash flows are discounted using a suitable discount rate in order to calculate the present value.

Valuation of current tax and deferred tax assets

The tax jurisdiction for the Company is India. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods. The recognition of current and deferred taxes that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances. The Company reviews the carrying amount of deferred tax balances at the end of each reporting period.



Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of a past event and it is probable that the outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent Liability may arise from the ordinary course of business in relation to claims against the Company. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgments and the use of estimates regarding the outcome of future events. Contingent liabilities are not recognised in the financial statements.

Fair value measurements of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including Discounted Cash Flow Model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair value. Judgements include considerations of inputs such as liquidity risks, credit risks and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Retirement benefit obligations

The Company's retirement benefit obligations are subject to number of assumptions including discount rates, inflation and salary growth. Significant assumptions are required when setting these criteria and a change in these assumptions would have a significant impact on the amount recorded in the Company's balance sheet and the statement of profit and loss. The Company sets these assumptions based on previous experience and third party actuarial advice.

2 Summary of material accounting policies

The material accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise indicated.

a) Operating cycle and current versus non-current classification

Based on the nature of goods manufactured and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/ non-current classification of assets and liabilities.

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is classified as current when it is:

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

All the other assets are classified as non-current.

A liability is classified as current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and non-current liabilities respectively.

b) Property, plant, and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of property, plant and equipment recognised as at 1st April, 2022 measured as per the previous Generally Accepted Accounting Principles (GAAP). Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Trial run expenses (net of revenue) are capitalised. Borrowing costs and incidental expenses incurred during the period of construction are capitalised up to the date when the assets are ready for intended use.



An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is derecognised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

The gain or loss arising on disposal of an item of property, plant and equipment is determined as the difference between sale proceeds and carrying value of such item, and is recognised in the statement of profit and loss.

c) Intangible assets

Intangible assets are stated at cost of acquisition or construction less accumulated amortisation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of intangible assets recognised as at 1st April, 2022 measured as per the previous Generally Accepted Accounting Principles (GAAP). Intangible assets subsequently purchased are measured at cost as at the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

d) Capital work-in-progress

Capital work-in-progress representing expenditure incurred in respect of assets under development and not ready for their intended use, are carried at cost. Cost includes related acquisition expenses, construction cost, related borrowing cost and other direct expenditure.

e) Depreciation and amortisation of property, plant and equipment and intangible assets

Depreciation is calculated on Straight Line Method using the rates arrived at based on the estimated useful lives given in Schedule II of the Companies Act, 2013.

Depreciation on all assets commences from the dates the assets are available for their intended use and are spread over their estimated useful economic lives. The estimated useful lives of assets and residual values are reviewed at each reporting date and, when necessary, are revised.

Assets value up to Rs. 5,000 are fully depreciated in the year of acquisition.

Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use.

f) Borrowing and Borrowing Costs

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of profit and loss over the period of the borrowings using the effective interest method. Borrowings are derecognised from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a borrowings that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in Statement of profit and loss as other gains/(losses). Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Ancillary costs incurred in connection with the arrangement of borrowings are adjusted with the proceeds of the borrowings.

g) 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 assets or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. 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. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.



In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are 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 companies or other available fair value indicators.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

For assets an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised 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 recognised. 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 recognised for the asset in prior years.

h) Inventories

Inventories are valued as follows:

Raw materials and stores and spares - Lower of cost and net realisable value. Cost is determined on First In First Out (FIFO) basis which includes expenditure incurred for acquiring inventories like purchase price, import duties, taxes (net of tax credit) and other costs incurred in bringing the inventories to their present location and condition. Materials and other items held for use in the production of inventories are not written down below costs, if finished goods in which they will be incorporated are expected to be sold at or above cost.

Work-in-progress and finished goods - Lower of cost and net realisable value. Cost includes direct materials, labour and a proportion of manufacturing overheads.

Waste - At net realisable value.

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

Provision for obsolete/ old inventories is made, wherever required.

i) Revenue Recognition

Revenue is recognized on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer, which is generally on dispatch/ delivery of the goods.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration and outgoing taxes on sale.

Variable consideration - This includes incentives, volume rebates, discounts etc. It is estimated at contract inception considering the terms of various schemes with customers and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.

Revenue is net of Goods and Service Tax. No element of significant financing is present as the sales are made with a credit term, which is consistent with market practice.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

j) Foreign currencies

The Company's financial statements are presented in Indian Rupees, which is also its functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rate of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.



k) Income Taxes**Current tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted in India, at the reporting date.

Current tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets is offset against current tax liabilities if, and only if, a legally enforceable right exists to set off the recognised amounts and there is an intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Deferred tax liabilities are generally recognised for all the taxable temporary differences.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. 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 or loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

l) Employee benefit**Short-term benefits**

Short-term employee benefits are expensed in the year in which the related services are provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans

Retirement benefit in the form of provident fund are defined contribution schemes. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

Defined benefits plans

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. Gratuity is a defined benefit obligation.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method at each reporting date. In respect of post-retirement benefit re-measurements comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets, are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to statement of profit or loss in subsequent periods.

Past service cost is recognised as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognised, whichever is earlier.

Other long-term benefits

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the balance sheet date. Actuarial gains/ losses on the compensated absences are immediately taken to the statement of profit and loss and are not deferred. The obligation is measured on the basis of independent actuarial valuation using project unit credit method at each reporting date.



m) Provisions, contingent liabilities and contingent assets

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

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

Any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

In those cases where the outflow of economic resources as a result of present obligations is considered improbable or remote, no liability is recognised.

Contingent liability is a possible obligation arising from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events but is not recognised because it is not possible that an outflow of resources embodying economic benefit will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Company discloses the existence of contingent liabilities in other notes to financial statements.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent assets are not recognised. However, when inflow of economic benefits is probable, related asset is disclosed.

n) Earnings per share

Basic earnings per equity share is computed by dividing net profit or loss for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year and for all periods presented is adjusted for events, such as bonus shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

o) Cash and cash equivalents

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

For the purpose of Statement of Cash Flows, overdraft are included in cash and cash equivalents.

p) Fair value measurement

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized. For financial assets and liabilities maturing within one year from the Balance Sheet date and which are not carried at fair value, the carrying amounts approximate fair value due to the short maturity of these instruments.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability, if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

Level 1 inputs are quoted prices / net asset value (unadjusted) in active markets for identical assets or liabilities that the company can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability.

q) Government grant

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 related to income under State Investment Promotion Scheme linked with Goods & Services Tax (GST) payment, are recognised in the Statement of Profit and Loss on the event they become receivable.

Government grants that compensate the Company for expenses incurred are recognised in the Statement of Profit and Loss, as income or deduction from the relevant expense, on a systematic basis in the periods in which the expense is recognised.



Government grant relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Statement of Profit and Loss on a systematic basis over the expected lives of the related assets to match them with the cost for which they are intended to compensate and presented within other income.

r) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting done to the chief operating decision maker. The chief operating decision maker regularly monitors and reviews the operating result of the Company in a single operating segment and geographical segment.

s) Financial instruments

Initial recognition and measurement

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument. Financial instrument (except trade receivables) 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 measured at their transaction price unless it contains a significant financing component in accordance with Ind AS 115 for pricing adjustments embedded in the contract. 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. Financial assets at fair value through Profit & Loss (FVTPL)

Financial assets, which does not meet the criteria for categorization as at amortized cost or as FVOCI, are classified as at FVTPL.

Financial assets included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit & Loss.

Impairment of financial assets

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financials assets in FVTPL category. For financial assets other than trade receivables, as per Ind AS 109, the Company recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition.

