

July 29, 2023

1.	National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra - Kurla Complex Bandra (E), Mumbai – 400 051 Scrip Code: EVERESTIND	2.	BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Tower Dalal Street, Mumbai - 400 001 Scrip Code No: 508906
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Sub.: Annual Report for FY 2022-23 along with Notice of 90th Annual General Meeting of the Company to be held on August 22, 2023 through VC/OAVM

Dear Sir/Madam,

We refer to our intimation to the stock exchanges on July 17, 2023 intimating that the Ninetieth (90th) Annual General Meeting (AGM) of Everest Industries Limited ("the Company") will be held on Tuesday, August 22, 2023 at 3:00 p.m. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

In continuation to the aforesaid intimation and pursuant to Regulations 30, 34 and any other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Annual Report for the Financial Year 2022-23 along with the Notice of 90th AGM. The said Annual Report along with Notice of AGM is also available on the website of the Company at www.everestind.com. The web-link to access the same is given below:

Annual Report for the FY 2022-23 including Notice of AGM:

<https://www.everestind.com/public/storage/annual-reports/July2023/ltGxPn7cAEP1X7DHLByN.pdf>

The Company is providing remote e-voting & e-voting at AGM facility to the members through electronic voting platform of National Securities Depository Limited (NSDL). The facility of joining the AGM is also provided through NSDL platform. Members holding shares either in physical form or dematerialized form as on cut-off date i.e. August 15, 2023 may cast their votes electronically on the resolutions included in the Notice of 90th AGM. The remote e-voting shall commence from Friday, August 18, 2023 (9.00 a.m. IST) and end on Monday, August 21, 2023 (5.00 p.m. IST).

Kindly take same on record.

Thanking you,

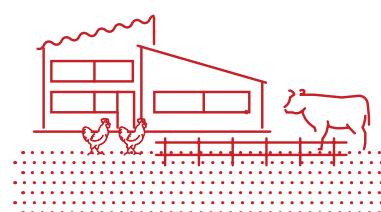
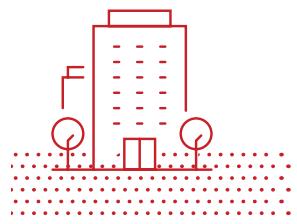
Yours faithfully,

For Everest Industries Limited

Amruta Avasare
Company Secretary & Compliance Officer
Membership No.: A18844

Encl.: A/a

Reimagination in Action



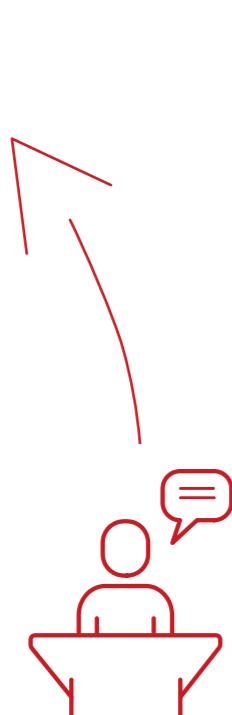
ANNUAL REPORT 2022-23

everest

Improving
People's Lives
by Reimagining
Spaces.



FOREWORD



We have made statements in this annual report, about our activities during the year and performance, including key financial and operational information about the Company. Information pertaining to future goals and objectives covers implementation of business strategies by the management, based on certain assumptions and trends. Hence this annual report makes disclosures and contains certain forward-looking statements that set out anticipated results, to enable investors to discern our prospects and make informed investment decisions.

We have tried wherever possible to identify such statements by using words such as "anticipate", "estimate", "expect", "project", "intend", "believe", "make", "contain" and words of similar substance pertaining to any discussion of future performance. We cannot, however, guarantee that these forward-looking statements will be realized, although we believe we have been prudent in our assumptions. The achievement of results, as anticipated, is subject to risks, uncertainties and even inaccurate assumptions. Actual results could vary materially from those projected, in case risks, known or unknown, or uncertainties materialize, or even if the underlying assumptions prove inaccurate. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events, or otherwise.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Anant Talaulicar
Non-Executive Chairman
Ms. Padmini Sekhsaria
Vice Chairperson
Mr. Alok Nanda
Independent Director
Mr. B. L. Taparia
Independent Director
Ms. Bhavna Doshi
Independent Director
Mr. M. L. Gupta
Independent Director
Mr. Rajendra Chitale
Independent Director
Mr. Rajesh Joshi
Managing Director & CEO

COMPANY SECRETARY

Ms. Amruta Avasare

AUDITORS

M/s. S. R. Batliboi & Co. LLP

BANKERS

Axis Bank
HDFC Bank
ICICI Bank
Kotak Mahindra Bank
State Bank of India
Yes Bank

REGISTERED OFFICE

Everest Industries Limited
GAT No. 152
Lakhmapur Taluka Dindori
Nashik - 422 202 Maharashtra

REGISTRAR AND SHARE TRANSFER AGENTS

MCS Share Transfer Agent Limited
3B3, 3rd Floor, B-Wing,
Gudecha Onclave Premises Co-op. Society Ltd.
Kherani Road, Saki Naka,
Andheri (E), Mumbai - 400 072

BOARD OF DIRECTORS

INDEPENDENCE

- 1 Executive
- 1 Non-executive Non-Independent
- 6 Non-Executive Independent

COMMITTEES

We have instituted various committees to advise the board that provide the benefit of strong accountability.

- Audit Committee
- Stakeholder Relationship Committee
- ▲ Nomination & Remuneration Committee
- ◆ Corporate Social Responsibility Committee
- ◆ Banking Facility Committee
- ◆ Risk Management Committee
- Chairperson
- Member



Anant Talaunicar ■ ▲ ◆ / ■
Non Executive Chairman



Padmini Sekhsaria ▲ ● ■
Vice Chairperson



B. L. Taparia ■ ● ▲ ◆ / ■
Independent Director



Bhavna Doshi ■ ▲ ■
Independent Director



Rajendra Chitale ■ / ■
Independent Director



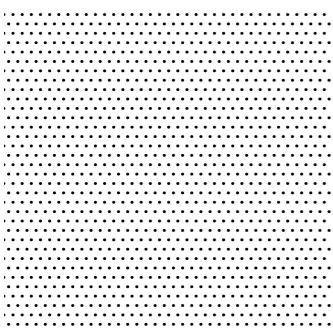
Alok Nanda ■
Independent Director



M. L. Gupta ■ ● ▲ ◆ / ■
Independent Director



Rajesh Joshi ■ ● ◆ / ■
Managing Director & CEO



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hand-held device



To read this report online or
to download please log on to
www.everestind.com

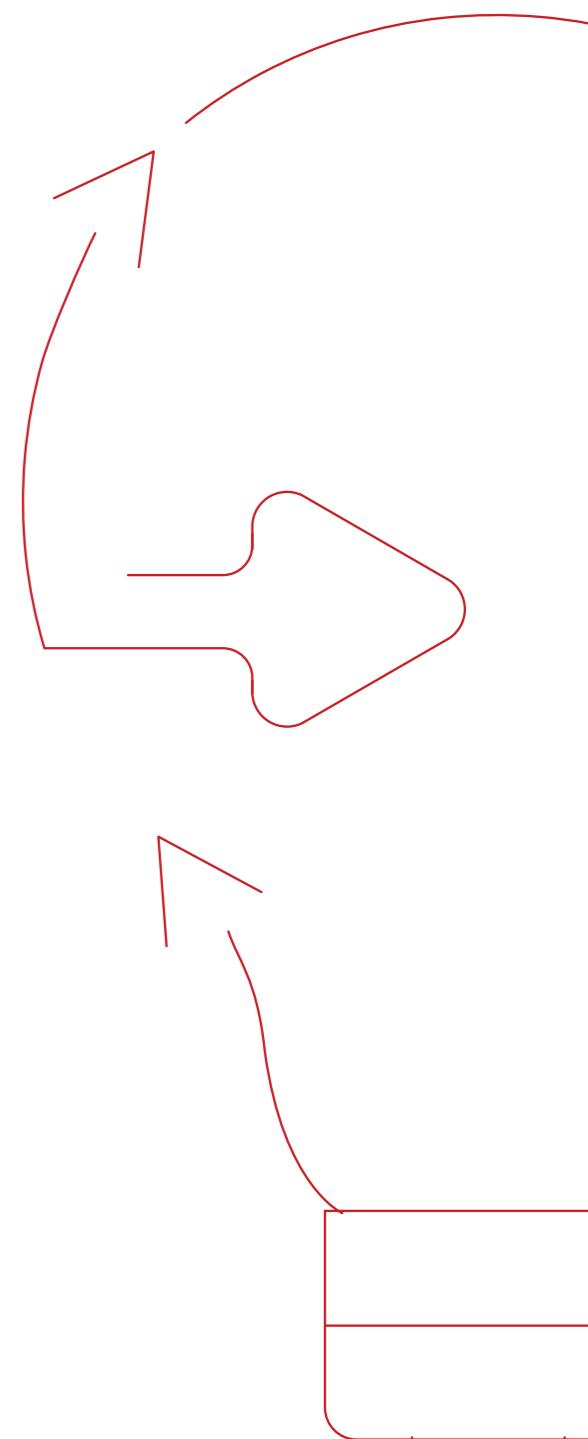
Reimagination in Action

With a rich legacy as a leading provider of building materials and driven by our relentless pursuit of excellence and transformative growth, we continue our journey to 'Improve People's Lives by Reimagining Spaces'.

Our Roofing business remains resolute, reflecting our unwavering commitment and stellar reputation in the market. Boards & Panels, our new-age division delights with its diverse solutions. We stand on the cusp of introducing new products and textures, guided by valuable market insights, as we strive to establish an aspirational and design-first brand. In a remarkable turnaround, our Pre-Engineered Buildings business is flourishing, having secured projects with top blue-chip companies.

Our dedicated R&D team tirelessly innovates to launch new products and enhance existing ones. Embracing technological interventions, we offer swift and efficient solutions while valuing the voices of our employees. Together, we shape the future, listening, learning and envisioning new possibilities.

**Join us as we embrace the spirit of
"Reimagination in Action", empowering lives
and building a future defined by sustainable,
cutting-edge solutions.**



CHAIRMAN'S MESSAGE

Positive economic sentiment in India is supported by a robust pipeline of infrastructure projects and the government's pragmatic policies, such as the production-linked incentive scheme. There is a revival of the Capex cycle. Foreign direct investment flows have remained strong. The burden of non-performing assets in the banking sector seems to have peaked and is now easing.

Dear Shareholders,

I am happy to present the annual report for the fiscal year 2022-2023, which showcases the significant strides our Company has taken towards realizing its vision of 'Improving People's Lives by Reimagining Spaces.' This year, we have taken substantial measures to embed our core values of Respect, Excellence and Integrity deep within the DNA of our organization through various employee engagement activities. Additionally, we have embraced the Six Sigma approach as our primary means of driving systematic improvements across all functions and businesses.

To enhance our operational efficiency, we have successfully transitioned to state-of-the-art global ERP, CRM and HRM systems. Furthermore, we have embarked on two major greenfield expansions, reflecting our commitment to growth and innovation. I am pleased to share that our top-level leadership is stable, well-established and provides a strong foundation for our future endeavours.



Our Boards & Panels business achieved a ten-year high in sales through innovation and market expansion. Our Pre-Engineered Buildings business made a remarkable turnaround by focusing on creating value for large marquee customers through on-time execution.

The profitable growth of our Boards & Panels business has been remarkable, solidifying our position as a preferred provider in the marketplace. We have achieved record-breaking revenues and profitability, a testament to our market leadership in a growing industry. Similarly, our Pre-Engineered Buildings business has experienced a successful turnaround, delivering exceptional top and bottom line results while demonstrating significant potential to attain market leadership. While our Roofing business experienced growth, we faced challenges due to substantial inflation in input raw material costs, which had a significant impact on profitability. However, we are taking decisive actions to address this issue by introducing new and differentiated products and enhancing cost efficiencies. We anticipate that these measures will yield positive outcomes in the upcoming fiscal year.

Looking ahead, the Indian economy continues to shine as a bright spot, despite the global economic landscape

characterized by tepid growth, inflationary pressures, rising interest rates and geopolitical tensions such as the Russia-Ukraine conflict. In India, the government's concerted efforts to stimulate growth through infrastructure investments, the Production Linked Incentive scheme and tax rate reductions provide a favorable macro environment. We are confident that our Company is well-positioned to maximize the advantages presented by this positive economic climate.

I would like to extend my heartfelt gratitude to all our stakeholders and partners for their unwavering support. The progress we have achieved in realizing our vision and strategy in a sustainable manner would not have been possible without the contributions of our diverse management team and dedicated employees. Finally, I want to express my sincerest appreciation to our shareholders for their trust and confidence in us.

Anant Talaubicar

MD & CEO'S MESSAGE



In the face of global challenges, Everest Industries Limited has emerged as a beacon of resilience and resolve. We have overcome adversities, capitalized on opportunities and delivered value to our customers. Our commitment to our core values and sustainability has positioned us as a trusted leader in the building products industry. As we look ahead, we see immense growth potential in the Indian economy. All our three businesses - Roofing, Boards & Panels and Pre-Engineered Steel Buildings, are well positioned to exploit these opportunities. Together with our resolute team and committed partners, we are poised to scale greater heights. Thank you for your unwavering support on our journey of 'Improving People's Lives by Reimagining Spaces.'

Rajesh Joshi

Managing Director & CEO

A JOURNEY OF INNOVATION AND TRANSFORMATION

1934

Incorporation as an asbestos roofing company

1978

Equity listed publicly

1982

Established R&D Center, Bangalore

1994

Introduced non-asbestos roofing sheets and fibre cement boards

2008

Established Pre-Engineered Building (PEB) Division

2006

Launched Rapicon Walls (Solid Wall Panels)

2005

Introduced Hi-Tech roofing with HIPP technology

2003

Initiated exports of boards

2009

Launched Cement Planks & Smart Steel Buildings

2011

Launched Metal Roofing Sheets

2012

Awarded with the Limca Book of Records for fastest construction in India

2016

Emerged as one of the largest PEB companies in India

2023

Launched new brand architecture for Boards & Panels

2022

Everest has a new home in Andheri, Mumbai

2020

Rebranding of Everest with new positioning of REIMAGINE

2018

Launched premium Arte Series with Artewood

2017

Launched India's first colored Cement Roofing Sheet 'Everest Supercolour'



Roofing Overview

Durable &
Dependable



Roofing solutions with
Everest Supercolour

Community Hall in Boisar, Maharashtra
Area: 2400 sq ft.

BUSINESS IN ACTION

Everest has established itself as a leading innovator in the roofing industry in India. We have pioneered cutting-edge roofing products that serve clients in residential, commercial and industrial sectors and provide a perfect balance of durability, sustainability, affordability and aesthetics.

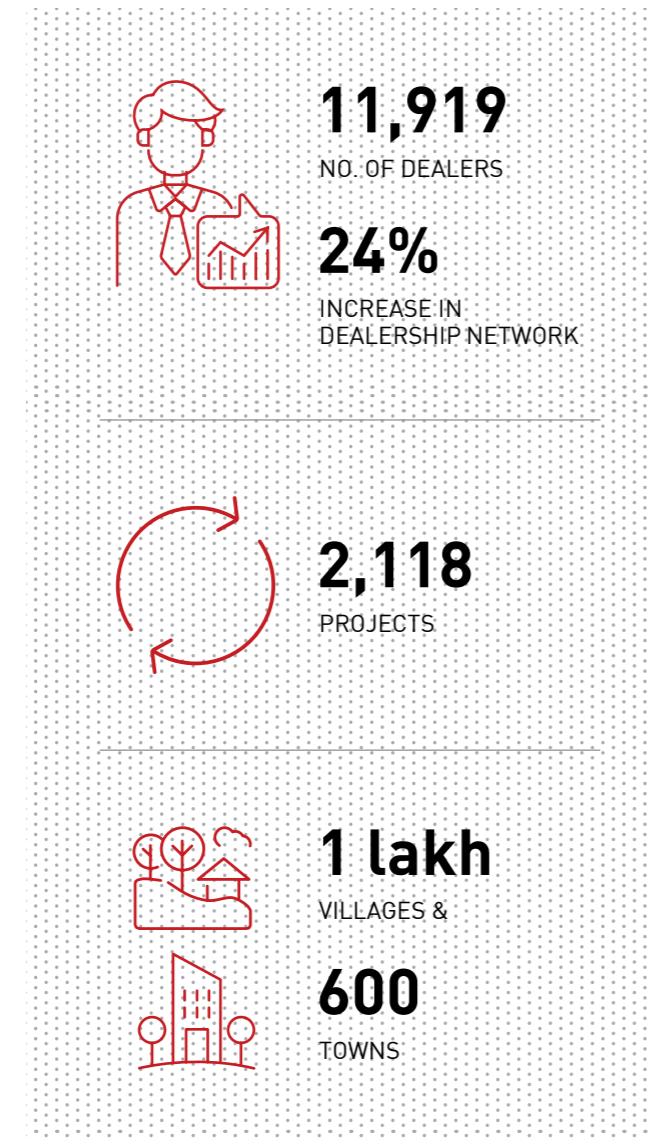
With six state-of-the-art manufacturing plants strategically located across the country, we ensure efficient production and on-time delivery. Our extensive distribution network spans over **1 lakh villages and 600 towns**, making Everest a trusted and recognizable Indian brand synonymous with roofing solutions.

 The roofing business performed well during the financial year. Despite pressure on profitability and subdued demand in a few key markets, the business was able to grow and gain marginal market share. The business did see cost escalation pressures in raw materials and manufacturing costs. Our back-end team is working on cost-reduction measures and improving operational efficiency.

Everest is an iconic brand in fibre cement roofing solutions and has earned the trust of our consumers and business partners through its 89 years of existence. Our focus is to understand the needs and aspirations of our consumers and provide innovative products and solutions.

We are committed to provide best-in-class products and services to our customers by continually focusing on areas like product improvement, digitalization, improved consumer buying experience and product availability.

Mr. Rajat
Marketing Head - Roofing



PRODUCT OFFERINGS

Fibre Cement Roofs

Supercolour

Hi-Tech

EPDM washer

The Company's strong commitment to quality translates into standardization of production processes across its manufacturing plants that conform to ISO 9001 standards

OUR TOP CLIENTELE



MARKETING IN ACTION



Scan the code and watch us on Youtube.
www.youtube.com/@everestroofing1934

Launched 'Everest Hi-Fliers', 'Ladies First', and 'Young Champion' awards to strengthen partner relationships

Introduced Roofer Loyalty program in key markets to reinforce influencer relationships

Leveraging digital media to reach and engage with wider audience

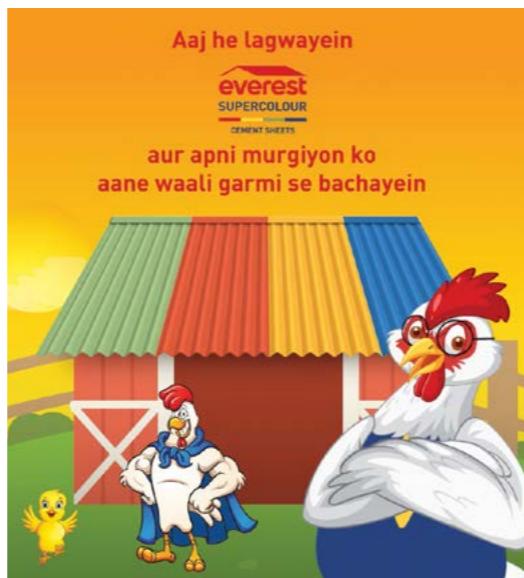
Successfully launched "Rang De India" and "Ande Ka Funda" digital campaigns

BTL activities "Waah Yeh Ghar Kiska Hai" focused on end customers, influencers and network partners in 'Project Baaz'

Conducted four 'Poultry Hub' self-development workshops for poultry farmers in Maharashtra and West Bengal

Participated in 5 major poultry expos across the country

Secondary demand generation at hyperlocal farm fairs like Krish, Agri and other melas

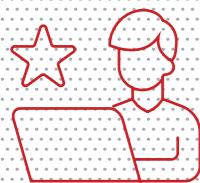
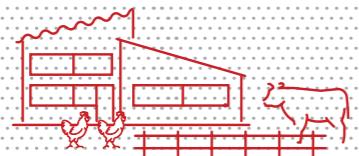


Launch of Everest roofer club

Conducted dealer meetings and carpenter training programs

Brand promotion in strategic markets through hoardings, cinema screens and van branding

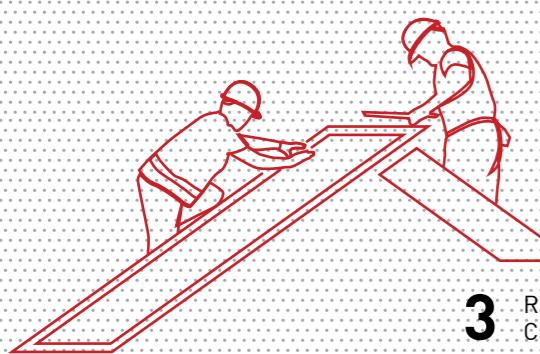


Building Relationships**KEY MARKETING STATISTICS****7,944,008**SOCIAL MEDIA
IMPRESSIONS**4**

POULTRY HUBS

**5**

POULTRY EXPOS

**3**
ROOFER
CLUBSWEST, BENGAL, ORISSA
AND MAHARASHTRA**140%**INCREASE IN
FACEBOOK REACH**15.2%**ENGAGEMENT RATE ON
FACEBOOK**CUSTOMER SPEAK**

#KAHANIKHUSHIYONKI

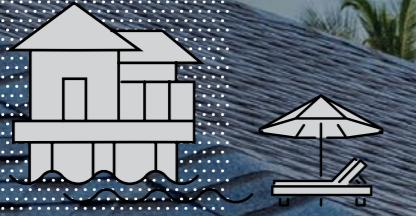


We are happy that Everest could bring peace, calm and happiness to the life of Prakash from Nammakal by helping him build his dream home. With water-repellent & anti-fungal properties, our cement sheets were the perfect fit for building a sustainable home for his family.



