

Ref: HIL/SE/2024-25/009

May 7, 2024

To
BSE Limited
P.J.Towers, Dalal Street,
Mumbai - 400 001

To
National Stock Exchange of India Limited
5th Floor, Exchange Plaza, Bandra (E),
Mumbai - 400 051

Scrip Code: 509675
Through: BSE Listing Centre

Scrip Symbol: HIL
Through: NEAPS

Sub: Outcome of the Board Meeting held on May 7, 2024 – Reg.**Ref: Regulation 30, 33 and other applicable Regulations, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

Dear Sir,

Pursuant to Regulation 30, 33 and other applicable Regulations, if any, of SEBI Listing Regulations, we hereby inform you that the Board of Directors of the Company at its meeting held today, i.e., May 7, 2024, inter-alia, considered and:

1. Approved the Audited Standalone and Consolidated Financial Results of the Company for the quarter and financial year ended March 31, 2024. A copy of the said Audited Standalone and Consolidated Financial Results for the quarter and financial year ended March 31, 2024, along with the Audit Report of the Statutory Auditors thereon is enclosed herewith. We hereby confirm that the Statutory Auditors of the Company, M/s. B S R and Co., Chartered Accountants (Firm Registration No. 128510W) have issued the Audit Report with unmodified opinion on the aforesaid audited Standalone and Consolidated Financial Results.
2. Recommended a final dividend of Rs. 22.50/- (i.e. 225%) per equity share of Rs. 10/- each for the financial year ended March 31, 2024, subject to the approval of shareholders at the ensuing Annual General Meeting (AGM) of the Company. The said final dividend if approved by the shareholders, shall be paid/dispatched to the shareholders within 30 days from the date of declaration. Further, the Company had declared an interim dividend of Rs. 15/- (i.e. 150%) per equity share of Rs. 10/- each, during the previous quarter of the financial year 2023-24, totaling the dividend amount to Rs. 37.50/- (i.e. 375%) per equity share of Rs. 10/- each for the financial year 2023-24. Record date for the purpose of payment of final dividend and date of 77th Annual General Meeting of the Company will be informed in due course.
3. Based on the recommendation of Nomination and Remuneration Committee, approved the appointment of Prof. Janat Shah (DIN: 01625535) as an Independent Director of the Company for a term of five (5) years w.e.f. May 7, 2024 subject to approval of the shareholders.

In accordance with the circulars dated June 20, 2018, issued by the Stock Exchanges, we submit that Prof. Shah has confirmed that he is not debarred from holding the office of Director by virtue of any order(s) passed by SEBI or any other authorities.

4. Noted completion of second term of Ms. Gauri Rasgotra (DIN: 06862334) as an Independent Director of the Company. Consequent to completion of second term, Ms. Gauri Rasgotra ceases to be an Independent Director of the Company from the close of business hours on May 7, 2024. The Board of Directors of the Company expressed deep appreciation and gratitude for the extensive contributions made by Ms. Gauri during her tenure as an Independent Director of the Company.

Further, brief profile of Prof. Janat Shah along with other details for the above item nos. 3 and 4, as required under Regulation 30 read with Part A of Schedule III of the SEBI Listing Regulations and read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as “**Annexure I**”.

The meeting of Board of Directors commenced at 12:30 pm IST and concluded at about 02:15 pm IST.

The above disclosure is made available on the website of the Company www.hil.in

Kindly take the same on record.

Thanking you.

Yours faithfully,
For HIL Limited

Nidhi Bisaria
Company Secretary & Compliance Officer
Membership No. 5634

Encl. As stated

Annexure I

Name of the Director/KMP/SMP	Prof. Janat Shah (DIN: 01625535)	Ms. Gauri Rasgotra (DIN: 06862334)
Reason for change	Appointed as an Independent Director	Cessation consequent to completion of term of appointment.
Date of appointment & terms of appointment	Appointed as an Additional Director and designated as the Independent Director for a term of five (5) years w.e.f. May 7, 2024, subject to the approval of shareholders.	With effect from the close of business hours on May 7, 2024
Brief profile	Prof. Janat Shah is the founding director and professor of Operations Management at IIM Udaipur. He is a mechanical engineer from the Indian Institute of Technology, Mumbai and has obtained his Fellow in Management from the Indian Institute of Management Ahmedabad. Before joining IIM Udaipur, Prof. Shah has been with IIM Bangalore as a faculty of operations management for almost 20 years. He is a leading authority in the fields of Supply Chain Management and Operations Strategy. His book titled Supply Chain Management - text & cases has been used in MBA and executive MBA courses at IIM Udaipur, IIM Bangalore as well as at numerous other business schools throughout India. He has also published extensively in national and international journals. He currently holds a position of special professor at Nottingham University. Recipient of several teaching awards, Prof. Shah has consulted with and been responsible for management education programs for executives in various large corporates.	Not applicable
Relationship with other directors of the Company	Prof. Shah is not related to any Promoter or Promoter Group, Director, Key Managerial Personnel of the Company.	Not applicable

Independent Auditor's Report

To the Board of Directors of HIL Limited

Report on the audit of the Standalone Annual Financial Results

Opinion

We have audited the accompanying standalone annual financial results of HIL Limited (hereinafter referred to as the "Company") for the year ended 31 March 2024, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone annual financial results:

- a. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- b. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the year ended 31 March 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results* section of our report. We are independent of the Company, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion on the standalone annual financial results.