The Company's trade receivables do not contain a significant financing component and as per simplified approach, loss allowances on trade receivables are measured using provision matrix at an amount equal to lifetime expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognised in the 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-recognized 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 or 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.

t) Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended March 31, 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.



KANODIA CEM PRIVATE LIMITED
Notes to financial statements for the year ended March 31, 2025
(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	As at March 31, 2025	As at March 31, 2024
4	Capital Work in Progress		
	Opening Balance	77.95	11.67
	Expenditure incurred during the year	495.78	77.95
	Capitalised during the year	(182.19)	-
	Disposal during the year	-	(11.67)
	Closing balance	391.54	77.95

(i) Capital work-in-progress ageing schedule

Particulars	As at March 31, 2025	As at March 31, 2024
Projects Work In Progress		
- less than 1 year	391.54	77.95
- 1 year to 2 years	-	-
- 2 year to 3 years	-	-
- More than 3 years	-	-
Total	391.54	77.95

5 Other Non Current Financial Assets

Security Deposits		
Unsecured considered goods	127.70	169.24
Deposit with banks having remaining maturity of more than twelve months*	10.00	10.00
	137.70	179.24

* includes Rs. 10.00 lakhs (March 31, 2024 of Rs. 10.00 lakhs), deposits kept with banks against bank guarantees given/ are pledged with various authorities as margin money.

6 Other Non-Current Assets

Capital Advance		
Unsecured considered goods	2,788.96	608.36
	2,788.96	608.36

7 Inventories

(Valued at Lower of Cost and Net Realisable Value)

Raw Materials	1,705.87	1,384.46
Work -in-Progress	92.62	83.47
Stores and Spares	87.79	29.44
	1,886.28	1,497.37

Raw Material includes Stock in Transit as at March 31, 2025 of Rs.221.37 lakhs (as at March 31, 2024 of Rs. 217.85 lakhs).

Stores & Spares includes Stock in Transit as at March 31, 2025 of Rs.19.96 lakhs (as at March 31, 2024 of Rs. Nil).

8 Trade Receivables

Unsecured		
Considered Good	58.93	1,154.59
Have Significant increase in Credit Risk	-	-
Considered Doubtful - Credit Impaired	-	-
	58.93	1,154.59
Less: Provision for Expected Credit Losses	-	-
	58.93	1,154.59



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	As at March 31, 2025	As at March 31, 2024			
As at March 31, 2025						
Particulars	Outstanding for following periods from transaction date					Total
	< 6 months	6 months - 1 year	1- 2 years	2- 3 years	> 3 years	
Undisputed						
- Considered good	58.93	-	-	-	-	58.93
- Which have significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Disputed						
- Considered good	-	-	-	-	-	-
- Which have significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Total	58.93	-	-	-	-	58.93

As at March 31, 2024

Particulars	Outstanding for following periods from transaction date					Total
	< 6 months	6 months - 1 year	1- 2 years	2- 3 years	> 3 years	
Undisputed						
- Considered good	1,154.59	-	-	-	-	1,154.59
- Which have significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Disputed						
- Considered good	-	-	-	-	-	-
- Which have significant increase in credit risk	-	-	-	-	-	-
- Credit impaired	-	-	-	-	-	-
Total	1,154.59	-	-	-	-	1,154.59

The unbilled trade receivable as on March 31, 2025 and March 31, 2024 is Rs. 40.93 Lakhs. and Rs. 152.66 Lakhs respectively.

The company applies the Simplified Approach under Ind AS 109 to measure Expected Credit Losses (ECL) on trade receivables and other financial assets.

Based on the company's historical experience, credit evaluation of customers, trade practice of receiving advance from customers and consideration of current and forward-looking information, the company has determined that the expected credit loss for these financial assets is insignificant as at the 31 March 2025. Accordingly, no loss allowance has been recognised in the financial statements.

The company continues to assess the creditworthiness of its customers and monitors credit risk on an ongoing basis. All trade receivables are considered to be in Stage 1 and have low credit risk.

9 Cash and Cash Equivalents

Cash on Hand	3.67	36.31
Balance with Banks		
- In Current Accounts	33.19	1.84
	36.86	38.15

10 Other Bank Balances

Deposits with remaining maturity of less than 12 months*	412.04	39.74
Less:- Shown Under "Other Financial Assets"(More than 12 months)	(10.00)	(10.00)
	402.04	29.74

* includes deposits held as margin money against overdraft facility from Bank and also as margin money for bank guarantees with various authorities.

Short-term deposits are made for varying periods between one day to twelve months, depending on the cash requirements of the Company, and earn interest at the respective short-term deposit rate at 5.35 % p.a- 7.40 % p.a. (March 31, 2024 6.50% p.a. - 7.40% p.a.).



KANODIA CEM PRIVATE LIMITED
Notes to financial statements for the year ended March 31, 2025
(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	As at March 31, 2025	As at March 31, 2024
11	<u>Other Financial Assets</u>		
	Accrued Interest	24.76	10.65
	Other Receivables*	73.96	-
	Government subsidy receivable	3,087.55	1,218.52
		3,186.27	1,229.17
	*Including Rs.1.50 lakhs of expenses incurred by the company towards proposed Initial Public Offering (IPO) of holding company, which shall be reimbursed by the Selling Shareholders of the holding company.		
12	<u>Current Tax Assets (Net)</u>		
	Advance Income Tax	306.79	329.68
		306.79	329.68
13	<u>Other Current Assets</u>		
	Prepaid Expenses	6.44	0.80
	Vendor Advances		
	- Considered Goods	196.97	96.78
		203.41	97.58

14 Equity Share Capital
Authorised

Number of equity shares	1,00,00,000	1,50,000
Face Value (in Rs.)	10	10
Authorised Equity share capital (in Rs. Lakhs)	1,000.00	15.00

Issued, Subscribed and Fully Paid up
At the beginning of the year

Number of equity shares	1,50,000	1,50,000
Face Value (in Rs.)	10	10
Changes during the year	81,12,000	-

At the end of the year

Number of equity shares	82,62,000	1,50,000
Paid up share capital	826.20	15

a. Rights, preferences and restrictions attached with Equity Shares

The Company has only one class of equity shares and each holder of equity shares is entitled to one vote per share. The dividend except interim dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

b. Reconciliation of number of shares outstanding at the beginning and end of the year :

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
Number of shares at the beginning of the year	1,50,000	1,50,000
Add : Changes during the year		
Issue of Bonus Shares	75,00,000	-
Issue of Shares by Right issue	6,12,000	-
Number of shares at the end of the year	82,62,000	1,50,000

c. Shareholdings of Promoters
As at March 31, 2025

Promoter Name	No. of Shares	% of Holding
Kanodia Cement Limited	82,62,000	100%

As at March 31, 2024

Promoter Name	No. of Shares	% of Holding
Kanodia Cement Limited	1,50,000	100%



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	As at March 31, 2025	As at March 31, 2024
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- d. List of shareholders holding more than 5% of the Equity Share Capital of the Company (In numbers) (as per shareholders' register maintained by the Company)

As at March 31, 2025

Promoter Name	No. of Shares	% of Holding
Kanodia Cement Limited	82,62,000	100%

As at March 31, 2024

Promoter Name	No. of Shares	% of Holding
Kanodia Cement Limited	1,50,000	100%

- e. Bonus issue of shares:

The Company allotted 75,00,000 (Seventy Five Lakhs) equity shares of Face Value of Rs. 10/- each as fully paid up bonus shares, in the proportion of 50 Equity Shares at a price of Rs. 10/- per Equity Share for every 01 (One) equity share of Rs. 10/- each held, by capitalisation of profits transferred from retained earnings amounting to Rs.750 lakhs, pursuant to an ordinary resolution by the shareholders in their meeting held on 2nd December 2024.