Nanasaheb Dhumal & his family needed to upgrade & offer better shelter for their cows. Everest Supercolor cement sheets helped them reduce temperature and health related risks that the cows had been facing over many years.

Scan to
know more



Boards & Panels Business

Versatile yet aesthetic

Façade with Everest
ArteSeries | Cement
Wood Plank

Sandbanks Resort, Goa



BUSINESS IN ACTION

Everest is the leading manufacturer of fibre cement boards in India. These products are asbestos-free and sustainable besides being durable and resistant to moisture, impact and fire. Being sturdy and adaptable, these boards are ideal for a variety of applications such as building drywalls, partitions, false ceilings and mezzanine flooring and cladding and facades for interiors and exteriors. These boards outperform alternate products in this category specifically in wet areas and exterior use. The Company's strong commitment to quality translates into standardization of production processes across its two manufacturing plants at Nashik and Bhagwanpur that conform to IS14862 standards.

Being sleek and modular, our products occupy less space and are easier to install, thus helping to reduce the construction period. With the use of dry construction technology that requires no water, we can save up to 340 liters of water per square feet that causes 30% lesser construction pollution. Moreover, when design layout or spaces need to be altered, nearly 70% of the materials can be salvaged, thereby reducing construction wastage and debris.

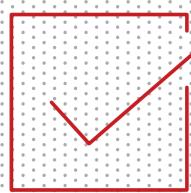


32

FOCUS
MARKETS

5000+

PROJECTS



**MARQUEE
PROJECTS**

425 MT

LIFE MISSION
KERALA

600 MT

RUSTOMJEE
CROWN

1200 MT

INDIA INTERNATIONAL
CONVENTION AND
EXPO CENTER

791 MT

TATA MINES

350MT

PALAIS ROYALE

100 MT

NEW PARLIAMENT
HOUSE

712 MT

TATA MEMORIAL
CANCER HOSPITALS,
ASSAM

1346 MT

SIKKIM UNIVERSITY

813 MT

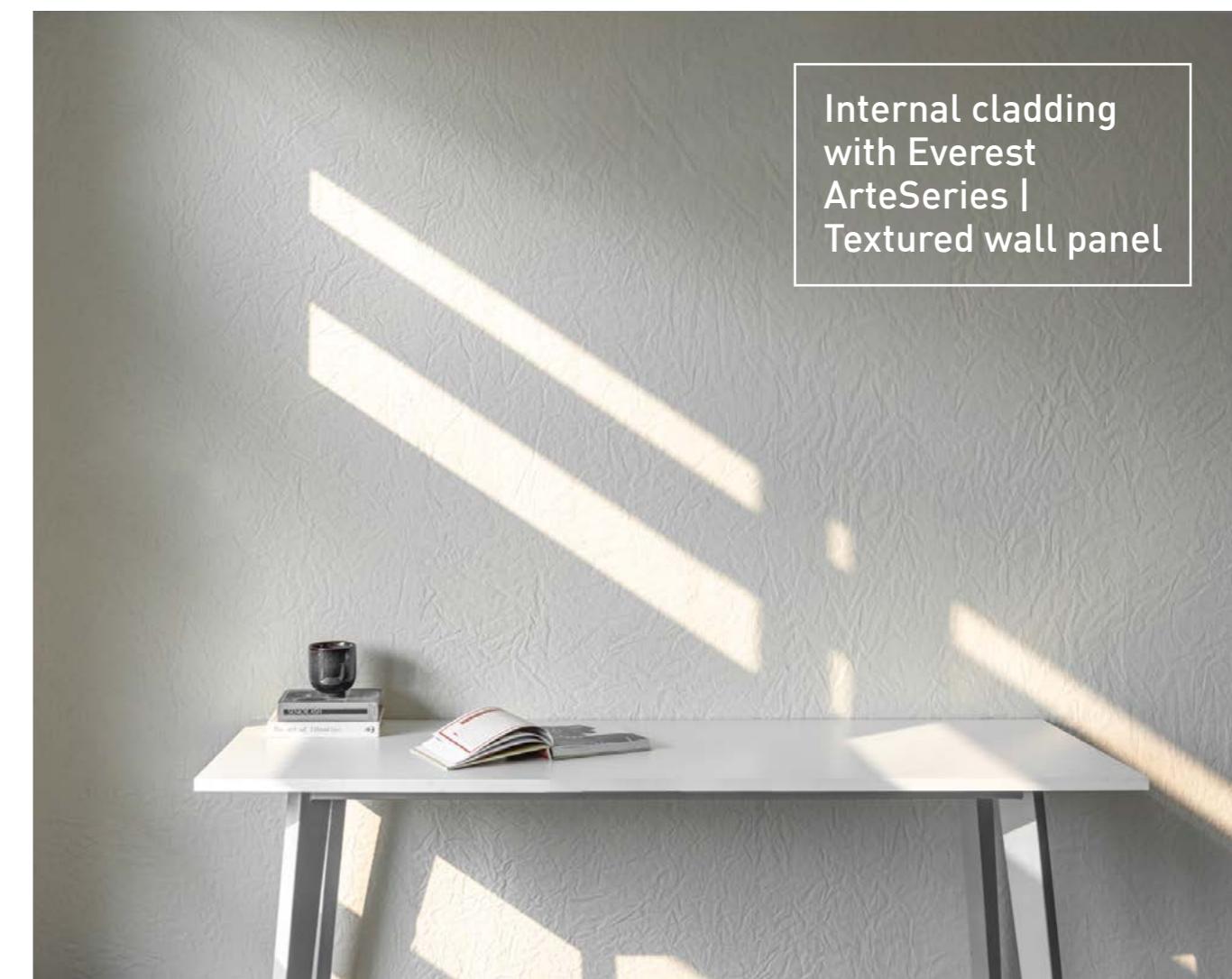
DELHI COVID
HOSPITALS

945 MT

NHAI

1978 MT

JEPC SCHOOL PROJECTS,
JHARKHAND



**Internal cladding
with Everest
ArteSeries I
Textured wall panel**

At Everest, the Boards & Panels division is continually innovating to develop value added products that fulfil the customer's unmet demands. This year witnessed the launch of some outstanding products like DuraPro-A, a board which is ideal for exterior walls and wet areas. We also introduced ColourClad—a high performance pigmented cladding solution for high rise buildings and Bioclean—anti-microbial clean room ceilings particularly for data centers, healthcare, pharma and food industries with high hygiene standards. Further, following a well-researched market study with architects and designers, we developed nature-inspired contemporary modern designs for our existing range of textured ceilings and wall linings. These products have served to position Everest Boards in the aspirational range.

OUR TOP CLIENTELE





PRODUCT OFFERINGS

Everest caters to the changing needs of modern-day architecture, through its dynamic product line. These are advanced green products made of portland cement, silica, fly ash and cellulose. These materials are light, durable and termite proof. Our products are GreenPro certified and can help earn four LEED points and 6-23 GRIHA points that benefits our clients.

SUPERHD

HEAVY DUTY BOARD
FOR EXTERIORS AND
WET AREAS

COLOURCLAD

TYPE A BOARDS FOR
EXTERIORS

DURAPRO

TYPE A BOARDS FOR
EXTERIORS

MULTIPRO

FOR INTERIOR
SOLUTIONS

BIOCLEAN

ANTIMICROBIAL
CLEANROOM:
CEILINGS

DURACEIL

GRID CEILING
BOARDS

ARTESERIES

DESIGNER CEILINGS,
PLANKS & TEXTURED
WALL PANELS

RAPICON PANELS

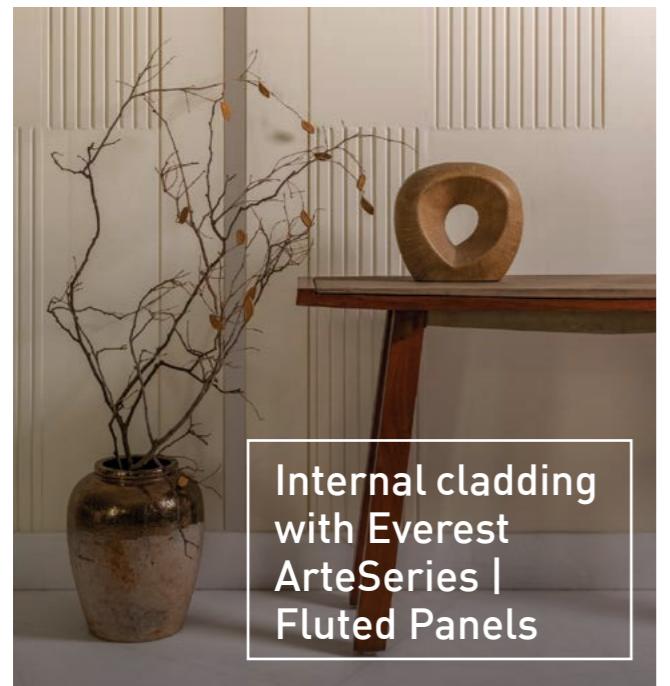
READY TO USE
WALLS

FLEXIBOND

JOINTING COMPOUND

METAL FRAMES

AND ACCESSORIES
FOR SYSTEMS



This year has been about optimal utilization of our capacity and choosing the right geographies to sell. We have moved up the value chain by improving product mix and pushing for adoption of new products and system solutions to bridge the need gap at the customer's end. We also launched a new brand architecture with a focus to promote the umbrella brand 'Everest', to create a singular and unified brand identity for the organization. The proposed brand architecture is flexible to address all current and anticipated branding situations, besides strengthening brand recall value for premium positioning. Our continual synergy with architects, designers and specifiers has ensured increased awareness and utilization of new age sustainable materials by conscious customers.

Ms. Arpita Roy Luthra

Marketing Head, Boards &
Panels



MARKETING IN ACTION

Focus Market Approach for share gain and de-prioritization of low contributing markets

Smart pricing and value addition, to drive substantial growth in net sales price over the previous year

Continued disruptive game plan in Metro markets

Architect and specifier engagement and driving specifications

Propagating new products for value gain to establish Everest Boards in the aspirational range

Focus on modern trade tie ups and premium positioning

Leverage digital medium for brand reach, engagement and leads

Secondary demand generation through contractor training & loyalty program – Neev

Launched three innovative products and five new textures



The new exclusive experience on in Noida

MARKETING SUCCESS

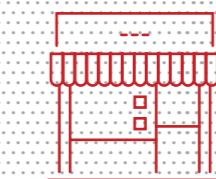


KEY MARKETING STATISTICS



444

REGISTERED CONTRACTORS ON EVEREST-NEEV LOYALTY PROGRAM



10

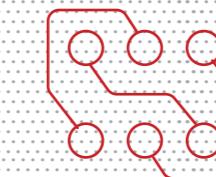
PREMIUM OUTLETS OPENED

ONE INHOUSE EXPERIENCE CENTER IN HO FOR CUSTOMER EXPERIENCE



861

PEHCHAN AND KAUSHAL
ON SITE APPLICATION TRAINING TO CONTRACTOR AND RETAILER COMMUNITY



30MN

DIGITAL REACH
26% ENGAGEMENT RATE



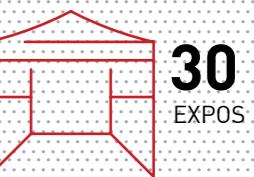
378

SHOP DAYS

7

MEGA BTL

ACTIVITIES FOR INCREASED RETAIL REACH



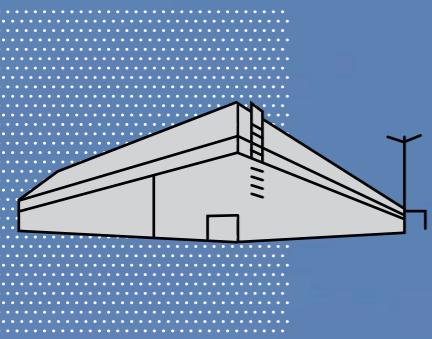
11256

VISITORS ARCHITECT BUILDER AND SPECIFIERS

550

LEADS

Everest Boards won Sustainable Product of the Year and Brand of the Year in the Boards and Laminates category at the 7th Realty+ INEX Excellence Awards 2023.



Pre-Engineered Steel Buildings Overview

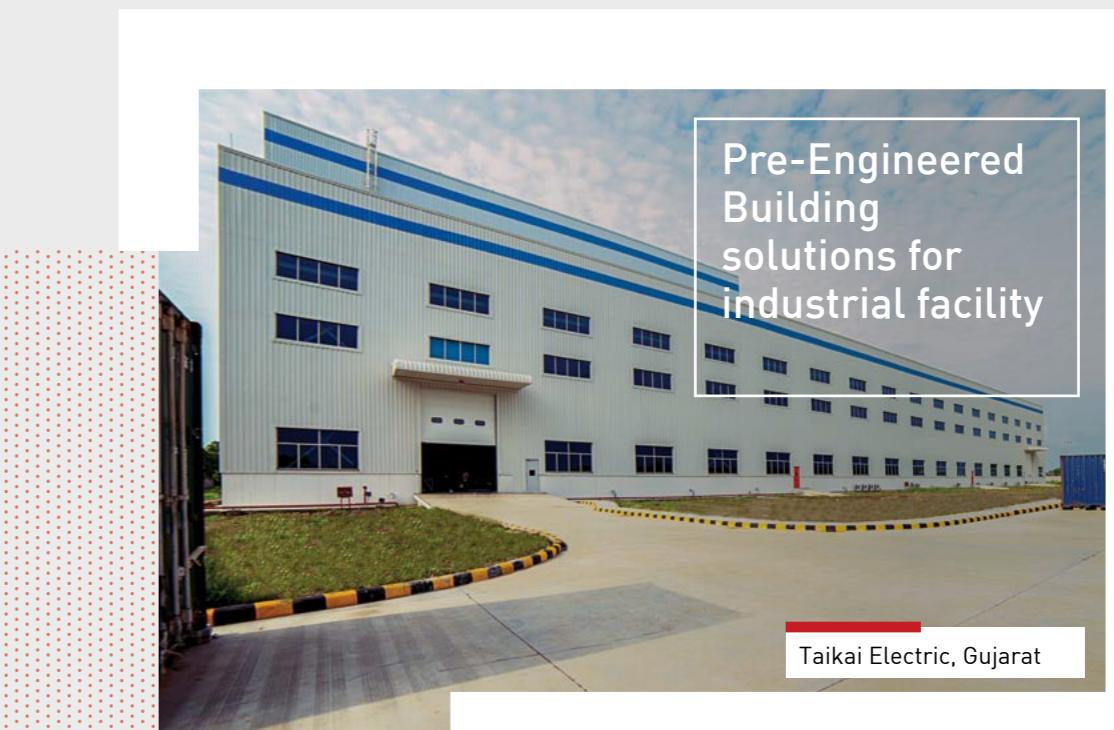
Fortified Fabrications

Grade A warehousing
solution with Pre-
Engineered Steel

Pragati One, Rewari



PEB PROJECT GLIMPSE



BUSINESS IN ACTION

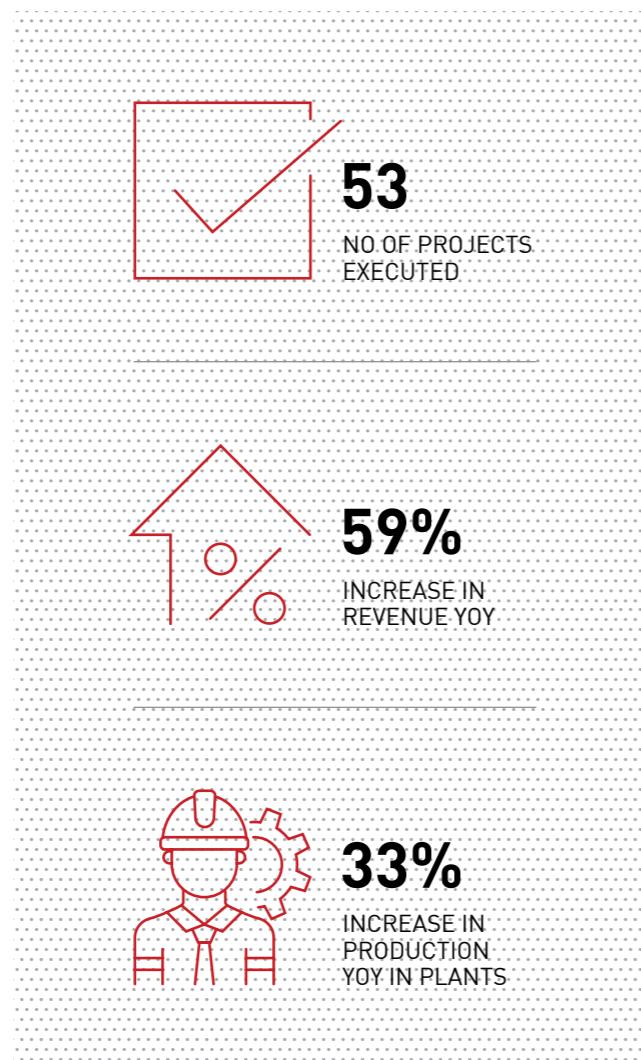
Over the years, Everest has built a reputation for delivering custom-designed and cost-effective Pre-Engineered Steel Buildings that meet the highest quality standards and provide outstanding customer service. Being one of the largest and most comprehensive Pre-Engineered Steel Buildings manufacturers in India, Everest designs, supplies and erects buildings in a wide range of market segments.

Today, we are an established player in this industry with a solid reputation and known for our exceptional services. We are a trusted partner for building world-class steel structures for a wide range of multinational and blue-chip companies. Our solutions are suitable for industrial facilities, warehouses, multi-storey buildings, infrastructure projects, commercial structures and structural steel projects, among others.

Pre-Engineered Steel Buildings business bagged some of the most significant orders in its history from esteemed organizations in the country. These landmark projects serve as testimony of our determination to excel. Additionally, the business experienced a remarkable growth in revenue, reflecting the concerted efforts of our dedicated team. Our ability to deliver superior quality service, coupled with unwavering commitment to meeting project timelines, has positioned us as an industry frontrunner.

As we rejoice in our success during FY 23, we remain steadfast in our commitment to quality service and customer satisfaction. We are poised to seize new opportunities, forge strategic partnerships and continue our upward trajectory in the PEB Industry.