Emphasis of Matter(s)

- a. We draw attention to Note 11 to the standalone annual financial results for the year ended 31 March 2024 according to which the managerial remuneration paid / payable to the Managing Director and Chief Executive Officer of the Company is INR 854.11 lakhs as compared to the prescribed limits under Section 197 read with Schedule V to the Companies Act, 2013 of INR 578.39 lakhs. As per the provisions of the Act, the excess remuneration is subject to approval of the shareholders which the Company proposes to obtain in the forthcoming Annual General Meeting.

Our opinion is not modified with respect to this matter.

Management's and Board of Directors' Responsibilities for the Standalone Annual Financial Results

These standalone annual financial results have been prepared on the basis of the standalone annual

Principal Office:

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center,
Western Express Highway, Goregaon (East), Mumbai - 400063

SW

financial statements.

The Company's Management and the Board of Directors are responsible for the preparation and presentation of these standalone annual financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results

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

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

- Identify and assess the risks of material misstatement of the standalone annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements 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 in the standalone annual financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone annual financial results 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.

Independent Auditor's Report (Continued)

HIL Limited

- Evaluate the overall presentation, structure and content of the standalone annual financial results, including the disclosures, and whether the standalone annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.

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

Other Matter

The standalone annual financial results include the results for the quarter ended 31 March 2024 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For **B S R and Co**

Chartered Accountants

Firm's Registration No.:128510W

Sulabh Kumar Kedia

Sulabh Kumar Kedia

Partner

Membership No.: 066380

UDIN:24066380BKGXQJ2158

New Delhi

07 May 2024

STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH 2024

INR in lacs

Sl. No.	Particulars	Quarter ended			Year ended	
		31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
		Audited (refer note 5)	Unaudited	Audited (refer note 5)	Audited	Audited
1	Revenue from operations	53410	50932	51194	223085	215521
2	Other income	1249	1065	497	3591	3252
3	Total income (1+2)	54659	51997	51691	226676	218773
4	Expenses					
	a) Cost of materials consumed	31372	28506	31153	120842	120157
	b) Purchases of stock-in-trade (refer note 13)	(1061)	2576	2146	10840	6435
	c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	323	(961)	(3621)	(1383)	(1227)
	d) Employee benefits expense (refer note 11)	5026	4929	4263	19281	16196
	e) Finance costs	411	285	232	1075	663
	f) Depreciation and amortisation expense	1794	1739	1517	6796	5806
	g) Other expenses (refer note 12)	16343	14082	13951	59643	54375
	Total expenses	54208	51156	49641	217094	202405
5	Profit before tax and exceptional items for the period / year (3-4)	451	841	2050	9582	16368
6	Exceptional items (refer note 8)	70	-	-	3721	-
7	Profit before tax for the period / year (5+6)	521	841	2050	13303	16368
8	Tax expense					
	a) Current tax (refer note 6)	168	216	625	3584	3023
	b) Deferred tax	(53)	(47)	(66)	(579)	335
	Total tax expense	115	169	559	3005	3358
9	Profit for the period / year (7-8)	406	672	1491	10298	13010
10	Other comprehensive (loss) / income (net of tax)					
	Items that will not be reclassified subsequently to profit or loss					
	(a) Remeasurements of defined benefit assets	(30)	-	(54)	(19)	119
	Income-tax relating to above item	8	-	14	5	(30)
	(b) Equity investments through other comprehensive income - net change in fair value	-	-	(1)	-	(1)
	Income-tax relating to above item	-	-	-	-	-
	Other comprehensive (loss) / income for the period / year (net of tax)	(22)	-	(41)	(14)	88
11	Total comprehensive income for the period / year (9+10)	384	672	1450	10284	13098
12	Paid up equity share capital (Face value of INR 10 per share)	757	757	756	757	756
13	Other equity				118319	110662
14	Earnings per equity share (not annualised for the quarter) (Face value of INR 10 each)					
	Basic (INR)	5.38	8.91	19.79	136.59	172.95
	Diluted (INR)	5.38	8.91	19.78	136.59	172.91





TOGETHER, WE BUILD.