- f. Right issue of shares:

The company allotted 6,12,000 (Six Lakhs Twelve Thousand) Equity Shares of Face Value of Rs. 10/- each at a price of Rs. 1,634/- per Equity Share (including Share Premium of Rs. 1,624/- per Equity Share) for an amount aggregating to Rs.10,000.08 lakhs to the existing Equity Shareholders of the company on rights basis in the ratio of 1 Equity Share for every 12.50 Equity Shares held by the Equity Shareholders on the record date i.e. 18th December, 2024. The company has allotted 6,12,000 Equity Shares Accordingly, share capital increased by Rs.61.20 lakhs (Previous Year: Rs. Nil) and share premium increased by Rs.9,938.88 lakhs (Previous Year: Rs. Nil).

Particulars	No. Of Shares	Nominal Amt (in Rs. lakhs)	Premium per share (in Rs.)	Premium Amount (in Rs. Lakhs)	Grand Total
RIGHT ISSUE (FIRST TRANCHE) ON 18.12.2024	1,53,000	15.30	1,624	2,484.72	2,500.02
RIGHT ISSUE (SECOND TRANCHE) ON 19.12.2024	1,53,000	15.30	1,624	2,484.72	2,500.02
RIGHT ISSUE (THIRD TRANCHE) ON 19.12.2024	1,53,000	15.30	1,624	2,484.72	2,500.02
RIGHT ISSUE (FOURTH TRANCHE) ON 20.12.2024	1,53,000	15.30	1,624	2,484.72	2,500.02
TOTAL	6,12,000	61.20		9,938.88	10,000.08

15 Other Equity

- a. Capital Contribution from Holding Company

Balance at the beginning	630.49	630.49
Addition	-	-
Balance at the end	630.49	630.49

- b. Retained earnings

Balance at the beginning	5,152.37	978.67
Add : Surplus as per Statement of Profit and Loss	3,156.38	4,173.70
Less: Capitalization by way of issue of bonus shares	(750.00)	-
Balance at the end	7,558.75	5,152.37

- c. Share Premium Account

Balance at the beginning	-	-
Addition	9,938.88	-
Balance at the end	9,938.88	-

- d. Total other equity

18,128.12	5,782.86
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KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	As at March 31, 2025	As at March 31, 2024
16	Borrowings		
	Unsecured Loan		
	- From Holding Company	9,491.43	15,178.65
	- From Other Related Party	-	114.48
		9,491.43	15,293.13
	Less: Current Maturities of Non Current Borrowings		
	- From Holding Company	3,000.00	-
	- From Other Related Party	-	114.48
		3,000.00	114.48
		6,491.43	15,178.65
	(I) Name of the Lender : Kanodia Cement Limited		
	Total sanctioned limit	25,000.00	20,000.00
	Rate of interest	8.25%	8.25%
	Repayment terms	Repayable in 5 years	Repayable in 5 years
	(II) Name of the Lender : Kanodia Infratech Limited		
	Total sanctioned limit	25,000.00	20,000.00
	Rate of interest	8.25%	8.25%
	Repayment terms	Repayable in 3 years	Repayable in 3 years
	(III) Name of the Lender : Midpoint Commodore Private Limited		
	Total sanctioned limit	6,000.00	6,000.00
	Rate of interest	8.25%	NIL
	Repayment terms	Prepayment Done	Repayable in 4 years
17	Provisions (Non Current)		
	Employees Benefits		
	- Gratuity	6.03	2.80
	- Leave Encashment	0.96	0.20
		6.99	3.00
18	Income tax and Deferred Tax		
	(i) The major components of income tax expense		
	A. Current income tax :		
	Current income tax charge	461.39	557.72
	B. Deferred tax :		
	Related to origination of temporary differences		
	Recognised in Profit and Loss	202.94	339.22
	Recognised in Other Comprehensive Income	(0.05)	0.08
	Total	202.89	339.30
	Total income tax expense	664.28	897.02
	(ii) Deferred tax relates to the following		
	Deferred tax liabilities		
	Property, plant and equipment	876.68	672.91
	Expenses deductible on payment basis		
	Recognized in Other Comprehensive Income	(0.05)	0.08
	Total deferred tax liabilities	876.63	672.99



KANODIA CEM PRIVATE LIMITED
Notes to financial statements for the year ended March 31, 2025
(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	As at March 31, 2025	As at March 31, 2024
	Deferred tax assets		
	Expenses deductible on payment basis		
	Recognized in Profit and Loss	1.19	0.54
	Total deferred tax assets	1.19	0.54
	Deferred tax liabilities (net)	875.44	672.45
	Deferred tax charge	202.89	339.30
	(iii) Deferred Tax reflected in the balance sheet		
	Deferred tax (assets)	(1.19)	(0.54)
	Deferred tax liabilities	876.63	672.99
	Net deferred tax liabilities	875.44	672.45
	Reconciliation of deferred tax liabilities (net):		
	Balance as at the beginning of the year	672.45	333.15
	Tax expense during the year	202.89	339.30
	Balance as at the end of the year	875.34	672.45
	(iv) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate		
	Accounting profit before tax	3,821.38	5,070.30
	Applicable tax rate	17.16%	17.16%
	Computed tax expense	655.75	870.06
	Tax Effect of:		
	1. Non-deductible expenses	0.01	19.42
	2. Higher rate on income other than Business Income	8.39	7.54
	Total	8.40	26.96
	Income tax expense reported in the statement of profit and loss	664.15	897.02
19	Borrowings		
	Unsecured Loan		
	- From a from Holding Company*	3,000.00	-
	- From Other Related Party**	-	114.48
		3,000.00	114.48
	*(I) Name of the Lender : Kanodia Cement Limited		
	Outstanding as on date	3,000.00	-
	** (II) Name of the Lender : Midpoint Commodore Private Limited		
	Outstanding as on date	-	114.48
20	Trade Payables		
	Outstanding dues of Micro Enterprises and Small Enterprises	174.36	57.61
	Outstanding dues other than Micro Enterprises and Small Enterprises to others	1,333.09	2,085.04
		1,507.45	2,142.65



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	As at March 31, 2025	As at March 31, 2024
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- a. Based on the information available, as identified by the management there are certain vendors who have confirmed that they are covered under the Micro, Small and Medium Enterprises Development Act, 2006. Disclosures relating to dues of Micro and Small enterprises under section 22 of 'The Micro, Small and Medium Enterprises Development Act, 2006, are given below:

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Principal amount remaining unpaid to any supplier	174.36	57.61
(b) Interest due on the principal remaining unpaid to any supplier	0.18	-
(c) Interest paid by the Company in terms of Section 16 of the MSME Act along with the amounts of the payment made to the supplier beyond the appointed day.	0.16	-
(d) The amount of interest due and payable for the year 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.	-	-
(e) The amount of interest accrued and remaining unpaid during the accounting year.	0.18	-
(f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of this Act.	0.18	-

- b. For details of payables to related parties, Refer note no. 35.

c. Trade Payables ageing
As at March 31, 2025

Particulars	Outstanding for following periods from transaction date				
	Less than 1 year	1- 2 year	2- 3 year	More than 3 years	Total
Undisputed					
Micro and small enterprises	168.20	-	-	-	168.20
Other than micro and small enterprises	908.42	-	-	-	908.42
Disputed Dues- Micro and small enterprises	-	-	-	-	-
Disputed Dues- Others	-	-	-	-	-
Disputed					
Micro and small enterprises	-	-	-	-	-
Other than micro and small enterprises	-	-	-	-	-
Disputed Dues- Micro and small enterprises	-	-	-	-	-
Disputed Dues- Others	-	-	-	-	-
Total	1,076.62	-	-	-	1,076.62

excludes unbilled provision amount Rs. 430.83 lakhs (MSME includes Rs. 6.16 lakhs).