Mr. Gaurav Awasthi
Head - BD & Marketing



INDUSTRY ACCOLADES

Certificate of Appreciation from IFB Refrigeration Ltd., Pune for outstanding performance with zero harm

PRODUCT OFFERINGS

Pre-Engineered Buildings
Structural Steel Solutions

OUR TOP CLIENTELE



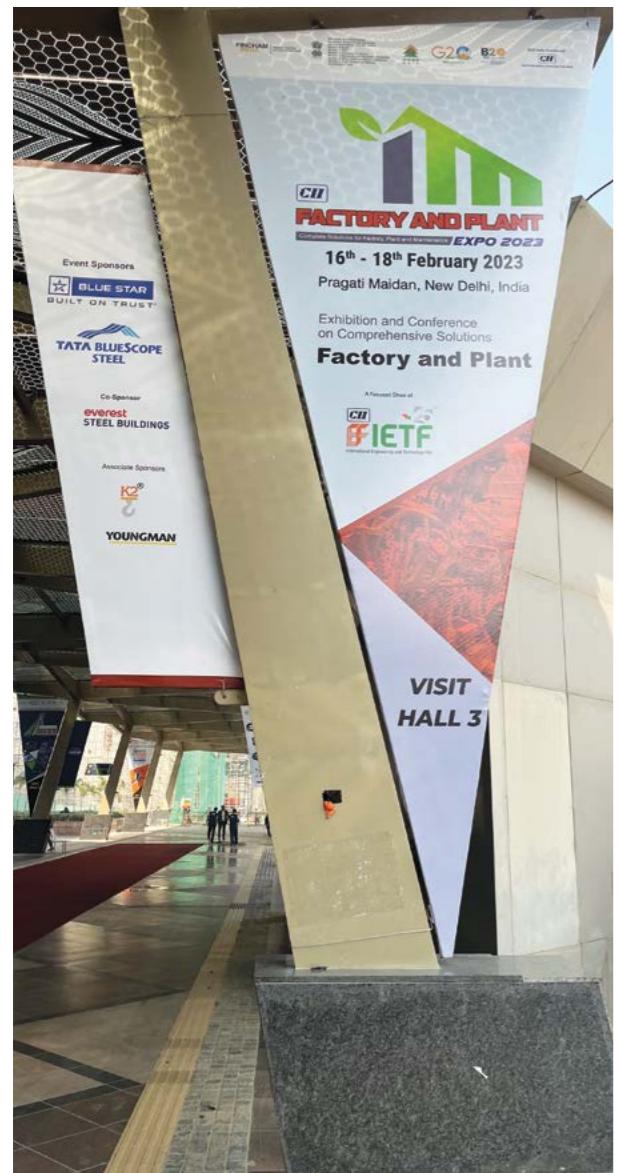
MARKETING IN ACTION

Everest Connect campaigns conducted to strengthen relationships with consultants and architects

Sponsored IETF 2023 organized by CII with participation to increase brand visibility

Promotion through print advertisements in popular construction industry publications to increase market reach

Increased customer engagement through social media



800,000+

MARKET REACH

7.1%

ENGAGEMENT RATE

50+

PROJECTS BOOKED



OUR MEDIA PRESENCE

B2B PURCHASE for Project Procurement Home bauma INDIA About us Advertise Subscribe Videos Contact Us [Facebook](#) [Twitter](#) [LinkedIn](#)

By Edit Team

roofing

Everest Hi-Tech roofing sheets have been designed for structures in highly corrosive environments.

Sricharan Vulchi, Business Head, ESBS Everest Industries Ltd.

ACE UPDATE TOPICS SUBSCRIPTION VIDEOS EVENT CALENDAR CONTACT US

STEEL STRUCTURES & METAL BUILDINGS SSMB.IN nerve of steel construction..

RAILWAY, METRO & BRIDGE STRUCTURES: Paving Ways to New India

BIG INTERVIEW

STRAIGHT TALK

FACT FILE

CASE STUDY

BRITANNIA GREEN FIELD PLANT, TRUDEVIL, TAMIL NADU

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EPC World HOME CONSTRUCTION INDIA STORIES INTERVIEWS INDIA P. AWARDS

EPC WORLD AWARDS June 2023 | Issue No. 10 Case Study: Everest Industries perfectly executes a warehouse project for Nether Industrial Enterprises

Case Study: Everest Industries perfectly executes a warehouse project for Nether Industrial Enterprises

One of the many large projects executed by Everest Industries is a warehouse building for Nether Industrial Enterprises, Japan. The building is an example of a perfectly executed warehouse building. The factory is going to be used for metal casting activities, gain as a production center.

Karen Jayaram Shrivastava is a prominent manufacturer in the country with other business units under the group, the company planned to build a warehouse for its business arm that is in the warehouse

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Everest executes a complex aircraft hangar for Indigo

16 March 15, 2023 By Edit Team

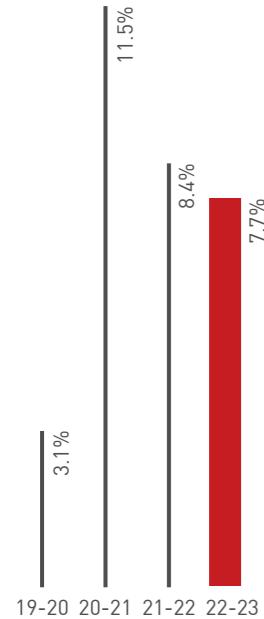
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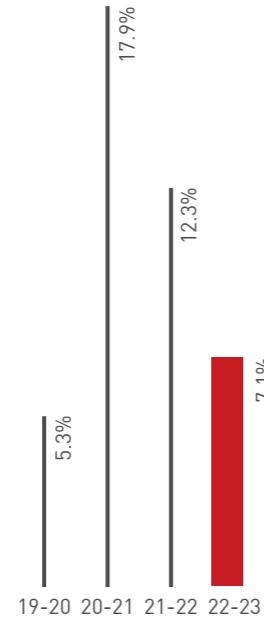
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MEASURING SUCCESS

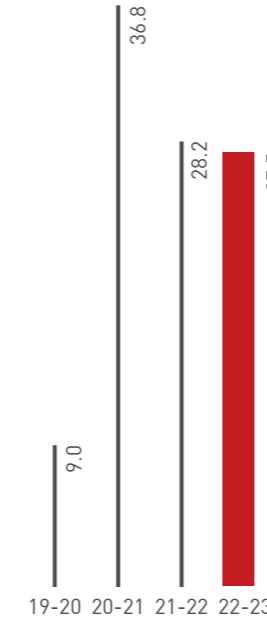
**RETURN ON
NET WORTH (%)**



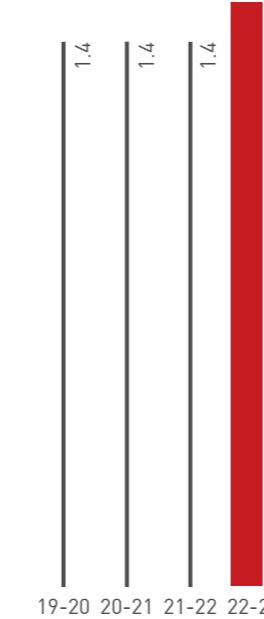
**RETURN ON CAPITAL
EMPLOYED (%)**



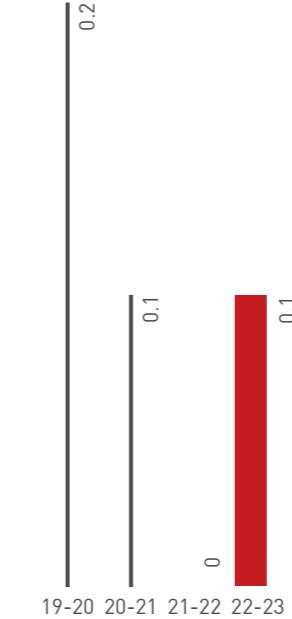
BASIC EPS



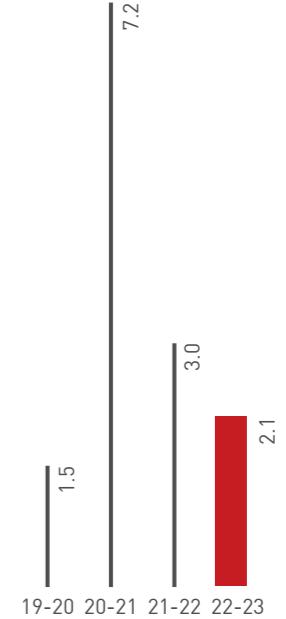
**CURRENT
RATIO**



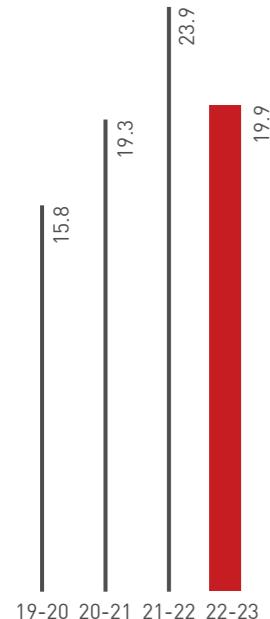
**DEBT EQUITY
RATIO**



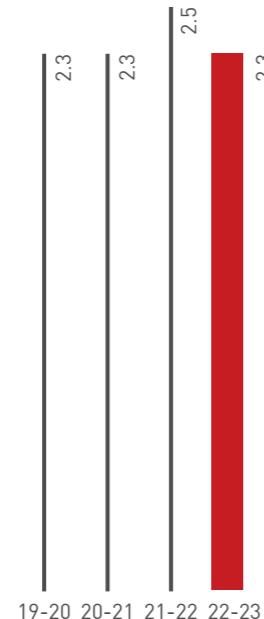
**OPERATING PROFIT
MARGIN (%)**



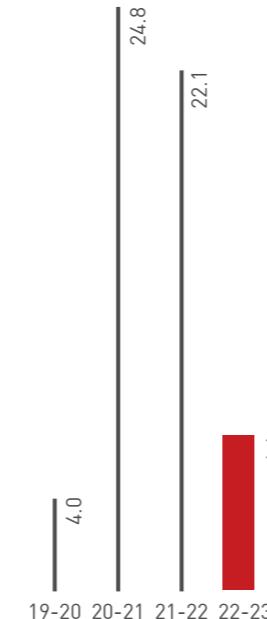
**DEBTORS
TURNOVER RATIO**



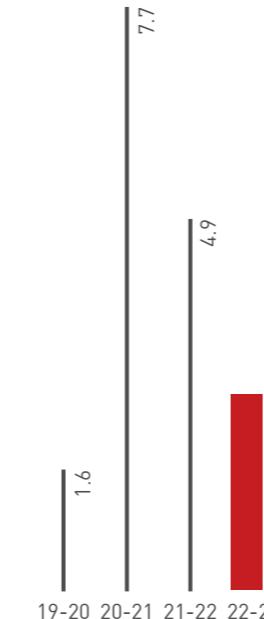
**INVENTORY
TURNOVER RATIO**



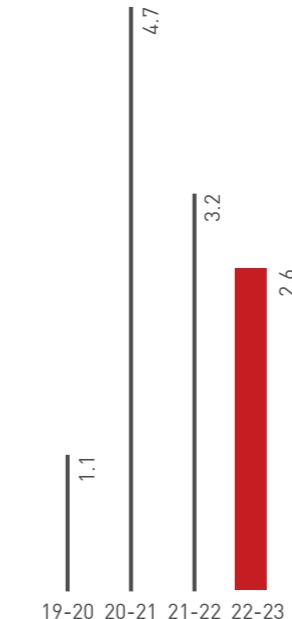
**INTEREST
COVERAGE RATIO**



PBT MARGIN (%)



**NET PROFIT
MARGIN (%)**



UNVEILING THE BEST OF 2022-23

Everest Boards won the '**Sustainable Product of the Year**' award, reaffirming our steadfast commitment to sustainability

Launched **three innovative products and five new textures** in the ArteSeries range for Boards & Panels as part of our continued efforts to reimagine possibilities in construction and design

Accomplished **over 1.42 million safe man-hours** at **Tata Advance Systems, Hyderabad**, exemplifying our strong focus on prioritizing safety and fostering a secure work environment

Implemented **effective cost optimization strategies** in our Pre-Engineered Buildings division, while maintaining the highest quality standards

Podanur Works received the Gold Award for outstanding achievement in occupational safety, highlighting our dedication to fostering a safe work environment

Achieved over **5% growth in strategic markets** (volumes) of Roofing, demonstrating our market expansion and strengthened presence

Secured **45% repeat orders** from existing clients for our Pre-Engineered Building solutions, a testament to the trust and satisfaction of our clients in the reliability, quality and performance of our offerings

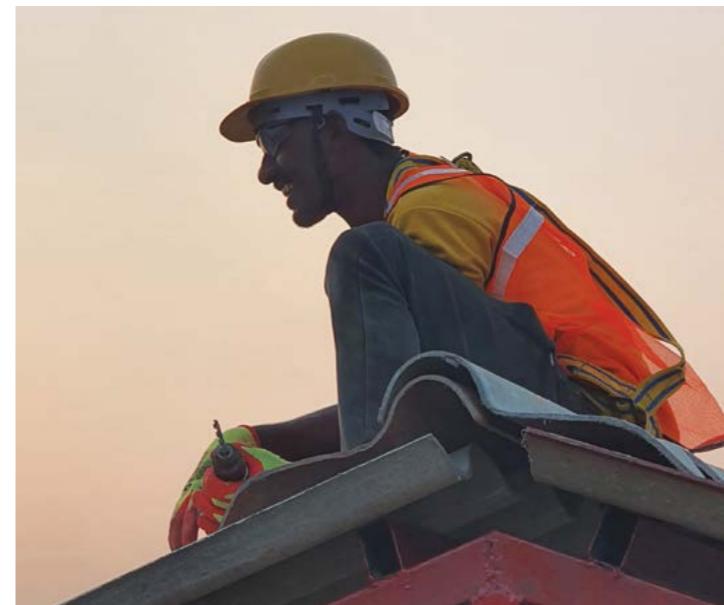
Launched **new website** backed by advanced SEO to boost online presence and drive increased engagement

Launched **One Everest, a cutting-edge digital HRMS solution**, transforming the way we manage human resources and drive operational efficiency

Podanur Works won **GOLD Award in the Manufacturing Category "Energy"** Stream at the 15th CII National Competitiveness & Cluster Summit 2022, New Delhi. This award showcases our commitment to excellence

Realized a strong **growth of over 13% in our channel network** within strategic markets for Roofing, expanding our reach and market accessibility





EMPOWERING COMMUNITIES

Everest Foundation, the CSR arm of Everest Industries Limited, focuses on the objective "To improve people's lives by creating a sustainable impact through long-term partnership, community relationship and employee engagement in the areas we operate in." The Foundation has identified four thematic areas for community development interventions namely Livelihood, Education and Sports, Health and Environment.

In the Livelihood sector, Everest Foundation offers vocational skill development programs such as training for Assistant Electrician, Fitter Fabrication, RACW-Field Engineer, Data Entry Operation, Office Automation and basic accountancy. We also provide training through the Building Master Training Program, covering areas like Fabrication, Drywall construction and Roof Sheet installation.

The Education initiatives aim to develop career aspirations among adolescents studying in government schools, with a focus on increasing regular attendance. Specific vocational skill development training programs are designed to help students build their skills and aspirations for future careers.

In the Health and Environment sector, Everest Foundation runs the Everest Healthy Child Program, which creates awareness in schools about the harmful effects of tobacco consumption while the advocacy program in the community encourages people to quit tobacco.

To promote sports and life skills among children and youth, Everest Foundation has established the Everest Football Academy. The academy provides training throughout the year for students aged between 6 and 16. The course covers various topics including basic football skills, rules of the game (FIFA), Indian football history and fitness modules.

Everest Healthy Child Program

Nashik, Dahej and Kymore

Skill at School Program

Lakhmapur - Nashik, Mumbai and Kolkata

Vocational Skill Development Program

Somnathpur, Bhagwanpur, Kymore

Everest Football Academy

Podanur

Building Master Training Program

Language Fluency Program



Employee Engagement

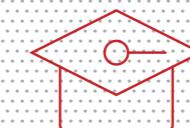
At Everest, we have introduced skill-based volunteering programs to encourage our employees to serve the communities in which we work. These volunteer programs are led by the motto - "Together, let's make a difference." About 208 employees during this year have contributed their time to several volunteer sessions related to soft skills, financial literacy and entrepreneurship workshops; general safety and cyber security awareness, technology sessions on new age building materials and robotics, besides health-and dental checkup camp and ill-effects of tobacco consumption. More than 1731 people have benefited from these sessions.

CSR IMPACT IN NUMBERS FY 2022-23



891

LIVELIHOOD



644

EDUCATION



600

TOBACCO-FREE SCHOOLS



6489

STAKEHOLDERS TRAINING



64719

STUDENTS BENEFITTED

ENVIRONMENT, HEALTH AND SAFETY (EHS)



Our efforts and processes depict our core values of Respect, Excellence and Integrity (REI), which include our employees, contract workmen and extend to the entire Everest family.

EHS Overview

Numerous initiatives have been undertaken to achieve the organizational goals of zero harm, environment conservation and zero occupational health cases.

Keenly committed to workplace safety, the Company has initiated numerous proactive actions to institutionalize the safety management system with an aim to strengthen safety performance

and involve each and every employee and workman to embrace good safety practices.

The business adheres to all statutory safety requirements and remains committed to implementing best practices. We ensure that all hazards and risks are identified and control measures are implemented. Investigation is promptly conducted into any safety incident, including

Initiatives & Programs

Engineering control for a fail-safe system: We have focused on machine guarding and other controls to eliminate hazards and achieve a fail-safe system



Walkthrough Inspection: We have focused on recognition of risks even the minor ones, to ensure that our workplaces are safe, healthy and environmentally friendly.



Energy conservation: Numerous energy efficiency and conservation initiatives have been implemented, including external energy audits, etc.



Tobacco, alcohol and drug abuse control: A policy on tobacco, alcohol and drug control was implemented, including counseling services for tobacco users.



EHS Campaign: To promote consciousness about health and safety, we have initiated motivational training and walk-through along with reward and recognition.



Horizontal deployment of learnings: Any safety incident is thoroughly investigated and discussed with the team and learnings are shared and horizontally deployed across plants



Fibre monitoring: Basis the government established SOP for fibre monitoring, the company set up a lab and trained workers for safer and environmentally friendly practices.



The EHS Bulletin: Bulletins and newsletters were issued to employees to increase awareness of health, wellness and environmental topics in the EHS domain

HARNESSING THE POWER OF TECHNOLOGY

Technology is an essential business enabler. At Everest, we leverage technology as a catalyst to drive business growth by improving operational efficiency and building effective process controls. Everest continues to invest in digitization of its processes to Improve People's Lives by Reimagining Spaces.

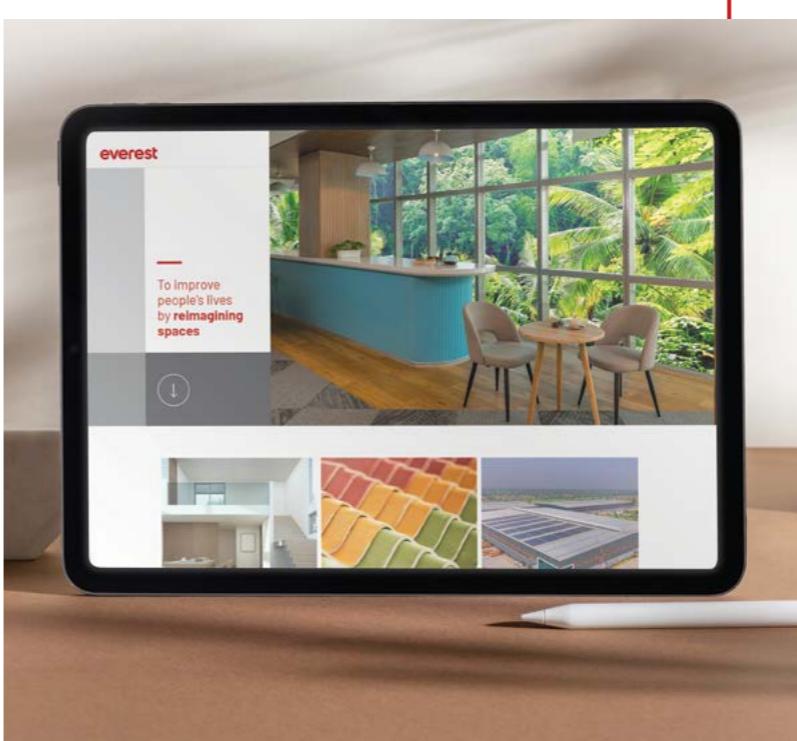
Initiatives & Programs: The customer always comes first at Everest. In order to enhance customer service and optimize the performance of our field force, we undertook a CRM system transformation. Collaborating with Zoho, a leading CRM solution provider in the country, we developed a unified CRM platform for all our business operations. This aims to streamline our sales processes, empowering our teams to focus on delivering

exceptional products and services while ensuring customer satisfaction.