CK BIRLA GROUP

BALANCE SHEET

INR in lacs

Sl. No.	Particulars	Standalone	
		As at	As at
		31 March 2024	31 March 2023
		Audited	Audited
I	ASSETS		
	Non-current assets		
	a) Property, plant and equipment	62455	61974
	b) Capital work-in-progress	3627	2905
	c) Investment property	1911	1942
	d) Goodwill	747	747
	e) Other intangible assets	2181	2334
	f) Intangible assets under development	519	166
	g) Financial assets		
	(i) Investments	27380	27380
	(ii) Trade receivables	31	21
	(iii) Loans	12136	8499
	(iv) Other financial assets	1569	1881
	h) Non-current tax assets (net)	585	539
	i) Other non-current assets	1573	1207
	Total non-current assets	114714	109595
	Current assets		
	a) Inventories	41428	36752
	b) Financial assets		
	(i) Investments	10229	-
	(ii) Trade receivables	13481	10996
	(iii) Cash and cash equivalents	6846	953
	(iv) Bank balances other than (iii) above	92	86
	(v) Other financial assets	2870	2546
	c) Other current assets	5554	6668
	Total current assets	80500	58001
	TOTAL ASSETS	195214	167596
II	EQUITY AND LIABILITIES		
	Equity		
	a) Equity share capital	757	756
	b) Other equity	118319	110662
	Total equity	119076	111418
	Liabilities		
	Non-current liabilities		
	a) Financial liabilities		
	(i) Borrowings	11200	1188
	(ia) Lease liabilities	349	483
	(ii) Other financial liabilities	22	19
	b) Provisions	1559	1334
	c) Deferred tax liabilities (net)	3128	3712
	d) Other non-current liabilities	-	28
	Total non-current liabilities	16258	6764
	Current liabilities		
	a) Financial liabilities		
	(i) Borrowings	20110	10525
	(ia) Lease liabilities	165	276
	(ii) Trade payables		
	Total outstanding dues of micro enterprises and small enterprises; and	2069	2203
	Total outstanding dues of creditors other than micro enterprises and small enterprises	21729	21224
	(iii) Other financial liabilities	11242	11332
	b) Other current liabilities	3205	2675
	c) Provisions	1167	986
	d) Current tax liabilities (net)	193	193
	Total current liabilities	59880	49414
	TOTAL EQUITY AND LIABILITIES	195214	167596

Contd.....



Notes:

- 1 The financial results of HIL Limited ("the Company") have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with the relevant rules thereunder and in terms of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2 The above results for the quarter and year ended 31 March 2024 were reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on 07 May 2024. The statutory auditors have expressed an unmodified review opinion on these results.
- 3 The Board of Directors of the Company have recommended a final dividend of INR 22.50 per share (225%) on 07 May 2024 for the financial year ended 31 March 2024. This, together with an interim dividend of INR 15.00 per share (150%) declared in the previous quarter, the total dividend for the financial year ended 31 March 2024 works out to INR 37.50 per share (375%) on Equity Shares of INR 10 each. Final dividend is subject to approval of shareholders.
- 4 Where financial results contain both consolidated and standalone financial results of the parent, segment information is required to be presented only in the consolidated financial results. Accordingly, segment information has been presented in the consolidated financial results.
- 5 The standalone figures for the quarter ended 31 March 2024 and 31 March 2023 are the balancing figures between audited standalone figures in respect of the full financial years and the published unaudited year to date standalone figures upto the third quarter of the respective financial years. Also, the standalone figures upto the end of the third quarter were only reviewed and not subjected to audit.
- 6 Current tax for the year ended 31 March 2023 includes reversal of income-tax expense of earlier years amounting to INR 837.07 lacs on account of receipt of assessment orders from Income Tax Appellate Tribunal.
- 7 During the year ended 31 March 2023, the Company received demands from Goods and Services Tax Department, Government of Tamil Nadu, Chennai amounting to INR 7160 lacs for the period 01 July 2017 to 31 August 2022, with regards to HSN (Harmonized System Nomenclature) Classification code of one of the products sold by the Company. The Company challenged the said Orders by filing Appeals before Deputy Commissioner (Appeals), Chennai. Aggrieved by the order of the Appellate Authority confirming the demand, the Company has challenged the said Orders in the Honourable High Court of Madras by filing writ petition. Further, during the current year, a demand for an amount of INR 470 lacs was received by the Company from Goods and Services Tax Department, Government of Tamil Nadu, Chennai on this matter for the period 01 September 2022 to 31 March 2023. As on 31 March 2024, the Company has considered the aforesaid amount of INR 7630 lacs as a Contingent Liability.
- 8 Certain assets of the Company classified under Assets held for sale category have been sold during the year ended 31 March 2024. Profit arising on such sale amounting to INR 3721 lacs is presented as an Exceptional item in the above results.
- 9 Pursuant to the HIL Limited Employee Stock Option Scheme 2023, the Nomination and Remuneration Committee has approved the grant of 56054 options during the quarter ended 30 September 2023 and 9602 stock options during the quarter ended 31 December 2023 to eligible employees. These options are accounted at fair value by the Company based on the valuation report from an independent valuer.
- 10 During the year ended 31 March 2024, the Company has provided a loan of Euro 4 million to its wholly owned subsidiary (WOS), HIL International GmbH on 14 August 2023. The loan is repayable after a period of three years from the date of disbursement and carries an interest at 8% p.a payable annually. Further, the Company has issued a corporate guarantee (CG) of Euro 33.705 million at a commission of 0.50% p.a on the outstanding CG amount, in favour of WOS on 27 September 2023 in respect of loan taken by WOS from ICICI bank UK PLC, Germany.
- 11 The remuneration paid / payable by the Company to its Managing Director and Chief Executive Officer during the current year is INR 854.11 lacs. The limit on such remuneration prescribed under Section 197 read with Schedule V to the Companies Act, 2013 ("the Act") is INR 578.39 lacs. The excess remuneration is primarily attributable to the value of performance incentive and long-term cash incentive payable to the Managing Director and Chief executive officer for the current year. The Company is in the process of obtaining approval from its shareholders at the forthcoming Annual General Meeting for the same by way of special resolution in accordance with the requirements of the Act. As per management's assessment, the approval from shareholders for excess remuneration is probable.
- 12 The Company has entered into a Share subscription and purchase agreement dated 11 March 2024 with Crestia Polytech Private Limited for subscription and purchase of the shares of Crestia Polytech Private Limited, Topline Industries Private Limited, Aditya Polytechnic Private Limited, Sainath Polymers and Aditya Industries (collectively referred to as "Crestia and its group entities"). Subsequent to the year ended 31 March 2024, the Company has acquired 100% stake in Crestia Polytech Private Limited, Topline Industries Private Limited, Aditya Polytechnic Private Limited and Prabhu Sainath Polymers Private Limited by investing INR 15844.71 lacs. The acquisition was completed on 05 April 2024 subject to the conditions specified in the agreement by the respective parties and the Company has acquired control by way of acquisition of shares. However, the acquisition of Aditya Industries has not been completed since the conversion of said partnership firm into private limited company is under process and the acquisition will be completed once the conversion is occurred. This transaction was approved by the Board of Directors in their meeting held on 11 March 2024. The acquisition is expected to achieve synergy by integrating the acquired assets into the Company's existing Polymer Solutions segment business and help in exploring untapped geographies.
The Company is in the process of completing the purchase price allocation for the aforesaid acquisitions. The Company has incurred acquisition-related costs of INR 603.90 lacs on legal fees, due diligence costs and other professional fees. These costs have been included in "other expenses" in the above results.
- 13 During the quarter ended 31 March 2024, the Company has identified and reclassified certain material for consumption in the production of finished goods amounting to INR 3226.19 lacs which was initially purchased for trading purposes.