As at March 31, 2024

Particulars	Outstanding for following periods from transaction date				
	Less than 1 year	1- 2 year	2- 3 year	More than 3 years	Total
Undisputed					
Micro and small enterprises	57.61	-	-	-	57.61
Other than micro and small enterprises	1,610.86	-	-	-	1,610.86
Disputed Dues- Micro and small enterprises	-	-	-	-	-
Disputed Dues- Others	-	-	-	-	-
Disputed					
Micro and small enterprises	-	-	-	-	-
Other than micro and small enterprises	-	-	-	-	-
Disputed Dues- Micro and small enterprises	-	-	-	-	-
Disputed Dues- Others	-	-	-	-	-
Total	1,668.47	-	-	-	1,668.47

excludes unbilled provision amount Rs. 474.18 lakhs (MSME includes Rs. 0.00 lakhs).



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	As at March 31, 2025	As at March 31, 2024
21	<u>Other Financial Liabilities</u>		
	Employee emoluments	27.14	14.05
	Security Deposits - From Customers	131.40	
	Security Deposits - Others	10.00	-
	Capital Creditors	17.41	239.81
		185.95	253.86
22	<u>Other Current Liabilities</u>		
	Statutory Dues	285.90	477.05
	Advance from Customers	1.25	-
	Interest payable on Delay Payment of MSME Dues	0.16	-
	Corporate Social Responsibility Expenses payable	-	-
		287.31	477.05
23	<u>Provisions (Current)</u>		
	Employees benefits		
	- Gratuity	0.11	0.03
	- Leave Encashment	0.06	0.09
		0.17	0.12



KANODIA CEM PRIVATE LIMITED
Notes to financial statements for the year ended March 31, 2025
(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
24	Revenue from Operations		
	Sales of Products		
	Cement	28,473.09	26,737.10
	Other operating revenue		
	Subsidies on sale of finished goods (Refer Note:- 38)	1,869.02	1,218.52
		30,342.11	27,955.62

Notes.

a. Revenue from contracts with customers disaggregated based on nature of product or services

Sale of products

Cement and its related products	28,473.09	26,737.10
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Reconciliation of revenue as per contract price and as recognised in Statement of Profit and Loss :

Revenue	28,526.89	26,737.10
Less: Discounts and incentives	53.80	-

Revenue from contracts with customers	28,473.09	26,737.10
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Set out below is the revenue from contracts with customers and reconciliation to Statement of Profit and Loss

Total revenue from contracts with customers	28,473.09	26,737.10
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Add: Items not included in disaggregated revenue:

Other operating revenue	1,869.02	1,218.52
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Revenue as per the statement of profit and loss	30,342.11	27,955.62
--	------------------	------------------

Payment terms with customers are generally 10 days from the completion of performance obligation. Considering the same, the Company elects to use practical expedient as given in IND AS 115 "Revenue from contracts with customers". Hence, there are no significant financing component in any transaction with the customers.

b. Contract balances

The following table provides information about contract liabilities and receivables from contracts with customers:

Contract liabilities:

Advance from Customers	1.25	-
Security Deposits - From Customers	131.40	-
Total	132.65	-

Receivables:

Trade receivables	58.93	1,154.59
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KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
25	Other Income		
	Interest Income		
	- on Loan given to Others	78.13	76.99
	- on Fixed Deposit	18.44	2.19
	- on Security deposits with others	8.17	12.86
	- on Income Tax Refund	-	2.10
	Sundry balances written back	39.40	-
	Provision no longer required written back	2.26	-
	Miscellaneous Income	5.02	1.60
		151.42	95.74
26	Cost of Materials Consumed		
	Opening stock	1,384.46	1,013.07
	Add: Purchases	22,214.06	19,009.18
	Less: Cost of Goods Sold-Captive use	1.15	-
	Less: Closing stock	1,484.51	1,384.46
	Cost of Materials Consumed	22,112.86	18,637.79
27	Change in Inventories of Work-in-progress		
	<u>Opening Inventory</u>		
	Work-in-Progress	83.47	369.49
	<u>Less: Closing Inventory</u>		
	Work-in-Progress	92.62	83.47
	Net (Increase)/ Decrease in Inventories of Work-in-progress	(9.15)	286.02
28	Employee Benefits Expense		
	Salary, Wages, Bonus etc.	474.57	375.89
	Contribution to provident fund	3.94	0.99
	Gratuity expense	3.07	1.53
	Leave Encashment	0.73	(0.29)
	Staff Welfare Expenses	2.30	-
		484.61	378.12
29	Finance Costs		
	Interest on Borrowings*	1,260.05	1,400.37
	Less: Interest income waived off*	-	(426.91)
	Interest on statutory dues	2.90	-
	Interest on Bank Overdraft	0.86	-
	Interest on Security deposits with others	1.10	-
		1,264.91	973.46

* As per Ind AS 109, the Company initially recognised interest expense of Rs. Nil (Mar 2024 Rs 138.63 lakhs) during the year ended payable to fellow subsidiary and Rs. Nil (Mar 2024 Rs 426.91 lakhs) to other parties. Subsequently interest expense of Rs Nil (Mar 2024 Rs 426.91 lakhs) was waived off by other parties.



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

S. No	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
30	Other Expenses		
	Stores and Spare Parts Consumed	239.84	293.41
	Power and fuel	1,409.74	1,319.70
	Repairs and Maintenance:		
	- Buildings	0.90	0.83
	- Plant & Machinery	26.93	5.53
	- Others	2.82	0.55
	Sales Commission	7.87	-
	Security Expenses	27.37	27.26
	Rent	22.39	7.02
	Rates & Taxes	59.85	46.53
	Insurance	4.14	2.90
	Legal and professional	41.68	68.13
	Communication Expense	2.11	1.75
	Director's Sitting Fees	0.80	-
	Freight Outward and Handling Charges	67.71	-
	Advertisement and Sales Promotion	67.00	-
	Auditors Remuneration	7.75	5.00
	CSR Contribution	-	110.00
	Travelling Expenses	10.38	-
	Printing & Stationary Expense	2.50	5.18
	Bad Debts	-	0.71
	Miscellaneous	22.62	1.66
		2,024.40	1,896.16
31	Earning per share		
	(a) Net profit attributable to equity shareholders (in Rs. Lakhs)	3,156.38	4,173.70
	(b) Total number of equity shares outstanding at the end of the year	82,62,000	1,50,000
	(c) Weighted average number of equity shares outstanding during the year	78,22,702	1,50,000
	(d) Basic and diluted earnings per share (a)/(c)	40.35	2,782.47
	(e) Diluted No. of shares	78,22,702	76,50,000
	(f) Restated Basic and diluted earnings per share- after Bonus issue	40.35	54.56



KANODIA CEM PRIVATE LIMITED

CIN: U26999UP2019PTC122527

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

(All amounts in rupees lakhs, unless otherwise stated)