The supply chain is yet another important link between the company and our customers. To ensure efficient management, we undertook the Theory of Constraints (TOC) approach to find out the limiting factors in our supply chain. Additionally, we have integrated a Transportation Management System (TMS), a software solution that optimizes logistics and digitizes the last mile of our supply chain. These advancements enhance overall efficiency, allowing Everest to shorten delivery timelines and achieve cost efficiencies while maintaining high-quality service.

At Everest, people are our most valuable asset. To enhance their experience, we have implemented One Everest, a comprehensive Human Resources Management System (HRMS) solution. This streamlined system covers all aspects of the employee lifecycle, simplifying HR processes and ensuring a seamless experience.

Following the implementation of all the cloud and SAAS based solutions, we have also updated our infrastructure to address the increased bandwidth requirements and arrest any security risks arising out of added exposure to the internet.



We launched the new website inline with our positioning of Reimagine. It is designed with a sleek and user-friendly interface that provides a comprehensive overview of the Company and the solutions we offer. We have also introduced 3 microsites that delve deeper into specific aspects of each business units.



CASE STUDY

1

Supercolour Resort**LIVING GREEN FARMS, NAINI, PRAYAGRAJ**

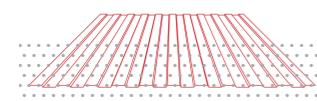
The project owner desired a resort that embodied a European aesthetic and harmonized with the surrounding natural environs. The property consisted of five cottages and additional power backup structures, to utilize the same roofing solution. The customer initially considered shingles for this project. Previously, the client had experimented with metal and polycarbonate sheets, but the temperature differences and cost considerations ultimately prompted them to opt for Everest Supercolour as the preferred roofing solution. Additionally, the cladding seen is done by Everest ArteSeries Cement Wood Plank. The use of these planks for cladding seamlessly blended with the surrounding natural environment.

Overall, the integrated combination provided the resort with a cohesive and visually appealing exterior that harmonized with the desired European aesthetic while ensuring durability, low maintenance and long-lasting performance.

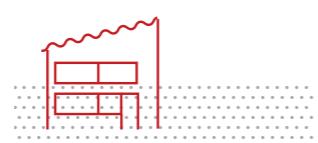
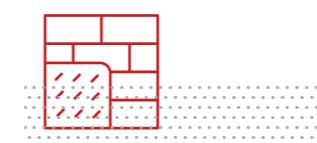


2,39,580 Sq. Ft

AREA

Everest
Supercolour Red

PRODUCT USED

Roofing
APPLICATIONCladding
APPLICATION

CASE STUDY

2

Blue Cladding Solutions**AG FILM STUDIO, GOREGAON**

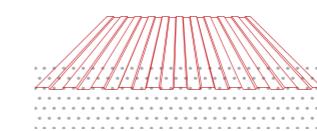
In addition to roofing applications, customers have embraced Everest Supercolour as an ideal cladding solution due to its attributes of strength, durability and cost-effectiveness.

Given the requirement for a robust and expeditious solution, the client opted for Everest Supercolour - Blue for their cladding needs. This choice enabled swift installation and ensured that the studio hangers were operational within the desired deadline. Furthermore, these sheets provide superior insulation against sound and temperature, thus facilitating a smoother filming process.

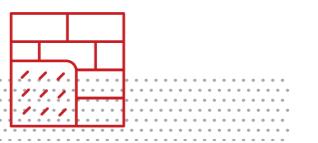


1,60,000 Sq. Ft

AREA

Everest Supercolour
Blue

PRODUCT USED

Cladding
APPLICATION



CASE STUDY

3

Sustainable Farmhouse

ELAKADU VASATHI, IDUKKI

Elakadu Vasathi is a beautiful farmhouse in the green stretches of the Western Ghats—an ecologically sensitive zone—that was built using sustainable products. This exciting creation by architect James Joseph was awarded by the Indian Institute of Architects for its excellence in sustainability at a national level. With sustainability as a key concern, Everest products were chosen for the project. James elaborates, “Due to a change in climate, if cardamom cultivation is not possible, we should be able to dismantle the whole structure and erect it at a different location leaving the least carbon footprint.” The products were chosen based on the shortest execution time and minimal usage of labor. Peripheral walls were created using Everest Rapicon while interior partitions were installed using Everest SuperHD heavy duty boards, which were also used for decking and mezzanine flooring.



15 Acres

TOTAL PLOT AREA



Internal and external drywalls, mezzanine flooring and decking

APPLICATION



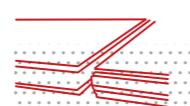
1300 Sq. Ft

TOTAL BUILT AREA



5 Months

CONSTRUCTION PERIOD



Everest Rapicon Panel and Everest SuperHD

PRODUCTS USED



CASE STUDY

4

From Backwater Pond to Football Field

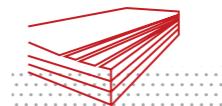
FLOATING ARENA CLUB, KOCHI

Kochi is an emerging bustling and cosmopolitan metropolis and amongst the 100 Indian cities selected to be transformed into a smart city. Its population is expected to reach 2.27 million by 2031. This drastic rise compels the city to ramp up its infrastructure and find sustainable solutions for better community living. The city is flanked by estuaries of rivers and inlets from Arabian Sea that limits the availability of land for recreational use. Community spaces however are important as it helps create an environment that nurtures culture, personal growth and character development amongst the youth. In Kerala, there is no other sport that binds communities like football. A community football space provides a convenient and accessible venue for people to engage in regular physical activity, thereby promoting fitness and overall well-being. Drawing inspiration from this sentiment, steel fabricator Mr. Vikas came forward to convert part of a backwater pond into a bustling space for recreation and football with support from local authorities. A 4100 sqft football field was constructed on a framework of GI square pipe and a substrate of Everest SuperHD 15mm board and finished with artificial football carpet grass. The entire project took just 4 months to build. SuperHD is India's No.1 high strength board for exteriors and high impact areas. Its superior moisture, weather and high impact resistance renders it apt for mezzanines and wet area applications.



4100 Sq. Ft

TOTAL AREA



15mm SuperHD board

PRODUCT USED



Mezzanine flooring

APPLICATION



4 months

CONSTRUCTION PERIOD



Aspirational Aerospace Project

TATA ADVANCED SYSTEMS

The world class aerospace manufacturing facility in Hyderabad is an aspirational project in the PEB industry for the complexity involved in the design and scale of the structure. The state-of-the-art manufacturing facility in Hyderabad is a joint venture between Tata Advance Systems Limited and Airbus France. Everest supplied best materials for functionality and aesthetics. As the facility is fully airconditioned, end users and consultants selected appropriate thermal insulation with liner panel for conserving energy and maintaining the temperature inside the building. To make this building airtight in certain areas, superior quality sealants were used along with flashing and trims.

Sheets of 100m were rolled for a mono-slope roof. Hence, specially designed floating clips were used for roof sheeting to take care of thermal expansion and contraction. The structure is designed for heavy duty cranes to function inside the building. To minimize deflection and satisfy serviceability requirements, the columns were designed with a fixed base. The structure has mezzanine areas for which composite joists have been designed for restricting joist depth.

Everest clocked more than 1,00,000 safe man hours in this project, thus reestablishing itself in the industry for its expertise in construction management.



100m long single
roof sheets for
Monoslope Roof



Heavy Duty
Cranes



Everest Multi-
Span Frame



1,00,000+ Safe
Manhours

Designed Space for Optimum Saving

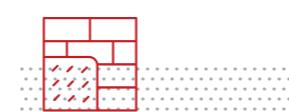
IFB REFRIGERATION LTD, CHAKAN, PUNE

The renowned FMCD company IFB Refrigeration partnered with Everest for building its manufacturing facility in Ranjangaon, Maharashtra. The client shortlisted Everest for executing the project based on the trust built over a previous project and goodwill of Everest in the Pre-Engineered Buildings (PEB) Industry. Everest had the dual responsibility of not only executing a quality job but also retaining its reputation as a reliable partner. This project was significant as the facility was critical in increasing production capacity.

The building had critical height requirements with respect to Lean-To and EOT Crane. A span of more than 350 meters in length, makes the building susceptible to temperature stresses. Smart provisions were therefore made to relieve such temperature effects.

There were also different kinds of loading to be installed, like collateral loads on the roof, solar panel loads, etc. Hence, Jack beams were introduced to reduce the number of interior columns and pave the way for machinery and equipment installation; all without foregoing the economy of the construction. The building also features horizontal wall cladding which gives a unique look to the structure.

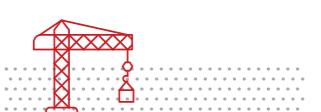
Effective communication among all stakeholders enabled the engineering team to provide optimized design resulting in huge cost savings for the client. All challenges and last-moment changes were resolved immediately without impacting the project timeline.



Aesthetic horizontal
colour cladding and
fascia



350m Length



EOT Cranes &
Lean-to

MANAGEMENT DISCUSSION AND ANALYSIS



OVERVIEW OF THE GLOBAL ECONOMY

FY 22-23 has been yet another challenging year for the global economy. As a result of rate hikes and persistent inflation along with continued tension between Russia and Ukraine, IMF has estimated global growth at 2.7% in CY 2023 vs 3.2% in CY 2022. This is the weakest growth rate since 2001, excluding the global monetary crisis and the acute phase of the COVID-19 pandemic.

OVERVIEW OF THE INDIAN ECONOMY

According to the Economic Survey of India, the Indian economy expanded at a rate of 7% in FY 22-23, compared with the previous year's growth rate of 8.7%. However, the lower growth rate was primarily due to the low base effect in FY 21-22 and does not indicate a slowdown in the Indian economy.

Private consumption and capital formation have played a significant role in driving India's economic growth in FY 22-23. This led to employment generation, evidenced by the

improvement in urban employment rate as indicated by faster net registration in the Employee Provident Fund.

Despite these positive developments, India also faced the challenge of controlling inflation which was further aggravated by the Russia-Ukraine war. The government and RBI took measures to address this issue. With the easing of global commodity prices, retail inflation was brought below the RBI's upper tolerance target of 6% by November 2022.

Despite the global economic slowdown, India has managed to maintain a relatively high growth rate and stable inflation, thus making it an island of hope for the global economy.

RURAL INDIA GROWTH

Schemes like PM Kisan Yojana and PM Garib Kalyan Anna Yojana along with Mahatma Gandhi National Rural Employment Guarantee System (MGNREGS) have ensured food security. The results of the National Family Health Survey (NFHS) also show improvement in rural welfare indicators from FY 15-16 to FY 19-20. The survey covered aspects like gender, fertility rate, household amenities and women empowerment. This clearly indicates the growth of the rural economy.

Tractor sales which are generally considered a bellwether of the rural economy grew by 12% annually. Sales reached an all-time high of 9.44 lakh tractors in the domestic market during FY 22-23.

URBAN INDIA GROWTH

India's population stood at 121 crores in 2011 with an urbanization level of 31.1% based on the 2011 census. Urban unemployment rate declined from 9.8% in FY 21-22 to 7.2 % in FY 22-23. This has brought the urban unemployment rate to a four-year low. The private capex cycle is expected to fuel the next phase of growth, which until now was on account of servicing of pent-up demand and export growth.

INDUSTRIAL SECTOR IN INDIA

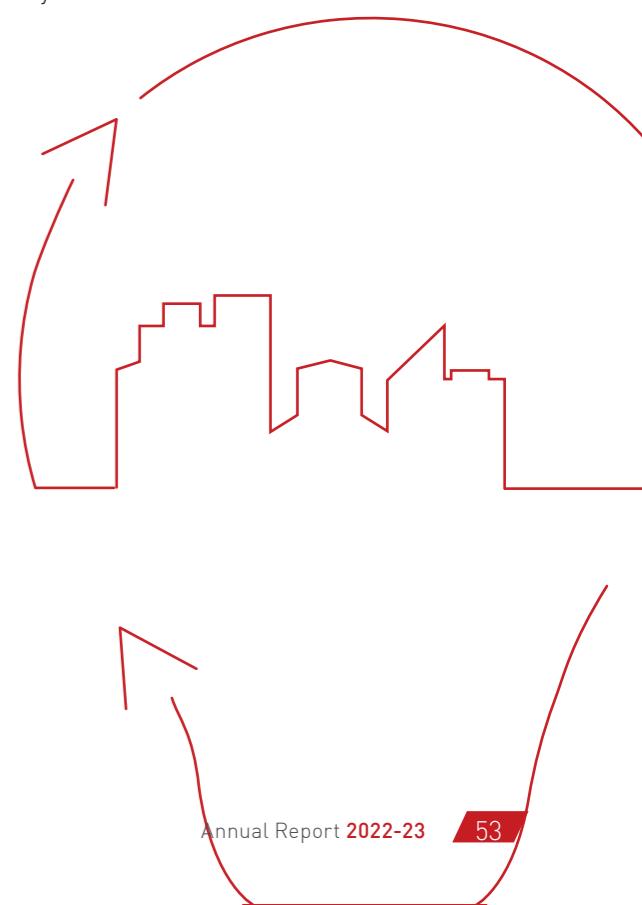
The industrial sector contributes to about 30% of the total gross value (GVA) added in the country. In FY 22-23, the Indian industry faced some extraordinary challenges, especially after the start of the Russia-Ukraine conflict. There were significant supply chain disruptions, but they were not as severe as feared. Nonetheless, both the price and the availability of essential commodities were a challenge. However, they did not dent the industry's optimism. The Indian industry performed well under trying circumstances. Overall GVA by the industrial sector, rose by 9.8% over FY 19-20.

REAL ESTATE SECTOR AND HOUSING GROWTH

In India, the real estate sector is the second largest employer after agriculture. As per the latest sales figures, home sales across major cities in India surged 7% YoY. The demand is expected to stay robust. The key demand drivers will be rapid urbanization, growth in population, rise in the number of nuclear families, easy availability of finance, repatriation of money by NRIs and HNIs and the rise in disposable income. The demand is also fuelled by other sub-sectors of the economy such as hospitality, healthcare, warehousing and data centres. According to India Ratings and Research (Ind-Ra), the Indian real estate sector staged a sharp K-shaped recovery in FY 22-23. Therefore, we are optimistic about real estate and housing sector growth in India.

OUTLOOK

Geopolitical uncertainties continue, as in the previous year. There is a wide consensus among economists that the global economy is on the verge of entering a phase of severe slowdown. We, in India however, can remain optimistic about our growth. The private sector balance sheet has improved over the past couple of years. This implies that the private sector is poised to increase spending. This can boost capex as and when the investment cycle picks up. Furthermore, high Goods and Services Tax (GST) and direct tax collections have provided the government ammunition to spend and cushion the impact of the impending global slowdown. Therefore, high private capex along with a demand surge is expected to offset the effects of global recession and help fuel the growth of the Indian economy.





BUSINESS SEGMENT OVERVIEW

Roofing Division

Industry Overview

The roofing industry encompasses a range of materials and sectors, including residential, commercial and industrial construction. These materials include Asbestos Cement Sheets (ACS), non-ACS options, tiles, metal panels and shingles. The cement roofing sheet industry is expected to grow at a CAGR of 1.5% to 2% in volume terms over the next 5 years. This is on account of increasing demand for affordable housing. Cement roofing sheets are long-lasting, easy to install and provide value for money to customers. This makes them a popular choice for homes and buildings, especially in the rural sector in India. As rural India continues to grow, the demand for cement roofing sheets is also expected to grow. Additionally, urban growth is expected to create demand for non-asbestos cement roofing

The cement roofing sheet industry is expected to grow at a CAGR of 1.5% to 2% in volume terms over the next 5 years.

sheets in commercial and industrial segments. However, the industry may face challenges from alternate roofing materials, fluctuating raw material prices and changes in government regulations.

Cost

The business faced a significant challenge in the current fiscal year as the cost of imported asbestos fibre increased significantly. This was due to the ongoing Russia-Ukraine War, which had an adverse impact on the cost of crucial inputs thereby affecting profitability. To mitigate the cost pressure, the business focused on operational efficiency improvements and cost reduction efforts. These measures were aimed at reducing overall costs while maintaining the quality of products. Despite the challenges posed by the cost increase, the business remained resilient and committed to delivering value to its customers.

Performance Overview

In the initial half of the year, low demand in rural areas caused weak secondary movement and it adversely impacted the business. However, there was a recovery in the second half of the year. The Company proactively worked towards connecting with end consumers through advertising campaigns, expanding distribution networks and strengthening relationships with channel partners and influencers. These efforts helped drive business growth.

Boards and Panels Division

Industry Overview

The fibre cement board market in India is experiencing significant growth, driven by its ability to fast track a project due to dry construction technology and environment friendly properties. The market is projected to grow at a CAGR of 13.5% for the next five years. The modular construction market is also expected to grow at a CAGR of 13% and reach ₹ 27500 crores by 2023. This will provide an additional growth opportunity for the fibre cement board business. Furthermore, the extension of the Pradhan Mantri Awas Yojana (PMAY) scheme until 2024 and the growing demand for faster residential construction are expected to fuel the demand for Boards and Panels.

Drywalls emerged as the leading solution for partitions in the office segment, which saw a 36% YoY increase. Meanwhile, the residential sector is experiencing a strong recovery in demand and in-home sales recorded a ten-year high in CY 2022. Rapid urbanization and rising per-capita income have resulted in a growing preference for dry construction technology and smarter materials like drywalls and false ceilings.

The warehousing and logistics supply sector in India is also set to expand rapidly in 2023, with an addition of 30 million square feet. Everest's drywall solutions designed for better thermal insulation, fire protection and acoustics are expected to be a game-changer in the warehouse segment. Everest has also added superior fire-rated system and clean room solutions to capitalize on the expected doubling of data center capacity by 2025.

Overall, the Indian construction industry is poised for significant growth and Everest is well-positioned to capitalize on these opportunities.

The fibre cement board market in India is experiencing significant growth and is projected to grow at a CAGR of 13.5%

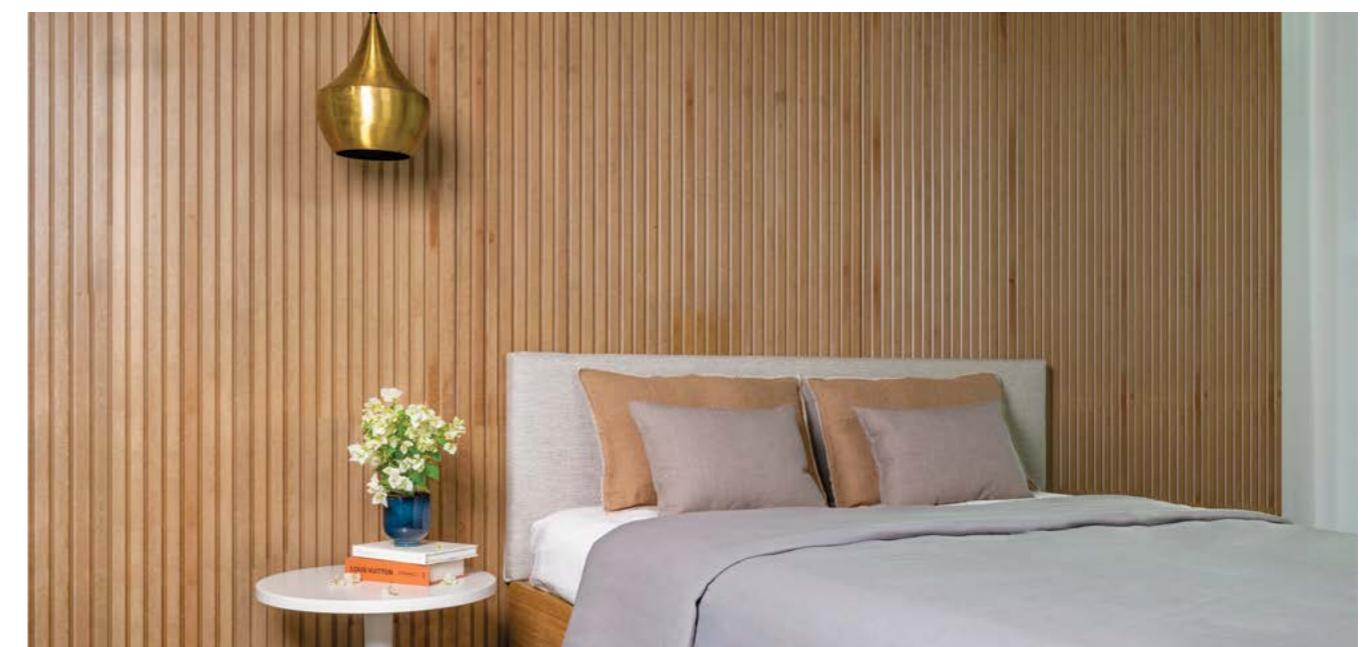
Cost Overview

FY 22-23 was marked by a decline in COVID-19 cases and a return to normalcy of business operations. However, escalation of the Russia Ukraine War resulted in global supply chain challenges. The cost of diesel and raw materials surged. The organization had to implement price increases along with process and productivity improvements to maximize growth in revenue and profit.