Place: New Delhi
Date: 07 May 2024



By order of the Board

Akshat Seth

Akshat Seth
Managing Director and
Chief Executive Officer
DIN: 10039820

Independent Auditor's Report

To the Board of Directors of HIL Limited

Report on the audit of the Consolidated Annual Financial Results

Opinion

We have audited the accompanying consolidated annual financial results of HIL Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its joint venture for the year ended 31 March 2024, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on consolidated audited financial information of the subsidiaries, the aforesaid consolidated annual financial results:

- a. include the annual financial results of the following entities

S. No.	Name of the Component	Country	Relationship
1	HIL Limited	India	Parent
2	HIL International GmbH	Germany	Subsidiary
3	Parador Holding GmbH	Germany	Subsidiary
4	Parador GmbH	Germany	Subsidiary
5	Parador Parkettwerke GmbH	Austria	Subsidiary
6	Parador UK Limited	United Kingdom	Subsidiary
7	Parador (Shanghai) Trading Co., Ltd.	China	Joint Venture

- b. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- c. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of consolidated net profit and other comprehensive income and other financial information of the Group for the year ended 31 March 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results* section of our report. We are independent of the Group, its joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant

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Independent Auditor's Report (Continued)**HIL Limited**

to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us along with the consideration of report of the other auditor referred to in sub paragraph no. (a) of the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated annual financial results.

Emphasis of Matter(s)

- a. We draw attention to Note 12 to the consolidated annual financial results for the year ended 31 March 2024 according to which the managerial remuneration paid / payable to the Managing Director and Chief Executive Officer of the Holding company is INR 854.11 lakhs as compared to the prescribed limits under Section 197 read with Schedule V to the Companies Act, 2013 of INR 578.39 lakhs. As per the provisions of the Act, the excess remuneration is subject to approval of the shareholders which the Holding company proposes to obtain in the forthcoming Annual General Meeting.

Our opinion is not modified in respect of this matter.

Management's and Board of Directors' Responsibilities for the Consolidated Annual Financial Results

These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements.

The Holding Company's Management and the Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net profit/ loss and other comprehensive income and other financial information of the Group including its joint venture in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Management and Board of Directors of the companies included in the Group, and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated annual financial results by the Management and the Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated annual financial results, the respective Management and the Board of Directors of the companies included in the Group, and of its joint venture are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint venture is responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results

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

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

Independent Auditor's Report (Continued)**HIL Limited**

- Identify and assess the risks of material misstatement of the consolidated annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements 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 in the consolidated annual financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated annual financial results, including the disclosures, and whether the consolidated annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group and its joint venture to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated annual financial results of which we are the independent auditors. For the other entities included in the consolidated annual financial results, which have been audited by other auditor, such other auditor remain responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in sub paragraph no. (a) of the "Other Matters" paragraph in this audit report.

We communicate with those charged with governance of the Holding Company, 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.

We also performed procedures in accordance with the circular No CIR/CFD/CMD1/44/2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

Other Matters

- a. The consolidated annual financial results include the audited financial results of five subsidiaries (including step down subsidiaries), whose financial results reflect Group's share of total assets (before consolidation adjustments) of INR 120,741 lacs as at 31 March 2024, Group's share of total revenue (before consolidation adjustments) of INR 114,427, Group's share of total net loss after tax (before consolidation adjustments) of INR 6,759 lacs and Group's share of net cash inflows (before

Independent Auditor's Report (Continued)

HIL Limited

consolidation adjustments) of INR 1,369 lacs for the year ended on that date, as considered in the consolidated annual financial results, which have been audited by their respective independent auditors. The independent auditor's report on financial results of these entities have been furnished to us by the management.