Note 3- Property, Plant & Equipment

Particulars	Property, Plant & Equipment									Total
	Land (Freehold)	Buildings	Plant & Machinery	Furniture & Fittings	Motor Vehicles	Computer & Data processing Units	Electrical Installations & Equipments	Office Equipments	Lab Equipments	
Cost										
As at April 1, 2023	1,725.65	1,516.40	15,054.98	145.72	30.15	37.75	1,183.99	33.00	26.87	19,754.51
Additions	920.81	31.32	18.70	0.63	58.40	1.86	3.99	0.81	-	1,036.52
Disposals	-	-	-	-	-	-	-	-	-	-
As at April 1, 2024	2,646.46	1,547.72	15,073.68	146.35	88.55	39.61	1,187.98	33.81	26.87	20,791.03
Additions	3,201.27	2.27	256.20	-	-	0.44	4.61	0.30	-	3,465.09
Disposal/ Adjustment	-	-	(99.01)	-	(59.10)	-	-	-	-	(158.11)
As at March 31, 2025	5,847.73	1,549.99	15,230.87	146.35	29.45	40.05	1,192.59	34.11	26.87	24,098.01
Accumulated Depreciation										
As at April 1, 2023	-	35.75	435.26	10.39	2.39	8.88	83.93	4.71	1.92	583.23
Depreciation & Amortization	-	48.61	604.45	13.85	9.02	12.17	112.55	6.31	2.55	809.51
Disposals	-	-	-	-	-	-	-	-	-	-
As at April 1, 2024	-	84.36	1,039.71	24.24	11.41	21.05	196.48	11.02	4.47	1,392.74
Depreciation & Amortization	-	50.30	591.74	13.94	3.50	12.58	113.41	6.49	2.56	794.52
Disposal/ Adjustment	-	-	10.03	-	(9.51)	0.05	-	-	-	0.57
As at March 31, 2025	-	134.66	1,641.48	38.18	5.40	33.68	309.89	17.51	7.03	2,187.83
Net Carrying Value										
Net Carrying Value as at March 31, 2024	2,646.46	1,463.36	14,033.97	122.11	77.14	18.56	991.50	22.79	22.40	19,398.29
Net Carrying Value as at March 31, 2025	5,847.73	1,415.33	13,589.39	108.17	24.05	6.37	882.70	16.60	19.84	21,910.18

Note :

- (i) There were no revaluation carried out by the company during the year.
(ii) All the title deeds of immovable properties are held in the name of the Company.



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
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32 Contingent liabilities, contingent assets and commitments as identified by the Company
A. Capital commitments

4,293.44

96.00

(i) Estimated amount of Contracts remaining to be executed on Capital Account not provided for [Net of Advances]

33 Details of Unsecured Loans(For business purpose) given under section 186(4) of the Companies Act, 2013

Name	Terms of repayments	ROI	Outstanding as at*		Maximum Amount Outstanding		Transactions For the year ended	
			March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Kanodia Hi-Tech Pvt Ltd ^A	Terms of repayments is payable within 5 years	8.25%	-	-	3,037.00	3,356.20	5,162.00	3,545.00
Building Paradise Pvt Ltd.	Terms of repayments is payable within 5 years	8.25%	-	-	53.19	1,507.98	80.00	1,601.46

34 Employee benefits
(i) Defined Contribution Plans:

The Company makes contributions, determined as a specified percentage of employee's salaries, in respect of qualifying employees towards Provident Fund which is a defined contribution plan. The contributions are charged to the Statement of Profit and Loss as they accrue. The amount recognised as an expense towards such contribution to Provident Fund for the year is included in "Employee benefits expense".

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Contribution to Provident Funds	3.94	0.94

(ii) Defined Benefit Plan:

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service, upto a maximum limit of Rs. 20 lakhs. The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at March 31, 2025. The present value of the defined benefit obligation and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

A. Movement in net defined benefit (asset)/liability

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset)/liability and its components:

Particulars	March 31, 2025			March 31, 2024		
	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability
Opening Balance	2.83	-	2.83	1.72	-	1.72
Addition pursuant to Scheme of Amalgamations*	-	-	-	-	-	-
Included in profit & loss	-	-	-	-	-	-
Current service cost	2.86	-	2.86	1.40	-	1.40
Interest cost / (income)	0.20	-	0.20	0.13	-	0.13
Other Adjustment	-	-	-	-	-	-
Past Service Cost including curtailment Gains/(Losses)	-	-	-	-	-	-
	3.06	-	3.06	1.53	-	1.53



Included in OCI						
Remeasurements loss / (gain)						
Actuarial loss/(gain) arising from:						
- demographic assumptions	-	-	-	-	-	-
- financial assumptions	0.35	-	0.35	0.10	-	0.10
- experience adjustment	-0.10	-	-0.10	-0.52	-	-0.52
- on plan assets						
	0.25	-	0.25	-0.42	-	-0.42
Other						
Contributions paid by the employer	-	-	-	-	-	-
Benefits paid	-	-	-	-	-	-
Actual Return on Plan Assets	-	-	-	-	-	-
Asset Transfer In/ (Out)	-	-	-	-	-	-
Closing Balance	6.14	-	6.14	2.83	-	2.83

B. Plan assets

Particulars	March 31, 2025	March 31, 2024
Fund managed by insurer	0%	0%
	0%	0%

C. Actuarial assumptions

The Principal actuarial assumptions considered in the valuation were :

	March 31, 2025	March 31, 2024
Discount rate	6.79% p.a.	7.21% p.a.
Expected rate of future salary increase	8.00% p.a.	8.00% p.a.
Withdrawal/ Attrition rate	5.00% p.a.	5.00% p.a.
Average remaining working life of the employees(years)	24.58 years	20.90 years
Mortality	100% of IALM 2012-14	100% of IALM 2012-14

Assumptions regarding future mortality have been based on published statistics and mortality tables.

The estimates of the future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors.

D. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Particulars	March 31, 2025		March 31, 2024	
	Increase	Decrease	Increase	Decrease
Discount rate (0.5% movement)	-0.41	0.45	-0.19	0.21
Expected rate of future salary increase (1% movement)	0.92	-0.78	0.43	-0.36
Expected rate of withdrawal (5%)	-0.87	1.35	-0.38	0.55

Sensitivity due to mortality is insignificant, hence ignored. Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

E. Description of Risk Exposures:

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such Company is exposed to various risks as follow -

A) Salary increases- Higher than expected increase in salary will increase the defined benefit obligation.

B) Investment Risk – Assets / liabilities mismatch and actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability / Assets.

C) Discount Rate - Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Demographic risk : This is the risk of variability of results due to unsystematic nature of decrements that includes mortality, withdrawals, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends on the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the employee benefit of a short career employee typically costs less per year as compared to a long service employee.

F. Maturity of Defined Benefit Obligation

Particulars	As at March 31, 2025	As at March 31, 2024
Year 1	0.11	0.03
Year 2	0.11	0.06
Year 3	0.18	0.07
Year 4	0.23	0.11
Year 5	0.33	0.16
After 5th year	17.99	9.14

35 Related parties disclosures in accordance with Ind AS 24 "Related party disclosures"**A. Related parties and their relationships as per Ind AS 24****i Holding Company**

M/s Kanodia Cement Limited

ii Fellow Subsidiary Company

M/s Kanodia Infratech Limited

iii Key Management Personnel

Name	Relationship
Mr. Vishal Kanodia	Director
Mr. Saurabh Lohia	Director
Mr. Manoj Kedia	Director (till August 20, 2024)
Mr. Kunal Kumar Agrawal	Chief Financial Officer (w.e.f. August 20, 2024)
Mr Santosh Ramanuj Tiwari	Independent Director (w.e.f. August 20, 2024)

iv Relatives of Key Management Personnel*

Khushboo Kanodia	(Wife of Vishal Kanodia- Director)
Manju Devi Kanodia	(Mother of Vishal Kanodia- Director)
Gautam Kanodia	(Brother of Vishal Kanodia- Director)

*where transactions has taken place during current year or previous year.

v Enterprises having significant Influence of Key Management Personnel and their relatives*

Building Paradise Private Limited
 Kanodia Cement Limited
 Kanodia Hi-Tech Private Limited
 Kanodia Team Private Limited
 Kanodia Reality Private Limited (formerly known as Sapnasudhansh Infosystems Private Limited)
 Midpoint Commodeal Pvt Ltd
 Real Value Agrotech Projects Private Limited
 Hygiene Plus Limited (Previously known as Hygiene Plus Private Limited)

*where transactions has taken place during current year or previous year.