Performance Overview

Everest Boards and Panels business achieved impressive growth by diversification of its product range, value engineering and choice of geographic mix. It has created an aspirational category in wall linings and ceilings through a sustained connection with specifiers and installers. The Company continues to expand its export capabilities and has made steady inroads into the European and MEA markets.

Everest has developed an innovative product for ceiling solutions in the healthcare sector. By creating engaging digital content, strengthening relationships with architects, designers and builders and expanding its premium retail presence, Everest has achieved significant growth in sales of value-added products. The Company opened its first-ever experience center in Delhi and Mumbai, to engage with key stakeholders.





ESBS Division

Industry Overview

The Pre-Engineered Building (PEB) industry witnessed a growth of 12% during the post-Covid period. At present, various states are implementing investor-friendly policies to attract investments. The Central Government is focusing on developing Multi-Modal Logistics Hubs and Industrial corridors and MNCs are expected to invest heavily in India. The shift of consumer behaviour towards online delivery models is also expected to further increase demand. Data Centres, Multi-storey steel structures, Manufacturing, Logistics and Warehousing sectors

The Pre-Engineered Buildings division was able to maintain a strong bottom line and improve operational efficiency, ensuring continued success in the future.

will continue to grow at a healthy rate. Therefore, going forward the industry outlook is extremely positive.

Cost Overview

The Russia-Ukraine War created an erratic demand for steel. This resulted in volatility of steel prices that affected our raw material sourcing strategy. However, we were able to mitigate the impact by pursuing need-based instead of forecast-based strategy for sourcing of steel. Increasingly, customers are becoming more price sensitive and margins are under pressure. Therefore, we are focusing on reducing our fixed and conversion costs to maintain profitability and sustainable growth.

Performance Overview

In FY 22-23, the Pre-Engineered Buildings division of the Company saw significant growth with the booking of some of its largest orders to date. The successful completion of these projects within the proposed timeline was a testament to the company's dedication to high-quality work and efficient project management. As a result, the division was able to maintain a strong bottom line and improve operational efficiency, ensuring continued success in the future.

FINANCIAL PERFORMANCE

In FY 22-23 Everest achieved good growth in both Boards & Panels and Pre-Engineered Buildings businesses. The growth was impressive on account of higher volumes and price increases. However, in the roofing business volume growth was muted. But there was value growth due to price increases which partly offset the high raw material inflation.

The profitability for the Roofing business was significantly impacted due to steep inflation in asbestos fibre prices. This was due to the Russia-Ukraine war which had adversely impacted the supply chain and logistics. It impacted all the players in the industry and reduced their profits. That, coupled with high rupee depreciation increased the material cost significantly. In addition, there was inflation for other raw materials. This created serious headwinds for the business.

Boards & Panels and Pre-Engineered Buildings business, responded by price increases and cost reduction which enabled them to improve margins. Pre-Engineered Buildings business was able to deliver a good turnaround by delivering

profits for the year. This was accomplished by an all-round improvement in operations and better pricing from MNCs and renowned companies.

During the year, the Company had to invest heavily in inventory, especially of asbestos fibre on account of uncertainty in the supplies due to disruptions in the supply chain. The working capital further increased on account of higher revenue in the PEB business. However, this is expected to come down due to normalization of supplies and various optimization initiatives.

The Company has opted to shift to the lower tax regime in FY 22-23 which reduced the tax expense for the year. Apart from that pursuant to the various Income tax orders received during the year, the Company evaluated numerous alternatives and released a tax provision amounting to ₹ 1,692 lakhs (included under 'Adjustment of tax relating to earlier periods'), accounted for Interest Income on Tax Refund of ₹ 1,610 lakhs (included under "Other Income") and made a provision for Interest Expense of ₹ 2,371 lakhs on account of probable tax matters (included under 'Finance Cost')

Key Financial Ratios:

Particulars	2022-23	2021-22	2020-21	2019-20
Return on Net Worth	7.7%	8.4%	11.5%	3.1%
Return on Capital Employed	7.1%	12.3%	17.9%	5.3%
Basic EPS	27.5	28.2	36.8	9.0
Debtors Turnover Ratio	19.9	23.9	19.3	15.8
Inventory Turnover Ratio	2.3	2.5	2.3	2.3
Interest Coverage Ratio	6.6	22.1	24.8	4.0
Current Ratio	1.5	1.4	1.4	1.4
Debt Equity Ratio	0.1	0	0.1	0.2
Operating Profit Margin	2.1%	3.0%	7.2%	1.5%
PBT Margin	2.6%	4.9%	7.7%	1.6%
Net Profit Margin	2.6%	3.2%	4.7%	1.1%



RISKS AND OPPORTUNITIES

Opportunities

The Indian economy is expected to grow at 7% on account of government interventions like PM Gati Shakti Yojana, PLI schemes and a renewed focus on creating jobs, on the back of increased exports and revival of the private capex cycle.

Though the roofing category faces competition from steel, aluminium and thatched roofs, it is still expected to grow at 1.5% to 2%. The current industry capacity is sufficient to service the demand for the next 5 years. Increased purchasing power in rural India bodes well for the industry. Everest will continue to be a dominant player in the market.

Everest has been a pioneer of FCB products in India. With the real estate industry poised to reach USD 1 trillion by 2030 and the increased adoption of dry construction techniques, the total market for FCBs is expected to grow exponentially. Everest is adding capacity to address this demand.

Everest has been one of the major PEB players in India. With the revival of the capex cycle and global companies opting for a China + 1 strategy, the PEB industry is expected to grow at a CAGR of 12% till 2030. There is significant demand from defence, data centers and warehousing industry in addition to traditional sectors such as automotive, chemicals and manufacturing. Everest is adding capacity to address this demand.

Risks

Risk management is integral to Everest's strategy. Efforts are being made to ensure that risks are minimized or eliminated. Everest has an integrated risk management approach. It includes policies, processes and periodic reviews with the board's Risk Management Committee. Some of the important risks and mitigation strategies include:

Raw Material Price Volatility

Chrysotile fibre, cement and steel are the primary raw materials used by the Company. Any fluctuation in raw material prices is bound to have an impact on the Company's profitability if it is not able to pass it on to the customers. The Company ensures that price increases are passed on to the customers and cost reduction actions are taken to contain the impact. The Company has also implemented procedures and processes in its procurement function to reduce the impact of raw material price volatility.

Availability of Chrysotile Fibre and Pulp

Chrysotile fibre and pulp are only available from a few vendors around the world. Some of them are based out of Russia. The ongoing war between Russia and Ukraine poses a risk for sourcing these Raw Materials. However, Everest is deploying various de-risking initiatives to ensure a regular supply of these raw materials.

Increased Competition in Fibre Cement Board (FCB) Business

There is a threat of more experienced international FCB manufacturers entering the Indian market and setting up manufacturing facilities. Domestic players have added capacity and may resort to aggressive pricing and credit terms. The Company is proactively working to improve awareness amongst influencers (Architects, Builders and Contractors) and customers by conducting various conferences, tradeshows and seminars to mitigate this threat.

Dependence on Roofing Business

The Company's revenue and profits have traditionally been dependent on the roofing business. Any impact on the business is a huge risk to the company. The Company has hedged this risk by diversifying its product portfolio. Share of non-roofing revenue has been on an increasing trend and the company is active across multiple sectors of the Indian economy.

The roofing business mainly caters to rural customers, while the Boards and Panels business mainly caters to the needs of urban customers. The Steel Buildings business caters to all sectors of the industry. This has enabled the Company to broaden its customer base and de-risk the business.

The fibre cement board market in India is experiencing significant growth and is projected to grow at a CAGR of 13.5%

Uncertainty Over Future of Asbestos

There is uncertainty over the future of asbestos usage in India. The asbestos fibres are bound to the cement during the manufacturing process and the fibre emission in the air is controlled as per regulatory standards in the factories. Audit structures are in place as per regulatory requirements to ensure workplace safety and employee well-being. The Company has appropriate systems and processes to ensure compliance with all statutory and regulatory norms.

Internal Control Systems and their Adequacy

Everest has deployed an internal control system that is fully aligned with its scope of operations to ensure that assets are protected, transactions are authorized, documented and reported accurately. The internal control system is audited regularly by an internal auditor and reputed external agencies which assess the effectiveness and quality of internal controls and certify their adequacy. The scope of internal audit includes a wide range of operational processes. It ensures compliance with specified standards and policies. Audit reports presented to the Audit Committee of the Board of Directors include the extent of adherence, management information system reliability, authorization procedures and steps for safeguarding assets. The Audit Committee examines audit findings as well as the effectiveness of internal control systems. The Company's statutory auditor and Internal Auditor also meet with the Audit Committee to discuss findings and corrective actions.

OVERVIEW OF HUMAN RESOURCES

The HR function at Everest Industries places high value on its employees and aims to create a respectful and engaged workplace. The Company has a workforce of 1,386 employees. The Company has implemented various initiatives such as townhalls, REI Awards and induction programs to reinforce its core values.

Talent Pipeline

The talent pipeline is a crucial part of the company's talent strategy and it recruits management and engineering trainees from leading business schools and campuses. The Company also hires summer interns from top-tier business schools for internship projects in various functions. The Company's rigorous internship program ensures a ready feeder pool of the management trainees.



Employee Engagement

Employee engagement is a significant focus for the Company and it has implemented measures such as the Everest Vidya Puraskar, Umang Night, sports and team-building activities. The Company also maintains cordial industrial relations across its manufacturing locations through various communication channels and localized events such as Family Day, Founder's Day and various regional festivals.

Talent Development

Talent development is a significant area of focus. The Company has introduced comprehensive capability-building systems that integrate training needs across all functions and levels. The Company offers multi-nodal learning interventions which include workshops, skill-based training and knowledge-based learning programs. The Company has launched Everest Edvantage, an LMS platform for all employees.

OVERVIEW OF RESEARCH AND DEVELOPMENT (R&D)

The R&D aims to bring new and improved products to the market that offer greater value to stakeholders. Its major thrust areas are new product development, quality improvement, cost control and sustainability. The Company will continue to invest significantly in building its R&D capability and infrastructure. It has an R&D center in Mumbai which attracts the best talent and facilitates creation of new products using sustainable materials and processes.

OVERVIEW OF INFORMATION TECHNOLOGY (IT)

Everest recognizes the importance of technology as an enabler for business growth. It has invested in several initiatives and programs to improve operations and customer service. These include a consolidated CRM platform with Zoho to streamline sales processes, digitizing the last mile of the supply chain with a TMS solution to improve logistics processes and simplification of HR processes with One Everest HRMS solution. Additionally, Everest has updated its infrastructure to address bandwidth requirements and security risks associated with increased exposure to the internet.

The Company launched a new website featuring three business microsites that offer detailed information about its products, applications and projects. The new website is designed to provide customers with improved user experience and easy access to information. It also serves as a platform for highlighting the brand identity and personality with engaging visuals and interactive elements.

OVERVIEW OF EHS

The Company is on a mission to achieve zero harm and environmental conservation. The organization values human life and safety and adheres to the best practices and statutory requirements. The Company identifies and controls hazards and risks. It investigates the incident and addresses the problem.



These learnings are across all the plants. Some of the activities that were conducted include:

- Safety improvement drives to upgrade equipment and processes.
- Emergency drills to test preparedness and response capabilities.
- Inspections to ensure compliance and improvement.
- Toolbox talks including daily briefings to discuss hazards and their control.
- Review meetings to monitor safety performance and plan for future actions.

OVERVIEW OF CSR- EVEREST FOUNDATION

The Everest Foundation which is the CSR wing of Everest Industries Limited was established with the aim to improve people's lives by creating a sustainable impact. This is done through long-term partnerships, community relationships and employee engagement in the areas where the Company operates. The foundation has implemented community development interventions in four key areas: Livelihood, Education and Sports, Health and Environment.

In the Livelihood category, the foundation has undertaken various projects to enhance vocational skills for career development. The projects include training youth to take up

jobs as Assistant Electrician, Fitter-Fabrication, RACW-Field Engineer, Data Entry Operator, Accountant and as skilled worker for Fabrication, Drywall Construction and Roof Sheet Installation. These initiatives have benefited 891 youth across 12 districts in 7 different states.

Under the Education and Sports category, the Foundation has launched vocational skill development training programs to foster career aspirations among adolescents studying in government schools. The training courses include Mobile Repair, Beauty and Wellness, Home Appliances Repair, Jewellery Design, Bakery, Confectionary and Robotics. 644 adolescents across 13 government schools have been trained through these programs which have helped to increase regular attendance in schools. Additionally, to promote sports and life skills among children and youth, Everest Foundation has established the Everest Football Academy. It provides training throughout the year for students aged 6-16.

The Health and Environment category focuses on creating awareness about the harmful effects of tobacco consumption and sensitizes people to quit tobacco. The Foundation's Everest Healthy Child Program has benefited 71,208 people. Additionally, the Foundation has made over 600 schools tobacco-free by implementing the activities outlined in the Cigarette and Other Tobacco Products Act 2003.

NOTICE

Notice is hereby given that the Ninetieth (90th) Annual General Meeting ("AGM" or "Meeting") of the members of Everest Industries Limited ("Company") will be held on **Tuesday, August 22, 2023 at 3.00 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")** to transact the following businesses:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2023

To receive, consider and adopt :

- (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the report of Auditors thereon.

2. Declaration of Final Dividend on equity shares for the financial year ended March 31, 2023

To declare Final Dividend of ₹ 6/- per Equity Share of face value of ₹ 10/- each of the Company for the Financial Year ended March 31, 2023.

3. Appointment of Mr. Rajesh Joshi (DIN: 08855031), as a Director liable to retire by rotation

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Rajesh Joshi (DIN: 08855031), who retires by rotation at this Meeting, and being eligible, offers himself for the re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

4. Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2024

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the

Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s. Chandra Wadhwa & Co., Cost Accountants (Firm Registration Number: 000239), appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024, amounting to ₹ 5,00,000/- {Rupees Five Lakhs Only} excluding out of pocket expenses and taxes as applicable, be and is hereby ratified;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. Approval for payment of commission to Mr. Anant Talaunicar, Non-Executive Chairman for the Financial Year 2023-24

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

"RESOLVED THAT in accordance with the provisions of the Section 197 of the Companies Act, 2013 ("Act") and rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) and pursuant to the approval of the Board of Directors of the Company (hereinafter referred to as "Board") on the recommendation of the Nomination and Remuneration Committee, the approval of the members of the Company be and is hereby accorded for payment of remuneration by way of commission upto ₹ 2,00,00,000/- (Rupees Two Crores only) to Mr. Anant Talaunicar (DIN: 00031051), Non-Executive Chairman of the Company for the Financial Year 2023-24 subject to the limit of four percent (4%) of net profits of the Company computed in the manner referred to in Section 198 of the Act ("Net Profits") which shall be apart from the commission upto one percent (1%) of Net Profits payable to Non-Executive Directors of the Company for Financial Year 2023-24;

RESOLVED FURTHER THAT the approval of the members of the Company be and is hereby accorded for payment of aforesaid commission to Mr. Anant Talaunicar (DIN: 00031051) for Financial Year 2023-24 under

regulation 17(6)(ca) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) being in excess of fifty percent (50%) of the total annual remuneration payable to all Non-Executive Directors of the Company for the Financial Year 2023-24;

RESOLVED FURTHER THAT the Board (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, things, matters including execution of document(s) and to take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution without being required to seek any further consent or approval of the members of the Company."

6. Re-appointment of Mr. Rajendra Chitale (DIN: 00015986), as a Non-Executive Independent Director of the Company for the second consecutive term of five consecutive years w.e.f. January 23, 2024

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and in terms of the Articles of Association of the Company and pursuant to the approval of the Board of Directors of the Company (hereinafter referred to as "Board") on the recommendation of the Nomination and Remuneration Committee, Mr. Alok Nanda (DIN: 02149755) who was appointed as an Independent Director of the Company at the 86th Annual General Meeting of the Company for a period of five years, upto January 22, 2024, and who is eligible for the re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second consecutive term of five consecutive years i.e. from January 23, 2024 to January 22, 2029;

Independent Director of the Company, not liable to retire by rotation, to hold office for a second consecutive term of five consecutive years i.e. from January 23, 2024 to January 22, 2029;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, things, matters and to execute all such documents as may be necessary in this regard."

7. Re-appointment of Mr. Alok Nanda (DIN: 02149755), as a Non-Executive Independent Director of the Company for the second consecutive term of five consecutive years w.e.f. January 23, 2024

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and in terms of the Articles of Association of the Company and pursuant to the approval of the Board of Directors of the Company (hereinafter referred to as "Board") on the recommendation of the Nomination and Remuneration Committee, Mr. Rajendra Chitale (DIN: 00015986), who was appointed as an Independent Director of the Company at the 86th Annual General Meeting of the Company for a period of five years, upto January 22, 2024, and who is eligible for the re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second consecutive term of five consecutive years i.e. from January 23, 2024 to January 22, 2029;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, things, matters and to execute all such documents as may be necessary in this regard."

8. Re-appointment of Mr. Rajesh Joshi (DIN: 08855031) as a Managing Director & Chief Executive Officer of the Company

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

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with rules made thereunder (including any statutory modification(s) or enactment(s) thereof, for the time being in force) and pursuant to the recommendation of Nomination and Remuneration Committee and approval of the Board, the consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Rajesh Joshi (DIN: 08855031) as a Managing Director & Chief Executive Officer of the Company, liable to retire by rotation, for a further period of three (3) years with effect from September 1, 2023 at the remuneration and on the following terms and conditions, with liberty to the Board to alter and vary the terms and conditions of the said re- appointment and/or remuneration as it may deem fit:

a) Remuneration

(i) Fixed Pay Annual Salary

Mr. Rajesh Joshi shall be entitled to annual fixed compensation of ₹ 3,03,42,285/- (Rupees Three Crore Three Lakhs Forty-Two Thousand Two Hundred and Eighty Five only) for FY 2023-24. The break-up of the annual fixed compensation is as follows:

Components	Annual Figures (in ₹)
Base Salary	1,06,19,800/-
Allowances	1,79,37,297/-
PF and Gratuity contribution	17,85,188/-
Grand Total	3,03,42,285/-

Mr. Rajesh Joshi shall be entitled to annual increment in the fixed compensation of his salary effective 1st April each year of such an amount as the NRC may recommend and as the Board may deem appropriate in its sole discretion, but not exceeding 20% of the Fixed Compensation paid by the Company to Mr. Rajesh Joshi in the immediately preceding year ending 31st March.

(ii) Variable Pay

Mr. Rajesh Joshi shall be entitled to variable compensation for financial year 2023-24 onwards which shall be performance based i.e. where the

performance parameters are revenue growth with a forty percent weight and return on capital employed (pre-tax) with a sixty percent weight. The total variable compensation will be determined based on the performance parameters and shall be payable annually as mutually agreed between the Company and Mr. Joshi. The payment of the variable compensation shall not exceed a total of ₹5,25,00,000/- (Rupees Five Crore Twenty-Five Lakhs only) for the financial year 2023-24 to financial Year 2026-27 (block of 3 years).