Our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditor and the procedures performed by us are as stated in paragraph above.

Our opinion on the consolidated annual financial results is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor.

- b. The consolidated annual financial results include the Group's share of total loss after tax of INR 58 lacs for the year ended 31 March 2024, as considered in the consolidated annual financial results, in respect of one joint venture. This unaudited financial information has been furnished to us by the Board of Directors.

Our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of of this joint venture is based solely on such financial information. In our opinion and according to the information and explanations given to us by the Board of Directors, this financial information is not material to the Group.

Our opinion on the consolidated annual financial results is not modified in respect of the above matter with respect to the financial information certified by the Board of Directors.

- c. The consolidated annual financial results include the results for the quarter ended 31 March 2024 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For **B S R and Co**

Chartered Accountants

Firm's Registration No.:128510W

Sulabh Kumar Kedia

Sulabh Kumar Kedia

Partner

Membership No.: 066380

UDIN:24066380BKGXQI9232

New Delhi

07 May 2024



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CK BIRLA GROUP

STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 MARCH 2024

INR in lacs

Sl. No.	Particulars	Quarter ended			Year ended	
		31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
		Audited (refer note 6)	Unaudited	Audited (refer note 6)	Audited	Audited
1	Revenue from operations	85201	78424	86327	337497	347896
2	Other income	1077	988	337	2983	2534
3	Total income (1+2)	86278	79412	86664	340480	350430
4	Expenses					
	a) Cost of materials consumed	44396	39611	49802	176636	194906
	b) Purchases of stock-in-trade (refer note 14)	1461	3351	3010	16069	9743
	c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	734	2185	(1854)	(1204)	1080
	d) Employee benefits expense (refer note 12)	12532	11603	11315	46737	41134
	e) Finance costs	69	795	755	3536	1957
	f) Depreciation and amortisation expense	3112	2981	2942	12001	11077
	g) Other expenses (refer note 13)	24312	20017	20285	86814	78741
	Total expenses	86616	80543	86255	340589	338638
5	(Loss) / profit before share of (loss) / profit of equity accounted investee, exceptional items and tax for the period / year (3-4)	(338)	(1131)	409	(109)	11792
6	Exceptional items (refer note 10)	70	-	-	3721	-
7	(Loss) / profit before share of (loss) / profit of equity accounted investee and tax for the period / year (5+6)	(268)	(1131)	409	3612	11792
8	Share of (loss) / profit of equity accounted investee (net of tax) (refer note 5)	(27)	67	(20)	(58)	(119)
9	(Loss) / profit before tax (7+8)	(295)	(1064)	389	3554	11673
10	Tax expense					
	a) Current tax (refer note 4)	1228	(8)	515	3410	2329
	b) Deferred tax	(1512)	(338)	(588)	(3335)	(367)
	Total tax (income) / expense	(284)	(346)	(73)	75	1962
11	(Loss) / profit for the period / year (9-10)	(11)	(718)	462	3479	9711
12	Other comprehensive (loss) / income (net of tax)					
	(i) Items that will not be reclassified subsequently to profit or loss					
	(a) Remeasurements of defined benefit asset	(252)	-	190	(153)	468
	Income-tax relating to above item	60	-	(47)	41	(130)
	(b) Equity investments through other comprehensive income - net change in fair value	-	-	(1)	-	(1)
	Income-tax relating to above item	-	-	-	-	-
	(ii) Items that will be reclassified subsequently to profit or loss					
	(a) Exchange difference in translating financial statements of foreign operations	(819)	1521	532	178	2377
	Other comprehensive (loss) / income for the period / year (net of tax)	(1011)	1521	674	66	2714
13	Total comprehensive (loss) / income for the period / year (11+12)	(1022)	803	1136	3545	12425
14	(Loss) / profit attributable to:					
	Owners of the Company	(11)	(718)	462	3479	9711
	Non-controlling interests	-	-	-	-	-
	(Loss) / profit for the period / year	(11)	(718)	462	3479	9711
15	Other comprehensive (loss) / income attributable to:					
	Owners of the Company	(1011)	1521	674	66	2714
	Non-controlling interests	-	-	-	-	-
	Other comprehensive (loss) / income for the period / year	(1011)	1521	674	66	2714
16	Total comprehensive (loss) / income attributable to:					
	Owners of the Company	(1022)	803	1136	3545	12425
	Non-controlling interests	-	-	-	-	-
	Total comprehensive (loss) / income for the period / year	(1022)	803	1136	3545	12425
17	Paid up equity share capital (Face value INR 10 per share)	757	757	756	757	756
18	Other equity				124527	123609
19	Earnings per share (not annualised for the quarter) (Face value of INR 10 each)					
	Basic (INR)	(0.15)	(9.52)	6.13	46.15	129.09
	Diluted (INR)	(0.15)	(9.52)	6.13	46.15	129.06