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

B. Transactions with related parties
i Kanodia Cement Limited

	For the year ended	
	March 31, 2025	March 31, 2024
Sale of goods	0.45	-
Purchases of goods	8.83	4.27
Purchases of Capital Assets	4.48	-
Reimbursement of expenses	2.19	-
Loan Taken	18,376.56	13,609.00
Loan returned back	24,443.76	11,596.02
Interest Expense on loans	1,258.17	834.83
Issue of Bonus Shares (Refer Note 14)	750.00	-
Rights Issue of Shares including premium (Refer Note 14)	10,000.08	-

Outstanding at the year-end:

	As at	
	March 31, 2025	March 31, 2024
Loan Payable	8,359.08	14,426.28
Interest Payable	1,132.35	751.35
Trade payable	0.46	1.02

ii Kanodia Infratech Limited

	For the year ended	
	March 31, 2025	March 31, 2024
Sale of goods	2.33	1.71
Purchases of goods	9.65	1.92
Loan Taken	-	7.97
Loan returned back	-	1,683.26
Interest Expense on loans	-	138.63

Outstanding at the year-end:

	As at	
	March 31, 2025	March 31, 2024
Loan Payable	-	-
Interest Payable	-	-
Trade payable	-	-

iii Kanodia Hi-Tech Pvt Ltd

	For the year ended	
	March 31, 2025	March 31, 2024
Loan given	5,162.00	3,545.00
Loan received back	5,162.00	3,545.00
Interest Income on loans	76.81	11.20

iv Hygiene Plus Ltd (Formerly known as Hygiene Plus Pvt Ltd)

	For the year ended	
	March 31, 2025	March 31, 2024
Reimbursement of expense incurred by Related Party	-	5.79
Amount paid on behalf of the related party	-	19.00
Purchase of Products	-	1.90

Outstanding at the year-end:

	As at	
	March 31, 2025	March 31, 2024
Trade Payable	-	13.81

v Building Paradise Pvt Ltd

	For the year ended	
	March 31, 2025	March 31, 2024
Loan given	80.00	1,601.46
Loan received back	80.00	1,601.46
Interest Income on loans	1.32	58.09
Purchase of Goods	-	0.52

vi Midpoint Commodeal Pvt Ltd

	For the year ended	
	March 31, 2025	March 31, 2024
Loan Taken	696.12	100.00
Loan Repaid	810.60	5,446.74
Interest Expense on loans	1.88	-



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

		As at	
Outstanding at the year-end:		March 31, 2025	March 31, 2024
Loan Payable		-	114.48
		For the year ended	
vii Kanodia Team Pvt Ltd		March 31, 2025	March 31, 2024
Manpower Expenses		10.43	140.00
		As at	
Outstanding at the year-end:		March 31, 2025	March 31, 2024
Trade Payable		-	-
		For the year ended	
viii M/s Kanodia Reality Pvt. Ltd. (Formerly known as Sapnasudhansh Infosystem Pvt. Ltd.)		March 31, 2025	March 31, 2024
Sale of Capital Goods		-	11.67
Rent Paid		17.00	6.00
Reimbursement of Expenses		11.07	2.78
		As at	
Outstanding at the year-end:		March 31, 2025	March 31, 2024
Trade Payable		-	4.98
		For the year ended	
ix Real Value Agrotech Projects Private Limited		March 31, 2025	March 31, 2024
Loan given		-	30.56
Loan received back		-	30.56
		For the year ended	
x Vishal Kanodia		March 31, 2025	March 31, 2024
Repayment of Other Payable		-	20.12
		For the year ended	
xi Saurabh Lohia		March 31, 2025	March 31, 2024
Advances Given		-	20.00
Advances Received back		-	20.00
		For the year ended	
xii Khushboo Kanodia		March 31, 2025	March 31, 2024
Repayment of Other Payable		-	2.24
		For the year ended	
xiii Manju Devi Kanodia		March 31, 2025	March 31, 2024
Salary Expense		3.00	12.00
		As at	
Outstanding at the year-end:		March 31, 2025	March 31, 2024
Salary Payable		-	0.31
		For the year ended	
xiv Kunal Kumar Agrawal		March 31, 2025	March 31, 2024
Salary Expense		10.43	-
		As at	
Outstanding at the year-end:		March 31, 2025	March 31, 2024
Salary Payable		0.96	-
		For the year ended	
xv Santosh Ramanuj Tiwari		March 31, 2025	March 31, 2024
Director Sitting Fees		0.80	-



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

Outstanding at the year-end:

Director Sitting Fees Payable

Note:

(i) Summarized details of remuneration to Key Management Personnel are as under:

The above remuneration to the key management personnel does not include the provision made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole.

(ii) All transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances for trade receivable, trade payable and other payables are unsecured, interest free and settlement occurs in cash.

36 Analytical Ratios

S. No.	Particulars	Numerator (A)	Denominator (B)	As at		% of variance	Reason for Variances exceeding 25%
				March 31, 2025	March 31, 2024		
1	Current Ratio (Times)	Current Assets	Current Liabilities	1.22	1.46	-16.44%	Due to increase in Subsidy receivable.
2	Debt-Equity Ratio (Times)	Total Debt	Shareholder's Equity	0.34	2.62	-87.02%	Debt-Equity Ratio has improved due to repayment of Long term Loan and Right issue of shares on premium.
3	Debt Service Coverage Ratio (Times)	EBIT	Debt service	6.13	28.34	-78.37%	Debt Service Coverage Ratio has reduced due to interest payment increased during the year.
4	Return on Equity Ratio (%)	Net Profits after taxes	Average Shareholder's Equity	25.51%	112.46%	-77.32%	Decrease in PAT & Increase in Equity during the year.
5	Inventory turnover ratio (Times)	Cost of Goods Sold	Average Inventory	13.07	13.14	-0.53%	No material variance observed.
6	Trade Receivables turnover ratio (Times)	Sales	Average Trade Receivables	50.01	40.93	22.18%	Increase in Turnover and Decrease in Trade Receivables.
7	Trade payables turnover ratio (Times)	Purchases	Average Trade Payable	12.17	12.40	-1.85%	No material variance observed.
8	Net capital turnover ratio (Times)	Sales	Average Working capital	24.39	14.31	70.44%	No material variance observed.
9	Net profit ratio (%)	Net profit	Sales	10.40%	14.93%	-30.31%	Due to Decrease in Profit.
10	Return on Capital employed (%)	EBIT	Average Capital Employed	19.83%	33.04%	-39.96%	Decrease in Profit and Increase in Shareholder Funds.
11	Return on investment (%)	Net profit after Tax	Average Equity Shareholder's Funds	25.51%	112.46%	-77.32%	Decrease in Profit and Increase in Shareholder Funds.