- b) **Reimbursement of Expenses:** Mr. Rajesh Joshi shall be reimbursed for all reasonable and customary travel and other business expenses incurred by him in the performance of his duties, provided that such reimbursement shall be subject to, and in accordance with, any expense reimbursement policies and/or expense documentation requirements of the Company.
- c) **Leaves and Vacation:** Mr. Rajesh Joshi will be eligible for leaves which shall be in accordance with the Company's leave policy, as amended from time to time.
- d) **Allotment of Company owned Car and Driver:** Mr. Joshi will be provided a Company owned car plus a Driver/reimbursement of Driver's Salary during his term with the Company.
- e) **Club membership:** Mr. Rajesh Joshi will be provided a club membership for official use.

f) **Termination:**

- a. The Company may, at any time terminate Mr. Joshi's employment immediately without any notice, if a Cause has been established against Mr. Joshi. Provided that termination for Cause shall only be initiated upon such Cause having been established pursuant to an internal inquiry in this regard at which Mr. Joshi shall be provided a fair hearing. The term "Cause" shall mean fraud, theft, gross malfeasance, misconduct on the part of Mr. Joshi, including, without limitation, conduct of a felonious or criminal nature, conduct involving moral turpitude, gross negligence, corruption, forgery, embezzlement, or misappropriation of assets of the Company.
- b. Mr. Joshi's employment as Managing Director and Chief Executive Officer may be terminated by the Company at any time without Cause; provided that the Company shall serve at least 3 (three) months'

advance written notice of termination to Mr. Joshi or pay gross salary in lieu of such notice, to Mr. Joshi.

- c. Mr. Joshi may resign by serving 3 (three) months' prior written notice to the Company. However, the Company may at its sole discretion waive such notice requirement, partly or in full and shall pay to Mr. Joshi his gross salary for the notice period served and / or waived off, as the case may be. If Mr. Joshi leaves Company's employment without serving the specified notice period, the Company may deduct a sum equal to the gross salary payable for the shortfall in the period of notice, from the full and final settlement amount payable to Mr. Joshi in accordance with agreement to be entered into between the Company and Mr. Joshi as per the applicable laws.

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of Mr. Rajesh Joshi, the Company has no profits or its profits are inadequate, the Company will pay aforesaid remuneration as minimum remuneration.

RESOLVED FURTHER THAT Mr. Rajesh Joshi shall be liable to retire by rotation and there shall be no break in his office as a Managing Director and Chief Executive

Officer, in case, he is re-appointed upon determination of his office on retirement by rotation;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, things, matters and to execute all such documents as may be necessary in this regard including alteration and variation of the terms and conditions of re-appointment and / or remuneration, subject to the same not 'exceeding the limits specified under section 197, read with schedule V of the Companies Act, 2013 (including any statutory modifications or-re-enactment(s) thereof, for the time being in force)."

By Order of the Board
For Everest Industries Limited

Amruta Avasare
Company Secretary & Head-Legal
Membership No. A18844

Date: June 9, 2023
Place: Mumbai

Registered Office: GAT No. 152, Lakhmapur,
Taluka Dindori, Nashik- 422 202,
Maharashtra.

NOTES:

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 10/2022 dated December 28, 2022 read with General Circular Nos. 20/2020 dated May 5, 2020, General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") has allowed the holding of the Annual General Meeting through Video Conferencing ("VC") or other audio-visual means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations / Listing Regulations") and MCA Circulars, the 90th Annual General Meeting ("Meeting" or "AGM") of the Company is being held through VC / OAVM on Tuesday, August 22, 2023 at 3:00 p.m. (IST).
2. In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/ Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at GAT No. 152, Lakhmapur, Taluka Dindori, Nashik-422202, Maharashtra, India which shall be the deemed venue of the AGM. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.
3. Pursuant to the MCA circulars, the attendance of the Members through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held through VC or OAVM pursuant to the MCA Circulars read with Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/ CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023 ("SEBI Circulars"), the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA Circulars and SEBI circulars, the facility for appointment of proxies by the members will not be available for the AGM and hence, the proxy form and attendance slip are not annexed to this notice.
5. Corporate Members/Institutional Investors (i.e. other than individuals, HUFs, NRIs etc.) who are intending to appoint their authorized representatives pursuant to

Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/ OAVM are requested to send a certified copy of the Board Resolution or Authorisation letter to the Scrutinizer by e-mail at tanujvohra@yahoo.com with a copy marked to evoting@nsdl.co.in and compofficer@everestind.com authorising its representative(s) to attend AGM through VC/OAVM and vote on their behalf at AGM, pursuant to Section 113 of the Act. Members of the Company coming under the category of Institutional Investors are encouraged to attend and vote at the AGM through e-voting facility.

6. In compliance with the MCA Circulars and SEBI Circulars, Notice of the 90th AGM along with the Annual Report for FY 2022-23 is being sent only through electronic mode / email to those Members whose email addresses are registered with the Company/ Registrar & Share Transfer Agent ("RTA / R&T Agent") / Depositories unless any member has requested for a physical copy of the same. The physical copy of the Annual Report for FY 2022-23 along with the Notice of AGM will be dispatched only to those shareholders who request for the same. Members are requested to place such request either by writing an email to compofficer@everestind.com or by sending a request letter to the Company Secretary of the Company, Level 3, Tower 14, Solitaire Corporate Park, Chakala, Andheri(East), Mumbai 400093.

Members may note that the Notice of AGM and Annual Report 2022-23 will also be available on the Company's website www.everestind.com and website of the BSE Limited (BSE) at www.bseindia.com and website of National Stock Exchange of India Limited (NSE) at www.nseindia.com and on the website of NSDL at www.evoting.nsdl.com.

Members are requested to register/update their email addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants ("DP") and in respect of physical holdings with the Company / RTA by following due procedure specified in this notice so that they can receive Annual Report by email.

7. The Explanatory Statement pursuant to Section 102 of the Act with respect to the Special Business set out in Item Nos. 4 to 8 of the Notice is annexed hereto. The matters under Special Business are considered to be unavoidable by the Board.

Pursuant to Regulation 36(3) of Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), relevant details of Directors seeking appointment/

re-appointment are provided in the **Annexure I** of this Notice.

The additional information as required under Schedule V of the Companies Act, 2013 ("Act") is provided in the **Annexure II** of this notice.

8. The certificate received from TVA & Co. LLP, Secretarial Auditors of the Company for employee Stock Option Schemes (i.e ESOS 2017, ESOS 2018, ESOS 2019 and ESOS 2021) as required under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act and relevant documents referred to in this Notice of AGM and explanatory statement, will be available electronically for inspection by the Members during the AGM on the NSDL e-voting system. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice upto the date of AGM i.e. August 22, 2023. Members seeking to inspect such documents can send an email to compofficer@everestind.com.

Copies of any documents referred to in the Notice and Explanatory Statement are also available for inspection at the Registered Office of the Company on all days except Saturdays, Sundays or Public holidays between 2.00 p.m. to 4.00 p.m. upto the date of the AGM.

9. Final Dividend & Record Date

The Company has fixed Tuesday, August 15, 2023 as "Record Date" for determining the entitlement of the members of the Company to receive Final Dividend for FY 2022-23.

The Final Dividend of ₹ 6/- per equity share of face value of ₹ 10/- each as recommended by the Board of Directors of the Company, if approved by the members at the AGM, will be paid subject to deduction of tax at source, as may be applicable, within 30 days after AGM:

- (a) to all Beneficial Owners in respect of shares held in electronic form as on the close of business hours of August 15, 2023 in the list of Beneficial Owners to be furnished by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") in respect of the shares held in electronic form; and

- (b) to all members in respect of shares held in physical form, whose names appear as Members in the Register of Members of the Company as on the close of business hours of August 15, 2023 after giving effect to valid request(s) received for transmission/transposition of shares.

10. TDS on Final Dividend

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of shareholders effective April 1, 2020 and the Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates in the Income Tax Act, 1961 ('the IT Act') including any amendments or modifications thereto. For the prescribed rates for various categories, the members are requested to refer to **Annexure III** of this AGM Notice. In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential status, PAN, Category with their depository participants ('DPs') in case shares are held in Demat mode or in case shares are held in physical form, with the Company/ RTA by sending duly filled ISR-1 along with supporting documents.

11. Electronic Credit of Dividend

SEBI has made it mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the Registrar and Transfer Agent for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the National Electronic Clearing Service ("NECS")/National Electronic Fund Transfer ("NEFT")/Real Time Gross Settlement (RTGS)/Direct Credit, etc.

In order to receive the dividend in a timely manner, Members holding shares in physical form who have not updated their mandate for receiving dividend directly in their bank accounts through Electronic Clearing Service or any other means are requested to submit a duly filled Form ISR-1 along with necessary supporting documents in physical form, to the RTA by August 15, 2023.

Members holding shares in demat form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change / addition / deletion in such bank details. Accordingly, the Members holding shares in demat form are requested

to update their Electronic Bank Mandate with their respective DPs. Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in demat form.

For Members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall remit dividend by way of dividend warrant / banker's cheque / demand draft, dispatched by September 20, 2023.

Members holding shares in electronic form may note that as per the circular issued by National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL), it is mandatory for the Company to print on the dividend warrants, bank details of beneficiary owners/ Members as furnished by these Depositories while making payment of dividend. The Company or its RTA cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Members are requested to advise such changes only to their respective DPs.

12. Unclaimed/Unpaid Dividends

Pursuant to the provisions of Section 124 and Section 125 of the Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the amount of dividend remaining unclaimed or unpaid for a period of seven years from the date of transfer to the Unpaid Dividend Account is required to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") as amended, all shares in respect of which dividend has not been paid or claimed by the members for seven consecutive years or more, are required to be transferred to the IEPF Authority.

In view of above, members are requested to claim their unclaimed/unpaid dividends for FY 2015-16 and onwards before transfer to IEPF Authority by writing to the Company/RTA. The final Dividend for FY 2015-16 is due for transfer to IEPF on August 3, 2023 and those shareholders whose dividend for FY 2015-16 is unclaimed are requested to send necessary documents to Company/RTA before July 31, 2023 for claiming said dividend.

Members whose unclaimed dividends/shares are/will be transferred to the IEPF Authority can claim the same by making an online application to the IEPF Authority in the prescribed Form No. IEPF-5 by following the refund procedure as detailed on the website of IEPF Authority <http://www.iepf.gov.in/IEPF/refund.html>

Pursuant to the provisions of IEPF Rules, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on March 31, 2022 on the website of the Company at www.everestind.com and also on the website of the MCA at www.iepf.gov.in.

13. Transfer/Transmission/Transposition of Shares

As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, securities of listed companies can be transferred, transmitted and transposed only in dematerialised mode. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form at earliest. Members can contact the Company/RTA in case of any assistance in this regard.

14. Nomination

As per the provisions of Section 72 of the Act, the facility for making nomination is available for Members in respect of shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If a member desires to opt out from the Nomination facility, then they may submit a request in Form ISR-3. The said forms can be downloaded from the website of the Company at www.everestind.com or from the website of RTA at www.mcsregistrars.com. Members are requested to submit the relevant form to their DP in case shares are held in demat form and to the Company either by emailing signed copies to compoofficer@everestind.com or helpdeskum@mcsregistrars.com or admin@mcsregistrars.com or sending physical copies to the Company/RTA, in case shares are held in physical form, quoting their folio number.

15. KYC Updation

SEBI, vide its circular dated November 3, 2021 read with circulars dated December 14, 2021 and March 16, 2023, (effective from April 1, 2023 in supersession of these circulars) has mandated compulsory furnishing of PAN,

nomination (for all eligible folios), contact details, bank account details and specimen signature by holders of physical securities. It has also mandated compulsory linking of PAN and Aadhaar by all holders of physical securities and has prescribed freezing of folios by Registrar and Share Transfer Agents, wherein any of the cited documents / details are not available on or after October 1, 2023.

Folios in which PAN is missing or is not valid, i.e., PAN is not linked to Aadhaar, as on the cut-off date notified by the Central Board of Direct Taxes ('CBDT') vide its press release dated March 28, 2023, or any other subsequent date as may be notified by CBDT, shall be frozen by the R&T Agent.

The R&T Agent may revert the frozen folios to normal status upon:

- receipt of all the aforesaid documents / details
- or
- dematerialisation of all the securities in such folios.

Holders of physical securities are requested to take note of the same and furnish their KYC details at the earliest, to the Company's R&T Agent. The relevant forms for updation of KYC are available on the websites of the Company and the R&T Agent.

The Company, through the R&T Agent, has sent individual letters to the holders of physical securities with incomplete KYC details requesting them to furnish / update their KYC details at the earliest.

The details of various forms for updating KYC details for holders of physical shares are as follows:

Form	Description
ISR-1	Request for Registering PAN, KYC Details or Changes / Updation thereof
ISR-2	Confirmation of Signature of Securities holder by the Banker
ISR-3	Declaration Form for Opting-out of Nomination
ISR-4	Request for issue of Duplicate Certificate
ISR-5	Request for Transmission of Securities by Nominee or Legal Heir
SH-13	Registration of Nomination
SH-14	Cancellation or Variation of Nomination

The aforesaid forms are available at www.everestind.com/investor-relations/shareholders-information and on the website of RTA www.mcsregistrars.com/investor-relations.php

Members can submit necessary forms along with the required documentary evidence to the R&T Agent in following manner:

- through self-attested hard copies addressed to the registered office of the R&T Agent.
- through electronic mode with e-sign.
- through 'In Person Verification' ('IPV'): the authorised person of the R&T Agent shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials.

Members can also reach out to the RTA at helpdeskum@mcsregistrars.com or admin@mcsregistrars.com or to the Company at compoofficer@everestind.com for any queries / assistance on the same.

16. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company/RTA.

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

18. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

19. **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

a) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA.

b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/

RTA. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

- c) Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- d) In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

20. E-voting Details and AGM Instructions

- a) Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 as amended and the MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with **National Securities Depository Limited (NSDL)** for facilitating voting through electronic means, as the authorized agency. **The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of AGM will be provided by NSDL.**
- b) **The remote e-Voting period commences on Friday, August 18, 2023 (9:00 a.m. IST) and ends on Monday, August 21, 2023 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in electronic form as on Tuesday, August 15, 2023 i.e., cut-off date, may cast their vote electronically.** The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently

or cast their vote again. Those Members, who will be attending the AGM through VC /OAVM and have not cast their vote through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system during the AGM. The voting rights of the Members shall be in proportion to their share(s) of the paid-up equity share capital of the Company as on the cut-off date.

c) Members who have cast their vote by remote e-Voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already cast votes through remote e-Voting.

d) A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as e-Voting during the AGM. Any person holding shares in physical form and non-individual shareholders, acquiring shares of the Company and becoming a Member of the Company after sending of the Notice, and holding shares as of the cut-off date, may obtain the User ID and password by sending a request at evoting@nsdl.co.in. However, if the Member is already registered with NSDL for remote e-Voting, then such Member can use their existing User ID and password for casting their vote. Individual Shareholders holding securities in demat mode who acquire shares of the Company and become a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may follow the steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system". A person who is not a member as on cut-off date should treat this Notice for information purpose only.

e) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-Voting system for all those Members who are present during the AGM through VC / OAVM but have not cast their votes by availing the remote e-Voting facility earlier. The e-Voting module shall be disabled by NSDL for voting 15 minutes after the conclusion of the AGM.

f) Mr. Tanuj Vohra, Practicing Company Secretary (Membership No. F5621) (C.P. No. 5253) and in his absence Mr. Vishhal Arorah, Practicing Company Secretary (Membership No. F5958) (C.P. No. 5992) of M/s. TVA & Co. LLP, Practising Company Secretaries have been appointed by the Board of Directors of the Company as the Scrutinizer to scrutinize the electronic voting at AGM including remote e-voting process in a fair and transparent manner.

g) The Scrutinizer shall, immediately after the conclusion of voting at the Meeting, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-Voting and make, not later than two working days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by the Chairman in writing, who shall countersign the same.

h) The results shall be declared along with the Scrutinizer's Report within 2 working days from the conclusion of the AGM and shall be placed on the Company's website www.everestind.com and on the website of NSDL www.evoting.nsdl.com immediately after declaration. The Company shall simultaneously forward the results to BSE and NSE, where the shares of the Company are listed. The results shall also be placed on the notice board of the Company at its Registered Office and Corporate Office.

INSTRUCTIONS FOR REMOTE E-VOTING BEFORE THE AGM:

The way to vote electronically on NSDL e-Voting system consists of 'Two Steps' which are mentioned below:

Step 1: Access to NSDL e-Voting system

- A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode
- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	<ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	<ol style="list-style-type: none"> Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	<ol style="list-style-type: none"> Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

 Google Play



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdsindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdsindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdsindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p><i>Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.</i></p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdsindia.com or contact at toll free no. 1800 22 55 33

- B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?

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

- If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.

- If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the Annual General Meeting. The EVEN of the Company is 124680. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to tanujvohra@yahoo.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.co.in

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted

- their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
 4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote E-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for Access to NSDL e-voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. The EVEN of the Company is 124680. Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice to avoid last minute rush.
2. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors etc. who are allowed to attend the AGM, without restriction on account of a first come first served basis.
3. Members are encouraged to join the Meeting through laptops for better experience.
4. Members will be required to use internet with a good speed to avoid any disturbance during the meeting.
5. Please note that members connecting from mobile devices or tablets or through laptop connecting via

- mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable wi-fi or LAN connection to mitigate any kind of aforesaid glitches.
6. Members facing any technical issue in login before / during the AGM can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.
 7. The members, seeking any information with regard to the financial statements or any matters placed at the AGM or having any questions in connection with the matter placed at AGM, are requested to send an email from their registered email address mentioning their name, DP ID Client ID/Folio NO. and mobile Number to the Company on compoofficer@everestind.com on or before August 15, 2023. These queries will be replied suitably by the Company.

8. Members who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending a request mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at , to reach Company's email id at compoofficer@everestind.com before 5.00 p.m. (IST) on or before August 15, 2023. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM, provided they hold shares as on cut- off date. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
9. Members who need assistance before or during the AGM may contact Ms. Pallavi Mhatre at evoting@nsdl.co.in or call on the toll free numbers 1800 1020 990 / 1800 224 430.

Explanatory Statement

The following Explanatory Statement in terms of Section 102 of the Companies Act, 2013 for the special business is annexed hereto and forms part of the Notice convening the 90th Annual General Meeting:

Item No. 4:**Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2024**

The Board of Directors of the Company at its meeting held on May 11, 2023, on the recommendation of the Audit Committee approved the appointment and remuneration of M/s. Chandra Wadhwa & Co., Cost Accountants (Firm Registration No. 000239) as Cost Auditors of the Company to carry out the audit of the cost records of the Company for the financial year ending March 31, 2024 at a remuneration of ₹ 5,00,000/- (Rupees Five Lakhs only) excluding reimbursement of out of pocket expenses and taxes as applicable.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors of the Company to carry out the Cost Audit and submit their report for the financial year ending March 31, 2024.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for consideration by the members of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 4 of the Notice.

Item No. 5:**Approval for payment of commission to Mr. Anant Talaunicar, Non-Executive Chairman for the Financial Year 2023-24.**

At the 87th Annual General Meeting held on August 27, 2020, the Members of the Company approved the appointment of Mr. Anant Talaunicar (DIN: 00031051) as an Independent Director of the Company with effect from November 21, 2019 for first term of five (5) consecutive years. Subsequently, the Board appointed Mr. Anant Talaunicar as a Non-Executive Chairman of the Company with effect from June 25, 2020.

Mr. Anant Talaunicar has more than 37 years of rich experience (16 years in USA) in the fields of Manufacturing, Project

Management, Finance etc. Mr. Talaunicar has completed Bachelor's degree in Mechanical Engineering from Mysore University. He secured a Master's degree in Engineering from the University of Michigan in 1985 and MBA from Tulane University in 1987. He was Chairman and Managing Director of Cummins Group in India from March 2004 till October 2017.

Since joining the Board of the Company, Mr. Anant Talaunicar has taken active interest in significant strategic matters of the Company and his contribution has been immense and invaluable. His role in the corporate strategy and business development of the Company has been significant. Mr. Talaunicar as Non-Executive Chairman not only offers the Company his expertise in growth of all segments of the business but also plays an important role in guiding and mentoring the leadership team of the Company.