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BALANCE SHEET

INR in lacs

Sl. No.	Particulars	Consolidated	
		As at	As at
		31.03.2024	31.03.2023
		Audited	Audited
I	ASSETS		
	Non-current assets		
	a) Property, plant and equipment	115392	95610
	b) Capital work-in-progress	4186	3047
	c) Investment property	1911	1942
	d) Goodwill	14311	14246
	e) Other intangible assets	9410	9952
	f) Intangible assets under development	519	240
	g) Equity accounted investee (refer note 5)	115	176
	h) Financial assets		
	(i) Investments	34	34
	(ii) Trade receivables	31	21
	(iii) Loans	2697	2684
	(iv) Other financial assets	1730	2184
	i) Non-current tax assets (net)	585	539
	j) Other non-current assets	1807	1210
	Total non-current assets	152728	131885
	Current assets		
	a) Inventories	71420	68414
	b) Financial assets		
	(i) Investments	10229	-
	(ii) Trade receivables	15376	12834
	(iii) Cash and cash equivalents	13459	6197
	(iv) Bank balances other than (iii) above	92	86
	(v) Other financial assets	3692	8727
	c) Current tax assets (net)	760	362
	d) Other current assets	6568	7933
	Total current assets	121596	104553
	TOTAL ASSETS	274324	236438
II	EQUITY AND LIABILITIES		
	Equity		
	a) Equity share capital	757	756
	b) Other equity	124527	123609
	Equity attributable to the owners of the Company	125284	124365
	Non-controlling interest	-	-
	Total equity	125284	124365
	Liabilities		
	Non-current liabilities		
	a) Financial liabilities		
	(i) Borrowings	31966	20379
	(ia) Lease liabilities	20301	1283
	(ii) Other financial liabilities	22	19
	b) Provisions	3776	3278
	c) Deferred tax liabilities (net)	6784	10145
	d) Other non-current liabilities	-	28
	Total non-current liabilities	62849	35132
	Current liabilities		
	a) Financial liabilities		
	(i) Borrowings	22816	20366
	(ia) Lease liabilities	2517	1166
	(ii) Trade payables		
	Total outstanding dues of micro enterprises and small enterprises; and	2069	2203
	Total outstanding dues of creditors other than micro enterprises and small enterprises	37174	31655
	(iii) Other financial liabilities	15093	14122
	b) Other current liabilities	3621	3697
	c) Provisions	2708	3539
	d) Current tax liabilities (net)	193	193
	Total current liabilities	86191	76941
	TOTAL EQUITY AND LIABILITIES	274324	236438

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CK BIRLA GROUP

STATEMENT OF CONSOLIDATED CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2024

INR in lacs

Particulars	For the year ended	
	31.03.2024	31.03.2023
	Audited	Audited
A Cash flows from operating activities		
Profit for the period (before tax)	3554	11673
Adjustments for:		
Depreciation and amortisation expense	12001	11077
Rental income from investment property	(560)	(498)
Provision for impairment of receivables, advances and other assets, net	(173)	167
Liabilities no longer required written back	(440)	(96)
Bad debts written off	636	-
Net loss on sale of property, plant and equipment	162	183
Foreign exchange fluctuations, net	(3)	(11)
Gain on sale of non-current assets held for sale	(3721)	-
Share of loss of equity accounted investee	58	119
Financial assets measured at FVTPL-net change in fair value	1182	(356)
Gain on sale of current investments net	(34)	(79)
Employee share based payment expense / (reversal)	348	(106)
Finance costs	3536	1957
Interest income	(166)	(89)
Interest income on income-tax refund	-	(505)
Government grant	(85)	(85)
Operating profit before working capital adjustments	16295	23351
Working capital adjustments:		
(Increase) / decrease in inventories	(2855)	3283
Increase in trade receivables	(3037)	(1784)
Decrease / (increase) in other financial assets	4312	(3000)
Decrease / (increase) in other assets	1149	(1893)
Increase / (decrease) in trade payables	5300	(3118)
Increase / (decrease) in other financial liabilities	1106	(2459)
(Decrease) / increase in provisions	(507)	41
(Decrease) / increase in other liabilities	(574)	654
Cash generated from operating activities	21189	15075
Income-tax paid (net of refund)	(3859)	(1874)
Net cash from operating activities (A)	17330	13201
B Cash flows from investing activities		
Acquisition of property, plant and equipment	(11443)	(13255)
Proceeds from sale of property, plant and equipment	36	40
Proceeds from sale of non-current assets held for sale	3757	-
Advance for sale of non-current asset held for sale	830	-
Acquisition of business	-	(3628)
Proceeds from sale of mutual funds	10530	29028
Purchase of mutual funds	(20699)	(28949)
Interest received	156	141
Bank balances not considered as cash and cash equivalents (net)	(5)	1043
Loans given	-	(2684)
Rent received from long-term investment in properties	560	498
Net cash used in investing activities (B)	(16278)	(17766)
C Cash flows from financing activities*		
Repayment of long-term borrowings	(23152)	(5657)
Receipts of long-term borrowings	34540	6762
Receipts of short-term borrowings (net)	2426	10625
Finance costs	(3345)	(1595)
Interest on lease liabilities	(93)	(102)
Repayment of lease liabilities	(1223)	(1232)
Proceeds from issue of share capital	41	292
Dividend paid on equity shares	(3021)	(4884)
Net cash generated from financing activities (C)	6173	4209
Net increase / (decrease) in cash and cash equivalents (A+B+C)	7225	(356)
Cash and cash equivalents at the beginning of the year	6197	6214
Effect of changes in foreign currency fluctuation on cash and cash equivalents	37	339
Cash and cash equivalents at the end of the year	13459	6197