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

37 Financial instruments – Fair values and risk management
I. Fair value measurements
A. Financial instruments by category

Particulars	As at March 31, 2025		As at March 31, 2024	
	FVTPL	Amortised Cost	FVTPL	Amortised Cost
Financial assets				
Investments				
Non current	-	-	-	-
Current	-	-	-	-
Loans				
Non current	-	-	-	-
Current	-	-	-	-
Trade receivables	-	58.93	-	1,154.59
Cash and cash equivalents	-	36.86	-	38.15
Bank balances other than above	-	402.04	-	29.74
Other Financial Assets				
Non current	-	137.70	-	179.24
Current	-	3,186.27	-	1,229.17
	-	3,821.80	-	2,630.89
Financial liabilities				
Borrowings				
Non current	-	6,491.43	-	15,178.65
Current	-	3,000.00	-	114.48
Lease Liability	-	-	-	-
Non current	-	-	-	-
Current	-	-	-	-
Trade payables	-	1,507.45	-	2,142.65
Other financial liabilities				
Non Current	-	-	-	-
Current	-	185.95	-	253.86
	-	11,184.83	-	17,689.64

B. Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are:

(a) recognised and measured at fair value and

(b) measured at amortised cost.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Financial assets and liabilities measured at fair value - recurring fair value measurements

Particulars	As at March 31, 2025			Total
	Level 1	Level 2	Level 3	
Financial assets				
Financial Investments at FVTPL				
Investments				
Non Current	-	-	-	-
Investments				
Non Current	-	-	-	-
Current	-	-	-	-
Total financial assets	-	-	-	-



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

Particulars	As at March 31, 2024			Total
	Level 1	Level 2	Level 3	
Financial assets				
Financial Investments at FVTPL				
Investments				
Non Current	-	-	-	-
Current	-	-	-	-
Investments				
Non Current	-	-	-	-
Total financial assets	-	-	-	-

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value is valued using the closing price as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market (for example- mutual funds, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities. Similarly, unquoted instruments where most recent information to measure fair value is insufficient or if there is a wide range of possible fair value measurements, cost has been considered as best estimate of fair value.

There are no transfers between level 1 and level 2 during the year.

C. Financial assets and liabilities measured at amortised cost

Particulars	Level	As at March 31, 2025		As at March 31, 2024	
		Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets					
Loans					
Non Current	3	-	-	-	-
Current	3	-	-	-	-
Trade receivables - current	3	58.93	58.93	1,154.59	1,154.59
Cash and cash equivalents	3	36.86	36.86	38.15	38.15
Bank balances other than above	3	402.04	402.04	29.74	29.74
Others					
Non Current	3	137.70	137.70	179.24	179.24
Current	3	3,186.27	3,186.27	1,229.17	1,229.17
		3,821.80	3,821.80	2,630.89	2,630.89
Financial liabilities					
Borrowings					
Non current	3	6,491.43	-	15,178.65	15,178.65
Current	3	3,000.00	-	114.48	114.48
Lease Liability					
Non current	3	-	-	-	-
Current	3	-	-	-	-
Trade payables - current	3	1,507.45	1,507.45	2,142.65	2,142.65
Other Financial Liability					
Non current	3	-	-	-	-
Current	3	185.95	185.95	253.86	253.86
		11,184.83	1,693.40	17,689.64	17,689.64

The fair value of current financial assets and liabilities carried at amortised cost is considered equal to the carrying amounts of these items due to their short-term nature. The fair value of items that are Non-current in nature, has been determined using discounted cash flow basis.



II. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- credit risk;
- liquidity risk

i. Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the processes to control risks through defined framework.

The Company's risk management policy is established to identify and analyse the risks faced by the Company, to set appropriate controls. Risk management policy is reviewed by the board annually to reflect changes in market conditions and the Company's activities.

The Company's Board of Directors oversees compliance with the Company's risk management policy, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Board of Directors is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Board of Directors.

a. Credit risk

Financial loss to the Company, arising, if a customer or counterparty to a financial instrument fails to meet its contractual obligations principally from the Company's receivables from customers and investment in debt securities.

The carrying amount of financial assets represents the maximum credit exposure. The Company monitor credit risk closely in domestic market.

Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

The Company Management has established a credit policy under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. Sales credit limit are set up for each customer and reviewed periodically. The Company's review includes market check, industry feedback, past financials and external ratings, if they are available, and in some cases bank reference checks are also done.

The Company creates allowances for impairment that represents its expected credit losses in respect of trade receivables. The management uses a simplified approach for the purpose of computation of expected credit loss for trade receivables.

Particulars	< 6 months	6 months -1 year	1-2 Years	2-3 years	> 3 years	Total
As at March 31, 2025						
Gross Carrying amount	58.93	-	-	-	-	58.93
Specific Provision	-	-	-	-	-	-
Expected loss rate	-	-	-	-	-	-
Expected credit losses	-	-	-	-	-	-
Carrying amount	58.93	-	-	-	-	58.93

Particulars	< 6 months	6 months -1 year	1-2 Years	2-3 years	> 3 years	Total
As at March 31, 2024						
Gross Carrying amount	1,154.59	-	-	-	-	1,154.59
Specific Provision	-	-	-	-	-	-
Expected loss rate	-	-	-	-	-	-
Expected credit losses	-	-	-	-	-	-
Carrying amount	1,154.59	-	-	-	-	1,154.59



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

Reconciliation of loss allowance provision – Trade receivables

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening balance	-	-
Changes in loss allowance	-	-
Closing balance	-	-

Cash & Cash Equivalent

Credit Risk on cash and cash equivalent, deposits with the banks is generally low as the said deposits have been made with the banks who have been assigned high credit rating by international and domestic rating agencies.

b. Liquidity risk

Liquidity risk is the risk that the Company may face 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 manage liquidity is to ensure, as far as possible, sufficient liquidity to meet its obligations, under both normal and stressed conditions.

Prudent liquidity risk management implies maintaining sufficient cash.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected future cash flows.

Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and exclude contractual interest payments and the impact of netting agreements.

Particulars	Carrying Amount March 31, 2025	On demand	Contractual cash flows		
			Less than 1 Year	1-5 years	More than 5 years
Financial liabilities					
Long Term Borrowings	6,491.43	-	-	6,491.43	-
Current borrowings	3,000.00	-	3,000.00	-	-
Trade payables	1,507.45	-	1,507.45	-	-
Other current financial liabilities	185.95	-	185.95	-	-
Total financial liabilities	11,184.83	-	4,693.40	6,491.43	-

Particulars	Carrying Amount March 31, 2024	On demand	Contractual cash flows		
			Less than 1 Year	1-5 years	More than 5 years
Financial liabilities					
Long Term Borrowings	15,178.65	-	-	15,178.65	-
Current borrowings	114.48	-	114.48	-	-
Trade payables	2,142.65	-	2,142.65	-	-
Other current financial liabilities	253.86	-	253.86	-	-
Total financial liabilities	17,689.64	-	2,510.99	15,178.65	-



Subsidies accrued under the state Industrial Policy

The Company reviews subsidies/ incentive receivable on regular intervals and takes necessary steps (including legal action wherever required) for the recovery of these balances. The Company is confident to realise the value stated in the financial statements.

39 Payment to Auditors

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Payments to Auditors :		
Statutory audit fee	3.65	3.50
Fees for preparation of Ind AS Financials	2.50	-
Fees for Certification & Others	2.10	-
Reimbursement of expenses	-	-
Tax audit fee	1.60	1.50
Less: IPO Expenses recoverable from Selling shareholders of Holding Co.	-1.50	-
Total	8.35	5.00

The Company's activities falls with a single primary business segment viz "Cement". The business activity of the Company falls within one geographical segment which is within the country. Hence, the disclosure requirement of 'Segment Reporting' is not considered applicable.