Mr. Talaunicar has played a significant role in all operational aspects of the Company for the financial year 2022-23. He has been continuously monitoring implementation of strategies & initiatives and taking corrective actions wherever required. He is also involved in drawing strategies for taking the Company to the next level.

The members of the Company in the Annual General Meeting held on August 25, 2022, passed a special resolution approving payment of remuneration by way of commission upto ₹ 2,00,00,000/- (Rupees Two Crores) to Mr. Anant Talaunicar for the financial year 2022-23, subject to the limit of four percent (4%) of net profits of the Company computed in the manner referred to in Section 198 of the Companies Act, 2013. The Board, on the recommendation of NRC, in its meeting held on May 11, 2023 approved the payment of commission of ₹ 1,50,00,000/- (Rupees One Crore Fifty Lakhs) for the financial year 2022-23 to Mr. Anant Talaunicar, Non-Executive Chairman of the Company.

The Board at its meeting held on May 11, 2023, on the recommendation of Nomination & Remuneration Committee and subject to the approval of members of the Company, has approved payment of commission upto ₹ 2,00,00,000/- (Rupees Two Crores) for the financial year 2023-24 to Mr. Anant Talaunicar, Non-Executive Chairman, subject to the limit of 4% of net profits of the Company computed in the manner referred to in Section 198 of the Companies Act, 2013 ("Act"). The aforesaid commission to the Non-Executive Chairman shall be over and above 1% commission payable to the Non-Executive Directors for the financial year 2023-24 pursuant the special resolution dated March 7, 2021 passed by the members of the Company through postal ballot.

As per section 197 of the Act, remuneration to Non-Executive Directors by way of commission exceeding 1% of the net profits of the Company per annum, calculated in accordance

with the provisions of Section 198 of the Act, can be paid by passing Special Resolution in the general meeting.

Further, as per the Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), approval of the members by way of Special Resolution is required every year in case the annual remuneration payable to a single Non-Executive Director exceeds 50% of the total annual remuneration payable to all Non-Executive Directors of the Company.

As the proposed commission payable to Non-Executive Chairman for the financial year 2023-24 may exceed 50% of the total annual remuneration payable to all the Non-Executive Directors, members approval by way of Special Resolution is sought pursuant to the provisions of Regulation 17(6) (ca) of the SEBI Listing Regulations. Members approval by way of Special Resolution is also required under section 197 of the Act as the commission payable to the Non-Executive Chairman may exceed limit of 1% of the net profit under Section 198 of the Companies Act, 2013.

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

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Anant Talaunicar and his relatives are, in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No. 5 of the Notice.

Item No. 6:**Re-appointment of Mr. Rajendra Chitale (DIN: 00015986), as a Non-Executive Independent Director of the Company for the second consecutive term of five consecutive years w.e.f January 23, 2024**

At the Annual General Meeting held on July 24, 2019, Mr. Rajendra Chitale (DIN: 00015986) was appointed as a Non-Executive Independent Director of the Company for a first term of 5 consecutive years w.e.f. January 23, 2019. His first term is ending on January 22, 2024.

Mr. Rajendra Chitale is a Chartered Accountant & LLB. He is a Managing Partner of M/s Chitale & Associates and M. P. Chitale & Co. He has been a part of several prestigious committees like the Insurance Advisory Committee, Financial Sector Legislative Reforms Commission, Government of India, the Company Law Advisory Committee, the Takeover Panel of the SEBI, Investor Education & Protection Fund Committee.

Mr. Rajendra Chitale is associated with the Company from the year 2019 as an Independent Director and He is also chairman of the Audit Committee. He attends Board and Committee meetings of the Company, participates in various discussions and provides his valuable suggestions to the Board. His rich knowledge, skills, wide experience and contributions have immensely benefited the Company. Considering the skills, expertise, competencies and the contributions made by Mr. Rajendra Chitale, the Nomination and Remuneration Committee (NRC) at its meeting held on May 9, 2023 recommended to the Board that his continued association will immensely benefit the Company. Pursuant to the recommendation of NRC and report of performance evaluation and in order to continue to avail benefits of his rich and varied experience, the Board at its meeting held on May 11, 2023 approved and recommended to the members of the Company, re-appointment of Mr. Rajendra Chitale, as a Non-Executive Independent Director of the Company for a second consecutive term of five consecutive years with effect from January 23, 2024 to January 22, 2029, not liable to retire by rotation. Mr. Rajendra Chitale will be entitled to sitting fees and commission as may decided by the Board.

Mr. Rajendra Chitale has given consent for the said re-appointment and he is not disqualified from being re-appointed as a director of the Company under Section 164 of the Companies Act, 2013 ("the Act"). Further, the Company has received declaration of independence from Mr. Rajendra Chitale confirming that he meets the criteria of independence as specified in Section 149(6) of the Act and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. The Board, after assessing veracity of the same, is of the opinion that he fulfills the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and rules made thereunder and the Listing Regulations and he is independent of the management. Further, Mr. Rajendra Chitale is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. The Company has received notice in writing from a member under Section 160 of the Act proposing candidature of Mr. Rajendra Chitale for the office of Director of the Company.

The details of Mr. Rajendra Chitale required under Regulation 36(2) of the Listing Regulations and Secretarial Standard - 2 issued by ICSI are provided in "Annexure I" to the Notice.

The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company and is available for inspection at the Registered Office of the Company on all days except Saturdays, Sundays or Public holidays between 2.00 p.m. to 4.00 p.m. upto the date of the AGM and also at the AGM.

Pursuant to the provisions of Section 149(10) of the Act, an independent director shall hold office for a term up to five consecutive years on the Board of a company, but shall be eligible for re-appointment on passing of a special resolution by the company. Further, as per Schedule IV of the Act, the re-appointment of independent director shall be on the basis of report of performance evaluation. Further, as per Listing Regulations, re-appointment of Independent Director requires approval of members by special resolution.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Rajendra Chitale and his relatives are, in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No. 6 of the Notice.

Item No. 7:

Re-Appointment of Mr. Alok Nanda (DIN: 02149755), as a Non-Executive Independent Director of the Company for the second consecutive term of five consecutive years w.e.f January 23, 2024

At the Annual General Meeting held on July 24, 2019, Mr. Alok Nanda (DIN: 02149755) was appointed as a Non-Executive Independent Director of the Company for a first term of 5 consecutive years w.e.f. January 23, 2019. His first term is ending on January 22, 2024.

Mr. Alok Nanda is the founder and CEO of Alok Nanda & Communications Pvt. Ltd, a creative brand consultancy. In this capacity, he has advised some of India's leading brands and companies from various sectors such as e-commerce, service, real estate, construction, hospitality etc.

Mr. Alok Nanda is associated with the Company from the year 2019 as an Independent Director. He attends Board and Committee meetings of the Company, participates in various discussions and provides his valuable suggestions to the Board. His rich knowledge, skills, wide experience, contributions have immensely benefited the Company. Considering the skills, expertise, competencies and the contributions made by Mr. Rajendra Chitale the Nomination and Remuneration Committee (NRC) recommended to

the Board that his continued association will immensely benefit the Company. Pursuant to the recommendation of NRC and report of performance evaluation and in order to continue to avail benefits of his rich and varied experience, the Board at its meeting held on May 11, 2023 approved and recommended re-appointment of Mr. Alok Nanda, as a Non-Executive Independent Director of the Company for a second consecutive term of five consecutive years with effect from January 23, 2024 to January 22, 2029, not liable to retire by rotation. Mr. Alok Nanda would be entitled to sitting fees and commission as decided by the Board.

Mr. Alok Nanda has given consent for the said re-appointment and he is not disqualified from being re-appointed as a director of the Company under Section 164 of the Companies Act, 2013 ("the Act"). Further, the Company has received declaration of independence from Mr. Alok Nanda confirming that he meets the criteria of independence as specified in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. The Board after assessing veracity of the same is of the opinion that he fulfills the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and rules made thereunder and the Listing Regulations and he is independent of the management. Further, Mr. Alok Nanda is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. The Company has received notice in writing from a member under Section 160 of the Act proposing candidature of Mr. Alok Nanda for the office of Director of the Company.

The details of Mr. Alok Nanda required under Regulation 36(2) of the Listing Regulations and Secretarial Standard - 2 are provided in "Annexure I" to the Notice. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company and is available for inspection at the Registered Office of the Company on all days except Saturdays, Sundays or Public holidays between 2.00 p.m. to 4.00 p.m. upto the date of the AGM and also at the AGM.

Pursuant to the provisions of Section 149(10) of the Act, an independent director shall hold office for a term up to five consecutive years on the Board of a company, but shall be eligible for re-appointment on passing of a special resolution by the company. Further, as per Schedule IV of the Act, the re-appointment of independent director shall be on the basis of report of performance evaluation. Further, as per Listing Regulations, re-appointment of Independent Director requires approval of members by special resolution.

The Board of Directors recommends the resolution at Item No. 7 of the Notice for the approval of members of the Company by way of Special Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Alok Nanda and his relatives are, in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No. 7 of the Notice.

Item No. 8:

Re- Appointment of Mr. Rajesh Joshi (DIN: 08855031), as Managing Director & Chief Executive Officer of the Company

At the Annual General Meeting of the Company held on August 25, 2021, Mr. Rajesh Joshi (DIN: 08855031), was appointed as a Managing Director & CEO of the Company for a period of 3 years w.e.f. September 1, 2020. Thus, the existing term of Mr. Rajesh Joshi is ending on August 31, 2023.

Mr. Rajesh Joshi is an Electronics and Telecommunication Engineer from University of Pune and has completed his MBA from SIBM, Pune. He has over 27 years of experience in multiple product categories including consumer products, retailing and telecom. He has previously worked in Asian Paints, Airtel and Pidilite Industries Ltd.

Mr. Rajesh Joshi has been instrumental in driving and implementing the strategic decisions and business of the Company. He has moved the Company forward towards its vision.

Pursuant to the recommendation of the Nomination and Remuneration Committee and considering significant contributions made by him in growth and performance of the Company and his effective leadership, the Board of Directors of the Company at its meeting held on May 11, 2023,

re-appointed Mr. Rajesh Joshi as a Managing Director & CEO of the Company for a further period of 3 years w.e.f. September 1, 2023, on the terms and conditions including remuneration as stated in Item No. 8 of the Notice, subject to the approval of members of the Company. Mr. Rajesh Joshi has given his consent for the aforesaid re-appointment. He is not disqualified to act as a Director under Section 164, 196 of the Companies Act, 2013 ("the Act") read with Part I of Schedule V of the Act. He is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority.

Pursuant to the provisions of Sections 196, 197, 198 and any other applicable provisions, if any, of the Act, and the rules framed thereunder read with Schedule V of the Act, the re-appointment and remuneration of Managing Director requires approval of the shareholders in General Meeting.

The Company has received notice in writing from a Member under Section 160 of the Act proposing candidature of Mr. Rajesh Joshi for the office of Director of the Company.

The brief resume and other details of Mr. Rajesh Joshi as per the Listing Regulations and Secretarial Standard - 2 issued by ICSI are provided in "Annexure I" to the Notice. The statement as required under Section II, Part II of the Schedule V of the Act, with reference to payment of minimum remuneration at Item No. 8 is annexed hereto as "Annexure II".

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval by the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Rajesh Joshi and his relatives are, in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No. 8 of the Notice.

ANNEXURE I

ADDITIONAL INFORMATION IN RESPECT OF MR. RAJENDRA CHITALE, MR. ALOK NANDA AND MR. RAJESH JOSHI PURSUANT TO THE 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND THE SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS

Name of Director	Mr. Rajendra Chitale	Mr. Alok Nanda	Mr. Rajesh Joshi
DIN	00015986	02149755	08855031
Date of Birth	10.4.1961	14.7.1960	22.01.1970
Age	62 Years	62 Years	53 years
Category & Designation	Non- Executive Independent Director	Non- Executive Independent Director	Managing Director & CEO
Experience	40 Years	41	27 years
Date of appointment first appointment on the Board	23.1.2019	23.1.2019	1.9.2021
Expertise in specific functional areas	Audit, Taxation and Finance	Advertisement and Communication	Project Management, Finance, Operations
Qualifications	B.Com, LL.B, F.C.A	B.Com	Electronics and Telecommunication Engineer and MBA
Remuneration last drawn (Financial Year 2022-23)	₹ 13.50 lakhs	₹ 9.40 lakhs	₹ 342.65 lakhs
Details of remuneration sought to be paid	Sitting Fees and Commission as may be approved by the Board.	Sitting Fees and Commission as may be approved by the Board.	As stated in item No. 8 of the notice.
Terms & conditions of appointment/ re-appointment	As stated in item No. 6 of the notice.	As stated in item No. 7 of the notice.	As stated in item No. 8 of the notice.
Directorships held in other companies as on 31 st March 2023 excluding Foreign Companies	1. Reliance General Insurance Company Limited 2. Reliance Nippon Life Insurance Company Limited 3. Chitale Advisory Services Private Limited 4. DAM Capital Advisors Limited	1. Alok Nanda & Company Communications Private Limited	1. Everest Foundation (Section 8 Company) 2. Everest Buildpro Private Limited
Memberships of Audit & Stakeholders Relationship Committees of other companies as on 31 st March, 2023	1. Reliance General Insurance Company Limited - Chairman of Audit Committee 2. Reliance Nippon Life Insurance Company Limited – Member of Audit Committee, 3. DAM Capital Advisors Limited - Member of Audit Committee	NIL	NIL
Shareholding in the Company including shareholding as a beneficial owner (as on 31 st March, 2023)	4007 equity shares of ₹ 10/- each	10 equity shares of ₹ 10/- each	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	None	None
Number of Meetings of Board attended during the year	6 of 7	6 of 7	7 of 7
Skills and capabilities required for the role.	Please refer Corporate Governance Report forming part of Annual Report.		
Names of listed entities in which Director has resigned in the past three years.	Ambuja Cements Limited	-	-

ANNEXURE II

The Statement containing Additional Information as required under Schedule V of the Companies Act, 2013

I General Information

1	Nature of Industry	The Company is engaged in the business of manufacturing of fibre cement products with manufacturing facilities located at Madhya Pradesh, West Bengal, Tamil Nadu, Maharashtra, Uttarakhand and Odisha. The Company is also in the business of steel buildings with plants located at Uttarakhand, Jharkhand and Gujarat. The Company offers building products and building solutions for housing, commercial and industrial sectors in India and abroad.																																			
2	Date or expected date of commencement of commercial production	The Company is already in production for more than 89 years.																																			
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable																																			
4	Financial performance based on given indicators	₹ in Lakhs <table border="1"> <thead> <tr> <th></th> <th colspan="2">FY 2022-23</th> <th colspan="2">FY 2021-22</th> <th colspan="2">FY 2020-21</th> </tr> <tr> <th></th> <th>Standalone</th> <th>Consolidated</th> <th>Standalone</th> <th>Consolidated</th> <th>Standalone</th> <th>Consolidated</th> </tr> </thead> <tbody> <tr> <td>Total Income</td> <td>168,545.74</td> <td>168,822.96</td> <td>139,034.54</td> <td>139,405.99</td> <td>122,213.11</td> <td>122,680.36</td> </tr> <tr> <td>Profit Before Tax</td> <td>4,367.95</td> <td>4,283.88</td> <td>6,655.90</td> <td>6,652.11</td> <td>9,283.99</td> <td>9,163.94</td> </tr> <tr> <td>Profit After Tax</td> <td>4,320.02</td> <td>4,235.95</td> <td>4,412.31</td> <td>4,408.52</td> <td>5,759.18</td> <td>5,639.13</td> </tr> </tbody> </table>		FY 2022-23		FY 2021-22		FY 2020-21			Standalone	Consolidated	Standalone	Consolidated	Standalone	Consolidated	Total Income	168,545.74	168,822.96	139,034.54	139,405.99	122,213.11	122,680.36	Profit Before Tax	4,367.95	4,283.88	6,655.90	6,652.11	9,283.99	9,163.94	Profit After Tax	4,320.02	4,235.95	4,412.31	4,408.52	5,759.18	5,639.13
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5	Foreign investments or collaborators, if any	The Company has not entered into any foreign collaboration. The Company has two subsidiaries outside India viz., Everest Building Products in Mauritius and Everestind FZE in Jebel Ali Free Zone, Dubai, UAE. Some Non Resident Indians & Foreign Institutional Investors hold minor shareholding in the Company.																																			

II. Information about the appointee

S. No	Particulars	Rajesh Joshi
1	Background details	Mr. Rajesh Joshi is an Electronics and Telecommunication Engineer from University of Pune and has completed his MBA from SIBM, Pune. He has over 27 years of experience in multiple product categories including consumer products, retailing and telecom. He has previously worked in Asian Paints, Airtel and Pidilite Industries Ltd. In September 2020, he joined Everest Industries Ltd as Managing Director & CEO.
2	Past Remuneration	The remuneration of Mr. Rajesh Joshi for Financial Year 2022-23 was ₹ 3,42,65,240/- (Rupees Three crore Forty-Two Lakh Sixty-Five Thousand and Two Forty only). Stock Options: 1,08,987 Employee Stock Options have been granted to Mr. Rajesh Joshi
3	Recognition or award	N.A.
4	Job profile and his suitability	Mr. Rajesh Joshi, Managing Director & CEO of the Company leads the Company in all aspects of Management, Marketing, Finance and Operations. His strong understanding of the Company's markets and customers and his managerial acumen add value to the leadership and sustainable growth of the Company.
5.	Remuneration proposed	Details of proposed remuneration is provided in Item No. 8 of the AGM Notice.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the turnover of the Company and the experience and responsibilities of Mr. Rajesh Joshi, the remuneration being proposed to be paid to him is reasonable and in line with remuneration levels in the industry.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Rajesh Joshi, Managing Director & CEO, does not have any pecuniary relationship (except remuneration), directly or indirectly with the Company and does not have any relationship with any managerial personnel of the Company.

III. Other Information

1. Reasons of loss or inadequate profits	The Company has adequate profits under Section 198 of the Companies Act, 2013 and does not envisage any loss or inadequate profits. However, as a matter of abundant caution, the Company proposes to obtain approval of the members of the Company for payment of minimum remuneration to Mr. Rajesh Joshi in case of situation of inadequate profits or loss. As a matter of compliance under Para A of Section II of Part II of Schedule V of Companies Act, 2013, this statement is given
2. Steps taken or proposed to be taken for improvement	Not Applicable. However, the Company constantly endeavors to take all such measures which shall improve the performance of the Company.
3. Expected increase in productivity and profits in measurable terms	The Company is conscious about improvement in productivity and undertakes constant measures to improve the same. However, it is extremely difficult in present scenario to predict profits in measurable terms. For the year ended 31 st March, 2023, net profit after tax stood at ₹ 4320.02 lakhs.

IV. Disclosures: The information on remuneration package of Mr. Rajesh Joshi, Managing Director & CEO is provided in Corporate Governance Report forming part of the Annual Report for FY 2022-23.

ANNEXURE III**TAXABILITY OF DIVIDENDS****Tax Deduction at Source (TDS) on Final Dividend for FY 2022-23**

W.e.f. 1st April 2020, Dividend Distribution Tax u/s 115-O of the Income-tax Act, 1961 ("the IT Act") payable by domestic companies on declaration of dividend has been abolished. Pursuant to this amendment and certain consequential amendments brought vide Finance Act, 2020, the Company is required to deduct tax at source ("TDS") in accordance with the provisions of the IT Act, from dividend distributed on or after 1st April 2020.

Please take note of the below TDS provisions and information/document requirements for each shareholder:

Section 1: For all Members - Details that should be completed and /or updated, as applicable

All Members are requested to ensure that the below details are completed and/or updated, as applicable, in their respective demat account/s maintained with the Depository Participant/s; or in case of shares held in physical form, with the Company, by August 15, 2023. Please note that these details as available on record date will be relied upon by the Company, for the purpose of complying with the applicable TDS provisions:

- I. Valid Permanent Account Number (PAN).
- II. Residential status as per the Act i.e. Resident or Non-Resident for FY 2022-23.
- III. Category of the Member:
 - i. Mutual Fund
 - ii. Insurance Company
 - iii. Alternate Investment Fund (AIF) Category I and II
 - iv. AIF Category III
 - v. Government (Central/State Government)
 - vi. Foreign Portfolio Investor (FPI)/Foreign Institutional Investor (FII): Foreign Company
 - vii. FPI/FII: Others (being Individual, Firm, Trust, AJP, etc.)
 - viii. Individual
 - ix. Hindu Undivided Family (HUF)
 - x. Firm
 - xi. Limited Liability Partnership (LLP)

xii. Association of Persons (AOP), Body of individuals (BOI) or Artificial Juridical Person (AJP)

xiii. Trust

xiv. Domestic company

xv. Foreign company.