* Changes in liabilities arising from financing activities:

INR in lacs

Particulars	As at	Cash flow changes	Non-cash changes	As at
	01 April 2023			31 March 2024
Long-term borrowings	24159	11388	321	35868
Short-term borrowings	16586	2426	(98)	18914
Lease liabilities	2449	(1316)	21685	22818

Particulars	As at	Cash flow changes	Non-cash changes	As at
	01 April 2022			31 March 2023
Long-term borrowings	22898	1105	156	24159
Short-term borrowings	5869	10625	92	16586
Lease liabilities	2502	(1334)	1281	2449

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SEGMENT WISE REVENUE, RESULTS, ASSETS AND LIABILITIES

INR in lacs

Sl. No.	Particulars	Quarter ended			Year ended	
		31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
		Audited (refer note 6)	Unaudited	Audited (refer note 6)	Audited	Audited
1	Segment revenue (Revenue / Income from segments)					
(a)	Roofing Solutions (refer note 9)	25499	22682	24619	114706	109530
(b)	Building Solutions	14563	13765	13263	54522	50986
(c)	Polymer Solutions (refer note 9)	13271	14429	13273	53538	54633
(d)	Flooring Solutions	31791	27507	35133	114432	132402
(e)	Others	142	114	103	666	675
	Total	85266	78497	86391	337864	348226
	Less: Inter-segment revenue	65	73	64	367	330
	Total Revenue / Income	85201	78424	86327	337497	347896
2	Segment results					
	Profit before tax from segments					
(a)	Roofing Solutions (refer note 9)	2215	1640	1659	13594	16925
(b)	Building Solutions	931	378	921	2685	4598
(c)	Polymer Solutions (refer note 9)	(13)	720	1064	1425	(437)
(d)	Flooring Solutions	(543)	(1621)	(1496)	(8814)	(4017)
(e)	Others	64	29	94	461	598
	Total	2654	1146	2242	9351	17667
	Less:					
	i) Interest	338	213	160	791	387
	ii) Other unallocable expenditure net-off unallocable income	2611	1997	1693	5006	5607
	Total profit before tax	(295)	(1064)	389	3554	11673
3	Segment assets					
(a)	Roofing Solutions (refer note 9)	53506	53949	48794	53506	48794
(b)	Building Solutions	44253	44000	39901	44253	39901
(c)	Polymer Solutions (refer note 9)	27437	28414	28646	27437	28646
(d)	Flooring Solutions	120739	102202	105897	120739	105897
(e)	Others	2870	2980	3179	2870	3179
(f)	Unallocated	25519	9278	10021	25519	10021
	Total assets	274324	240823	236438	274324	236438
4	Segment liabilities					
(a)	Roofing Solutions (refer note 9)	18249	20106	19224	18249	19224
(b)	Building Solutions	9460	9759	10152	9460	10152
(c)	Polymer Solutions (refer note 9)	8791	8352	8190	8791	8190
(d)	Flooring Solutions	72919	52891	55904	72919	55904
(e)	Others	143	162	269	143	269
(f)	Unallocated	39478	22242	18334	39478	18334
	Total liabilities	149040	113512	112073	149040	112073



Notes:

- The financial results of HIL Limited ("the Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), and its joint venture have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with the relevant rules thereunder and in terms of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The above results for the quarter and year ended 31 March 2024 were reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on 07 May 2024. The statutory auditors have expressed an unmodified review opinion on these results.
- The Board of Directors of the Company have recommended a final dividend of INR 22.50 per share (225%) on 07 May 2024 for the financial year ended 31 March 2024. This, together with an interim dividend of INR 15.00 per share (150%) declared in the previous quarter, the total dividend for the financial year ended 31 March 2024 works out to INR 37.50 per share (375%) on Equity Shares of INR 10 each. Final dividend is subject to approval of shareholders.
- Current tax for the year ended 31 March 2023 includes reversal of income-tax expense of earlier years amounting to INR 837.07 lacs on account of receipt of assessment orders from Income Tax Appellate Tribunal.
- The Company in financial year 1979-80 had invested in Supercor Industries Limited, Nigeria ("Supercor"). Supercor suspended its operations from November 2015 and closed its offices because of which it has not prepared any financial statements since then. Therefore, the Company has been unable to incorporate the requisite financial information, if any, of Supercor in its consolidated financial statements as required under Section 129(3) of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company's investment in Supercor as at 31 March 2024 amounts to INR NIL (31 March 2023: INR NIL), after considering the provision for diminution in value of investments amounting to INR 143 lacs (31 March 2023: INR 143 lacs). On the basis of the request filed by the Company in earlier years, an intimation was received from Reserve Bank of India for suspension of the Unique Identification Number allotted to Supercor.
- The consolidated figures for the quarters ended 31 March 2024 and 31 March 2023 are the balancing figures between audited consolidated figures in respect of the full financial years and the published audited year to date consolidated figures upto the third quarter of the respective financial years. Also, the consolidated figures upto the end of the third quarter were only reviewed and not subjected to audit.
- The audited standalone financial results, for the quarter and year ended 31 March 2024 can be viewed on the websites of the Company, National Stock Exchange of India Limited (NSE) and BSE Ltd (BSE) at www.hil.in, www.nseindia.com and www.bseindia.com respectively. Information of audited standalone financial results of the Company in terms of Regulation 47(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as under:

Particulars	INR in lacs				
	Quarter ended			Year ended	
	31.03.2024	31.12.2023	31.03.2023	31.03.2024	31.03.2023
	Audited	Unaudited	Audited	Audited	Audited
Revenue from operations	53410	50932	51194	223085	215521
Profit before tax (including exceptional items)	521	841	2050	13303	16368
Profit for the period / year after tax	406	672	1491	10298	13010
Other comprehensive (loss) / income for the period / year	(22)	-	(41)	(14)	88
Total comprehensive income for the period / year	384	672	1450	10284	13098

- During the year ended 31 March 2023, the Company received demands from Goods and Services Tax Department, Government of Tamil Nadu, Chennai amounting to INR 7160 lacs for the period 01 July 2017 to 31 August 2022, with regards to HSN (Harmonized System Nomenclature) Classification code of one of the products sold by the Company. The Company challenged the said Orders by filing Appeals before Deputy Commissioner (Appeals), Chennai. Aggrieved by the order of the Appellate Authority confirming the demand, the Company has challenged the said Orders in the Honourable High Court of Madras by filing writ petition. Further, during the current year, a demand for an amount of INR 470 lacs was received by the Company from Goods and Services Tax Department, Government of Tamil Nadu, Chennai on this matter for the period 01 September 2022 to 31 March 2023. As on 31 March 2024, the Company has considered the aforesaid amount of INR 7630 lacs as a Contingent Liability.
- During the year ended 31 March 2024, Construction Chemicals business has been moved from Roofing Solutions to Polymer Solutions in view of the high synergy seen in the retail space for these products. Accordingly, Chief Operating Decision Maker (CODM) started reviewing the business performance of Construction chemicals business along with Polymer Solutions. Hence, the Company has changed its operating segments and has restated previously reported information to conform to current period presentation.
- Certain assets of the Company classified under Assets held for sale category have been sold during the year ended 31 March 2024. Profit arising on such sale amounting to INR 3721 lacs for the year ended 31 March 2024 is presented as an Exceptional item in the above results.
- Pursuant to the HIL Limited Employee Stock Option Scheme 2023, the Nomination and Remuneration Committee has approved the grant of 56054 options during the quarter ended 30 September 2023 and 9602 stock options during the quarter ended 31 December 2023 to eligible employees. These options are accounted at fair value by the Company based on the valuation report from an independent valuer.
- The remuneration paid / payable by the Company to its Managing Director and Chief Executive Officer during the current year is INR 854.11 lacs. The limit on such remuneration prescribed under Section 197 read with Schedule V to the Companies Act, 2013 ("the Act") is INR 578.39 lacs. The excess remuneration is primarily attributable to the value of performance incentive and long-term cash incentive payable to the Managing Director and Chief executive officer for the current year. The Company is in the process of obtaining approval from its shareholders at the forthcoming Annual General Meeting for the same by way of special resolution in accordance with the requirements of the Act. As per management's assessment, the approval from shareholders for excess remuneration is probable.



Notes: (Continued)

13 The Company has entered into a Share subscription and purchase agreement dated 11 March 2024 with Crestia Polytech Private Limited for subscription and purchase of the shares of Crestia Polytech Private Limited, Topline Industries Private Limited, Aditya Polytechnic Private Limited, Sainath Polymers and Aditya Industries (collectively referred to as "Crestia and its group entities"). Subsequent to the year ended 31 March 2024, the Company has acquired 100% stake in Crestia Polytech Private Limited, Topline Industries Private Limited, Aditya Polytechnic Private Limited and Prabhu Sainath Polymers Private Limited by investing INR 15844.71 lacs. The acquisition was completed on 05 April 2024 subject to the conditions specified in the agreement by the respective parties and the Company has acquired control by way of acquisition of shares. However, the acquisition of Aditya Industries has not been completed since the conversion of said partnership firm into private limited company is under process and the acquisition will be completed once the conversion is occurred. This transaction was approved by the Board of Directors in their meeting held on 11 March 2024. The acquisition is expected to achieve synergy by integrating the acquired assets into the Company's existing Polymer Solutions segment business and help in exploring untapped geographies.

The Company is in the process of completing the purchase price allocation for the aforesaid acquisitions. The Company has incurred acquisition-related costs of INR 603.90 lacs on legal fees, due diligence costs and other professional fees. These costs have been included in "other expenses" in the above results.

14 During the quarter ended 31 March 2024, the Company has identified and reclassified certain material for consumption in the production of finished goods amounting to INR 3226.19 lacs which was initially purchased for trading purposes.

Place: New Delhi
Date: 07 May 2024



By order of the Board,

Akshat Seth

Akshat Seth
Managing Director and
Chief Executive Officer
DIN: 10039820