Two major customer (Previous year: Two major customer) have individually contributed more than 10% of revenue from operations of the Company.

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders. The following table summarises the capital of the Company.

Particulars	March 31, 2025	March 31, 2024
Equity Share Capital	826.20	15.00
Other Equity	18,128.12	5,782.86
Total Equity (A)	18,954.32	5,797.86
Non-Current Borrowings	6,491.43	15,178.65
Current maturities of Non-Current Borrowings	3,000.00	114.48
Total Debts	9,491.43	15,293.13
Less- Cash & Cash Equivalents	-36.86	-38.15
Less- Interest Receivable	-24.76	-10.65
Net Debts (B)	9,429.81	15,244.33
Total Equity and Net Debt (C=A+B)	28,384.13	21,042.19
Gearing Ratio (D=B/C)	33.22%	72.45%



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

42. Changes in Liabilities from Financing Activities are as under:

Particulars	Non Current borrowings	Interest accrued but not due	Total
As at April 01, 2024	15,293.13	-	15,293.13
Cash movements:			
Proceeds from Non Current Borrowings	19,072.68	-	19,072.68
Repayment of Non Current Borrowings	(25,254.36)	-	(25,254.36)
Interest Paid	-	(883.75)	(883.75)
Non Cash movements:			
Interest Accrued	-	1,264.91	1,264.91
Interest payable under Sec 234C	-	-	-
Unwinding of Financial Liability	-	-	-
Interest Accrued included in Borrowings	381.00	(381.00)	-
Interest payable on Delay Payment of MSME Dues	-	(0.16)	(0.16)
Others	(1.02)	-	(1.02)
As at March 31, 2025	9,491.43	(0.00)	9,491.43

Particulars	Non Current borrowings	Interest accrued but not due	Total
As at April 01, 2023	19,549.81	-	19,549.81
Cash movements:			
Proceeds from Non Current Borrowings	13,716.97	-	13,716.97
Repayment of Non Current Borrowings	(18,726.02)	-	(18,726.02)
Interest Paid	-	(222.11)	(222.11)
Non Cash movements:			
Interest Accrued	-	973.46	973.46
Unwinding of Financial Liability	-	-	-
Interest Accrued included in Borrowings	751.35	(751.35)	-
Interest payable on Delay Payment of MSME Dues	-	-	-
Others	1.02	-	1.02
As at March 31, 2024	15,293.13	-	15,293.13

- 43** The Company is required to spent 2% of average net profit of last three preceding financial years towards Corporate Social Responsibility (CSR) activities under section 135 of the Companies Act, 2013 and accordingly the Company had made contribution of Rs. Nil during the year (Year Ended March 31, 2024: Rs. 110 Lakhs to Akashiganga Foundation) for spending in its ongoing CSR projects on behalf of the Company during the said previous year and the same was recognised in Statement of Profit and Loss. As confirmed by the Foundation, the said fund had been utilised upto March 31, 2024 as capital expenditure in different CSR projects on environment sustainability and skill development of deprived section of community. Necessary details are disclosed below:

Particulars	Amount required to spent by company during the year	Amount of expenditure incurred	Amount of expenditure yet to be incurred	Shortfall/(excess) during the year	Total of previous years shortfall	Reason for shortfall
2024-25	46.76	-	-	46.76	-50.27	Not Applicable
2023-24	12.97	110.00	-	-97.03	-	Not Applicable

***Nature of CSR activities:**

Environmental sustainability, child education and food distribution, community health, women empowerment, tribal welfare, skill development and rural development all over India.

44. Registration of Charges or satisfaction with Registrar of Companies (ROC)

The company does not have any charges or satisfactions yet to be registered with the registrar of the companies beyond the statutory period as on March 31, 2025 and March 31, 2024.



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

45 Additional regulatory information required by Schedule III to be disclosed in the financial statements:

A Details of transactions and relationship with struck off companies:

During the current year and Previous year, the Company does not have any transactions with the companies struck off under section 248 of the Companies Act, 2013.

B Other disclosures required under Schedule III amendments

i) During the current year and previous year, 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 there under.

ii) During the current year and previous year, the Company has not been declared as wilful defaulter by any bank or financial institution or other Lender or government or any government authority.

iii) The Company has no subsidiary, therefore clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017 is not applicable on the Company.

iv) During the current year and previous year, the Company does not have any transactions 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). Also, there are nil previously unrecorded income and related assets.

v) The Company has not traded or invested in crypto currency or virtual currency during the current year or previous year.

vi) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and the Group has no CIC as part of the Group.

vii) Utilisation of borrowed funds and share premium:-

During the year ended March 31, 2025, other than the transactions undertaken in the normal course of business and in accordance with extant regulatory guidelines as applicable.

a) The Company during the year has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

b) No funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties") during the current year and previous year, 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.

viii) During the year, the borrowings obtained by the Company from a bank has been applied for the purpose for which the loan was obtained. No borrowings obtained by the Company from financial institutions during the current year. No borrowings obtained by the Company from banks and financial institutions during the previous year.

ix) During the year, The Company has been sanctioned working capital limit from a bank on the basis of security of fixed deposits and there is no stipulation to submit any quarterly returns/ statements with the bank.

46 Compliance with approved Scheme(s) of Arrangements

There was no scheme of arrangement were filed during the current year and previous year.



KANODIA CEM PRIVATE LIMITED

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

(All amounts in rupees lakhs, unless otherwise stated)

47 Approval of KCL Employee Stock Options Scheme 2025

The KCL Employee Stock Options Scheme 2025 was formulated and recommended by the Nomination and Remuneration Committee (NRC) of Kanodia Cement Limited (the Holding Company) for 7,45,696 options (each option convertible into one equity share), subsequently approved by the Board of Directors of the Holding Company on 22nd March 2025 and by Shareholders of the Holding Company on 23rd March 2025. The Scheme aims to reward, motivate, and retain eligible employees (Holding Company and its subsidiaries) by aligning their interests with the Group's growth and enhancing their well-being. The Scheme will be implemented through a Trust named the "KCL Employee Welfare Trust". No options have been granted during the year. However, the details of the options granted after the balance sheet date are as follows:

Total options granted to Company's employees to whom options were granted by the Holding Company on May 13, 2025	18,300
No. of Company's employees to whom options were granted by the Holding Company	5
Exercise price of options in Rs. (as on the date of grant options)	127
Weighted average share price on the date of grant of option in Rupees (Valued as per Black Scholes Model)	253.21

- 48 As per Section 128 of the Companies Act, 2013 read with proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 with respect to 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 change were made and ensuring that the audit trail cannot be disabled is applicable with effect from the financial year beginning on 1 April 2023.

The Company uses an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility which has not been tampered with and the same has operated throughout the year for all relevant transactions recorded in the accounting software. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

As per our report of even date attached,
For K Venkatachalam Aiyer & Co
Chartered Accountants
Firm's Registration Number - 0046105

CA Sreevats Gopalakrishnan
Partner
M. No. 227654
UDIN: 252276548MNTKV5713

Place: Noida
Date: 12 August, 2025



For and on behalf of Board of Directors of
Kanodia CEM Private Limited

Vishal Kanodia

Vishal Kanodia
Director
DIN: 00946204

Saurabh Lohia

Saurabh Lohia
Director
DIN: 03087080

Kunal Kumar Agrawal
Chief Financial Officer