IV. Email Address.

V. Residential Address.

For Resident Shareholders: Tax shall be deducted at source under section 194 of the Income-tax Act, 1961 @10% on the amount of Dividend declared and paid by the Company during the Financial Year ("FY") 2023-24 provided a valid PAN is provided by the shareholder. If PAN is not submitted, TDS would be deducted @20% as per section 206AA of the Income-tax Act, 1961.

a) For Resident Individual: No TDS shall be deducted on the Dividend payable to a resident Individual if the total dividend to be received during FY 2023-24 does not exceed ₹ 5,000. Please note that this includes the future dividends, if any, which may be declared by the Board in the FY 2023-24.

Separately, in cases where the shareholder provides Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an Individual who are 60 years and above), no tax at source shall be deducted provided that the eligibility conditions are being met. Needless to say, PAN is mandatory. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

b) For Resident Non-Individual: No tax shall be deducted on the dividend payable to the following resident non-individuals where they provide relevant details and documents:

i. Insurance Companies: Self-declaration that it qualifies as 'Insurer' as per section 2(7A) of the Insurance Act, 1938 and has full beneficial interest with respect to the ordinary shares owned by it along with self-attested copy of PAN card and certificate of registration with Insurance Regulatory and Development Authority of India (IRDAI)/LIC/GIC.

ii. Mutual Funds: Self-declaration that it is registered with SEBI and is notified under section 10 (23D) of the Income-tax Act, 1961 along with self-attested copy of PAN card and certificate of registration with SEBI.

- iii. **Alternative Investment Fund (AIF):** Self declaration that its income is exempt under section 10 (23FBA) of the Income-tax Act, 1961 and they are registered with SEBI as Category I or Category II AIF alongwith self attested copy of the PAN card and certificate of AIF registration with SEBI.
- iv. **New Pension System (NPS) Trust:** Self declaration that it qualifies as NPS trust and income is eligible for exemption under section 10(44) of the Income-tax Act, 1961 and is being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN card.
- v. **Recognised Provident funds:** No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self- attested copy of a valid order from Commissioner under Rule 3 of Part A of Fourth Schedule to the IT Act, or Self-attested valid documentary evidence (e.g. relevant copy of registration, notification, order, etc.) in support of the provident fund being established under a scheme framed under the Employees' Provident Funds Act, 1952 needs to be submitted.
- vi. **Approved Superannuation fund:** No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part B of Fourth Schedule to the IT Act needs to be submitted.
- vii. **Approved Gratuity Fund:** No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self- attested copy of valid approval granted by Commissioner under Rule 2 of Part C of Fourth Schedule to the IT Act needs to be submitted.
- viii. **Other Non-Individual shareholders:** Self attested copy of documentary evidence supporting the exemption along with self attested copy of PAN card. Please note that as per section 206AB introduced by the Finance Act, 2021 effective 1st July, 2021 and amended by Finance Act, 2022 in case a person has not filed his/ her Return of Income for the preceding financial year and the aggregate of tax deducted at source in his/her case is ₹ 50,000 or more in the said financial year, TDS will be higher of the following:
 - a) Twice the rate specified in the relevant provision of the Income-tax Act, 1961; or
 - b) Twice the rate or rates in force; or

c) The rate of five per cent.

The non-residents who do not have the permanent establishment and residents who are not required to file a return under section 139 of Income Tax Act, 1962 are excluded from the scope of a "specified person" i.e. levy of higher TDS under section 206AB of Income-tax Act, 1961.

For Non-resident Shareholders: Taxes are required to be withheld in accordance with the provisions of section 195 of the Income-tax Act, 1961 at the applicable rates in force. As per the relevant provisions of section 195 of the said Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of Dividend payable to them. In case of GDRs and Foreign Portfolio Investors ("FPI")/ Foreign Institutional Investors ("FII"), the withholding tax shall be as per the rates specified in section 196C and 196D of the Incometax Act, 1961 respectively plus applicable surcharge and cess on the amount of Dividend payable to them. However, as per section 90 of the Income-tax Act, 1961, the non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA") between India and the country of tax residence of the shareholder, if they are more beneficial to them. For this purpose, i.e. to avail the Tax Treaty benefits, the nonresident shareholder will have to provide the following:

- Self-attested copy of the PAN card allotted by the Indian Income Tax authorities.
- Self-attested copy of Tax Residency Certificate (TRC) for Financial Year 2023-24 obtained from the tax authorities of the country of which the shareholder is a resident.
- Shareholders who have PAN and propose to claim treaty benefit need to mandatorily file the Form 10F online at the link <https://eportal.incometax.gov.in/> with effect from 1st April, 2023 to avail the benefit of DTAA.
- Self-declaration by shareholder of meeting treaty eligibility requirement and satisfying beneficial ownership requirement for Financial Year 2023-24.
- Self-declaration by the non-resident shareholder of having no Permanent Establishment in India in accordance with the applicable Tax Treaty.
- In case of Foreign Institutional Investors and Foreign Portfolio Investors, copy of SEBI registration certificate.
- In case of shareholder being tax resident of Singapore, please furnish the letter issued by the competent

authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore DTAA.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the Non-Resident shareholder.

Other general information for the Members:

- I. For all self-attested documents, Members must mention on the document "certified true copy of the original". For all documents being sent / accepted by email, the Member undertakes to send the original document/s on the request by the Company.
- II. In case, the dividend income is assessable to tax in the hands of a person other than the registered Member as on the Record Date, then in terms of Rule 37BA of Income Tax Rules 1962, registered Member is required to furnish a declaration containing the name, address, PAN of the person to whom TDS credit is to be given and reasons for giving credit to such person.
- III. Shareholders holding Equity shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.
- IV. The Company will issue soft copy of the TDS certificate to its Members on their email id registered with Company/ RTA. Members will be able to download Form 26AS from the Income Tax Department's website: <https://incometaxindiaefiling.gov.in>.
- V. Application of TDS rate is subject to necessary due diligence and verification by the Company of the shareholder details as available in register of Members on the Book Closure Date, documents, information available in public domain, etc. In case of ambiguous, incomplete or conflicting information, or the valid information/documents not being provided, the Company will arrange to deduct tax at the maximum applicable rate.

VI. In case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund, if eligible.

VII. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the Member/s, such Member/s will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings.

VIII. Members are requested to take note of the TDS rates and document/s, if any, required to be submitted to the Company by August 15, 2023 for their respective category, in order to comply with the applicable TDS provisions on the email ids to the RTA on helpdeskum@mcstransferagent.com or to the Company on compoofficer@everestind.com. The hard copy can also be submitted to RTA at MCS Share Transfer Agent Limited 3B3, 3rd Floor, B-Wing, Gudecha Onclave Premises Co-op. Society Ltd. Kherani Road, Saki Naka, Andheri (E), Mumbai - 400 072 or to the Company at Tower-14, Level-3, Corporate Solitaire Park Guru Hargovindji Rd, Chakala, Andheri East, Mumbai, Maharashtra 400093

Note: Above communication on TDS sets out the provisions of law in a summary manner only and does not purport to be a complete analysis or listing of all potential tax consequences. Shareholders should consult with their own tax advisors for the tax provisions applicable to their particular circumstances.

By Order of the Board
For Everest Industries Limited

Amruta Avasare

Company Secretary & Head-Legal
Membership No. A18844

Date: June 9, 2023
Place: Mumbai

Registered Office: GAT No. 152, Lakhmapur,
Taluka Dindori, Nashik- 422 202,
Maharashtra.

**Elevating facades with
Everest ArteSeries - Cement Wood Plank**



BOARD'S REPORT

BOARD'S REPORT

To
The Members of
Everest Industries Limited

Your Directors take pleasure in presenting the Ninetieth (90th) Annual Report of Everest Industries Limited ("Company" or "Everest") together with the Audited Financial Statements for the financial year ended March 31, 2023 and Auditor's Report thereon.

FINANCIAL RESULTS

Particulars	₹ in Crores)			
	Financial Year ended			
	Standalone	Consolidated	31.03.2023	31.03.2022
Total Income	1685.46	1390.35	1688.23	1394.06
Profit before Depreciation & Finance Costs	108.96	98.35	108.12	98.31
Less : Depreciation and amortisation expenses	33.78	28.64	33.78	28.64
: Finance Costs	31.50	3.15	31.50	3.15
Profit before Tax	43.68	66.56	42.84	66.52
Tax Expense	0.48	22.44	0.48	22.44
Profit for the year	43.20	44.12	42.36	44.08
Other comprehensive income for the year, net of tax	-0.27	-0.43	-0.42	-0.45
Total comprehensive income for the year, net of tax	42.93	43.69	41.94	43.63
Add: Balance in Profit & Loss Account	406.92	374.96	406.14	374.22
Profit Available for Appropriation	449.85	418.65	448.24	417.87
Appropriations:				
Dividend Paid	9.40	11.73	9.40	11.73
Closing Balance	440.45	406.92	438.83	406.14

PERFORMANCE REVIEW

The Company has achieved a Total Income of ₹ 1685.46 crores during the financial year 2022-23 ("Year"). The Highlights of the Company's performance on a standalone basis during the Year are as under:

1. The Company achieved Total Revenue of ₹ 1685.46 crores for the year which was higher by 21% as compared to ₹ 1390.35 crores in the previous year. Top line in Building Products segment recorded increase of 9% whereas in the steel building segment, the same recorded an increase of 59.4%.
2. Production volume in the two business segments were as follows:
 - a. In Building Products segment, the production for the Year was 880705 MT as compared to 876212 MT in the previous year.
 - b. In steel buildings segment, the production for the Year was 35046 MT higher by 44.5% over 24259 MT in the previous year.
3. Operating Profit (EBIDTA) for the Year was ₹108.96 crores, higher by 10.8% over ₹ 98.35 crores in the previous year.
4. Profit before Tax during the Year amounted to ₹ 43.68 crores, lower by 34.4% as compared to ₹ 66.56 crores in the previous year.
5. Profit after Tax during the Year amounted to ₹ 43.20 crores, lower by 2.09% as compared to ₹44.12 crores in the previous year.
6. Cash profit for the year was ₹ 57.20 crores as compared to ₹ 72.80 crores in the previous year.

The consolidated revenue of the Company for the Year was ₹ 1688.23 crores as against ₹ 1394.06 crores in the previous year. The consolidated operating profit for the Year was ₹ 108.12 crores as compared to ₹ 98.31 crores in the previous year. Consolidated Profit after Tax for the Year was ₹ 42.36 crores as against ₹ 44.08 crores in the previous year.

DIVIDEND

The Board of Directors ("Board") of the Company has recommended a Final dividend @ 60% i.e. ₹6/- per equity share of face value of ₹ 10/- each for the financial year ended March 31, 2023 subject to the approval of the members of the Company at ensuing Annual General Meeting.

The aforesaid dividend is in line with the Dividend Distribution Policy adopted by the Company. In view of the changes made under the Income-tax Act, 1961, by the Finance Act, 2020, dividends paid or distributed by the Company shall be taxable in the hands of the Shareholders of the Company. Your Company shall, accordingly, make the payment of the Final Dividend after deduction of tax at source. For further details about TDS on Final Dividend, members are requested to refer Annexure III of the Notice of Annual General Meeting.

DIVIDEND DISTRIBUTION POLICY

Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), the Board of Directors of your Company had approved Dividend Distribution Policy on August 3, 2021. The Dividend Distribution Policy is also uploaded on the website of the Company and can be accessed at web-link <https://www.everestind.com/public/storage/codes-and-policies/November2022/T6v1LE6DLXqnmbsURXOs.pdf>

TRANSFER TO RESERVES

The Board of Directors has decided to retain the entire amount of profit for FY 2022-23 in the statement of profit & loss.

SHARE CAPITAL

As on March 31, 2023, the authorised share capital of the Company stood at ₹ 17,05,00,000/- comprising of 1,70,50,000 equity shares of ₹ 10/- each. The issued, subscribed and paid-up share capital of the Company was ₹ 15,73,61,440/- comprising of 1,57,36,144 equity shares of face value of ₹ 10/- each.

During the Year under review, the issued, subscribed and paid up share Capital of the Company has increased from ₹ 15,67,80,770/- to ₹ 15,73,61,440/- due to allotment of 58,067 equity shares of face value of ₹ 10/- each of the Company to the employees of the Company under various Employees Stock Option Schemes.

The Company has not issued any equity shares with differential voting rights, convertible securities, warrants or sweat equity shares.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(3)(c) and 134(5) of the Companies Act, 2013, your Directors, to the best of their knowledge and belief and according to the information and explanations obtained by them, state and confirm that:

- a) in the preparation of the annual accounts for the financial year ended March 31, 2023, the applicable accounting standards have been followed and there are no material departures from the same;
- b) Such accounting policies as mentioned in the notes to the Financial Statements for the year ended March 31, 2023 have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit for the year ended March 31, 2023;
- c) proper and sufficient care has been taken 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) the annual financial statements for the financial year ended March 31, 2023 are prepared on a 'going concern' basis;
- e) internal financial controls to be followed by the Company have been laid down and that such internal financial controls are adequate and are operating effectively; and
- f) proper systems to ensure compliance with the provisions of all applicable laws have been devised and that such systems are adequate and operating effectively.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 152 the Companies Act, 2013 ("Act"), Mr. Rajesh Joshi, Managing Director & CEO of the Company, retires by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors recommends his re-appointment as a Director of the Company, liable to retire by rotation.

Pursuant to the recommendation of Nomination and Remuneration Committee (NRC) at its meeting held on May 9, 2023, the Board of Directors of the Company at its meeting

held on May 11, 2023, approved and recommended to the members of the Company for their approval at the ensuing Annual General Meeting, following re-appointments of Directors:

- a) Re-appointment of Mr. Rajendra Chitale (DIN: 00015986) and Mr. Alok Nanda (DIN: 02149755) as Non-Executive Independent Directors of the Company for a second consecutive term of five consecutive years from January 23, 2024 to January 22, 2029.
- b) Re-appointment of Mr. Rajesh Joshi (DIN: 08855031) as a Managing Director & CEO of the Company for a further period of 3 years from September 1, 2023.

During FY 2022-23, Mr. Narotam Sekhsaria (DIN: 00276351), Non-Executive Director of the Company resigned from the Board with effect from April 29, 2022. The Board expressed its appreciation for the invaluable contribution and guidance provided by Mr. Narotam Sekhsaria during his tenure as a Director of the Company.

As per Secretarial Standard – 2 of the Institute of Company Secretaries of India (ICSI) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), brief profile and other related information of Mr. Rajendra Chitale, Mr. Alok Nanda and Mr. Rajesh Joshi is provided in Annexure I of Notice of ensuing AGM.

During FY 2022-23, Mr. Rajesh Joshi, Managing Director & CEO, Mr. Pramod Nair, Chief Financial Officer and Mr. Neeraj Kohli, Company Secretary were Key Managerial Personnel of the Company under the provisions of Section 203 of the Companies Act, 2013. Mr. Neeraj Kohli, Company Secretary retired from the services of the Company w.e.f. close of working hours of 31st March, 2023 and ceased to be a Company Secretary (KMP) of the Company. Pursuant to the recommendation of NRC, Ms. Amruta Avasare was appointed as a Company Secretary of the Company w.e.f. April 1, 2023 by the Board.

DECLARATION FROM INDEPENDENT DIRECTORS

All the Independent Directors of the Company have given declarations that they meet the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge duties with an objective independent judgment and without any external influence. Further, they are not debarred

from holding the office of director pursuant to any SEBI order or any such other authority.

All the Independent Directors of the Company have registered themselves in the data bank maintained with the Indian Institute of Corporate Affairs and have confirmed their compliance with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

In the opinion of the Board, all independent directors possess strong sense of integrity and having requisite experience, qualifications and expertise as well as they are independent of the management and has no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses, if any.

BOARD EVALUATION

Pursuant to the provisions of the Act and Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Board Committees. The exercise was carried out through a structured evaluation process covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, leadership attribute of directors through vision and values, strategic thinking and decision making, adequacy of business strategy, etc. The evaluation sheets based on SEBI Guidance Note dated January 5, 2017, containing the parameters of performance evaluation along with rating scale were circulated to all the Directors. The Directors rated the performance against each criteria. Thereafter, consolidated score was arrived.

The performance evaluation of the Independent Directors was done by the entire Board excluding the Directors being evaluated. The performance evaluation of the Non-Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

NUMBER OF MEETINGS OF THE BOARD

The Board met seven (7) times during the Year under review, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two consecutive Board meetings was within the period prescribed under the Act and Listing Regulations.

AUDIT COMMITTEE

As on March 31, 2023, the Audit Committee of the Board comprises of all independent Directors namely Mr. Rajendra Chitale (Chairman), Mr. B.L. Taparia (Member), Mr. M.L. Gupta (Member), Mrs. Bhavna Doshi (Member) and Mr. Anant

Talaulicar (Member). During the year under review, Ms. Padmini Sekhsaria stepped down as a member of the Audit Committee w.e.f. November 3, 2022. For details on the Audit Committee, please refer to Corporate Governance Report forming part of the Annual Report. The Board has accepted all the recommendations made by the Audit Committee.

NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Committee has framed a Nomination, Remuneration and Board Diversity Policy which lays down the criteria for appointment of Directors on the Board of your Company and guides organization's approach to Board Diversity. No changes were made in the Policy during the financial year 2022-23. Nomination, Remuneration and Board Diversity Policy is available on the website of the Company at <https://www-everestind.com/public/storage/codes-and-policies/November2022/GkVe2kyzlyHcAqz1gMV.pdf>

HOLDING, SUBSIDIARIES, ASSOCIATE & JOINT VENTURE COMPANIES

Falak Investment Private Limited, Promoter of the Company is the Holding Company of the Company with a stake of 50.42% of paid-up share capital of the Company.

The Company has a wholly owned subsidiary (WOS) in Mauritius viz. Everest Building Products (EBP mainly operates as a Holding Company for its WOS in UAE.). During FY 2022-23, EBP suffered a net loss of ₹ 1.42 Lakhs.

Everest Building Products has a wholly owned subsidiary, Everestind FZE incorporated in UAE. Everestind FZE is a legal entity involved in the trading of Company's products in the Middle East and foreign markets. During FY 2022-23, Everestind FZE earned a total income of ₹ 2641.00 Lakhs and suffered a net loss of ₹ 82.65 Lakhs out of trading of Company's products.

Everest Buildpro Private Limited was incorporated on 31st March, 2023 as a Wholly owned subsidiary of the Company for carrying out the business of manufacturing Boards and panels.

In terms of proviso to sub-section (3) of Section 129 of the Act, the salient features of the financial statements of the subsidiaries are set out in the prescribed Form AOC-1, which forms part of the Board's Report as ANNEXURE -1. During the financial year 2022-23, no Company has become or ceased to be a Joint Venture or Associate of the Company.

Pursuant to Regulation 16 of the Listing Regulations, your Company does not have any material subsidiary. However, the Company has adopted a policy on material subsidiaries, which

can be accessed at www-everestind.com/investor-relations/codes-and-policy?page=2

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company are prepared in accordance with the Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015. The Audited Consolidated Financial Statements of the Company for the year ended March 31, 2023 along with the Auditors' Report forms part of this Annual Report. The Audited Financial Statements of the Company and subsidiaries are available on the website of the Company at www-everestind.com/investor-relations/subsidiaries-financial-statements. Further, a copy of the Audited Financial Statements of the subsidiaries shall be made available for inspection electronically or at the registered office of the Company during business hours on any working day upto the date of Annual General Meeting. Any shareholder interested in obtaining a copy of separate Financial Statements of the subsidiaries shall make specific request in writing to the Company Secretary.

DEPOSITS

The Company has not accepted any deposits from the public under Chapter V of the Companies Act, 2013 during FY 2022-23 and, as such, no amount on account of principal or interest on public deposits was outstanding as on March 31, 2023.

RELATED PARTY TRANSACTIONS

All Related Party Transactions (RPT) entered during FY 2022-23 were on arm's length basis and in the ordinary course of business and in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Regulations. Generally, the RPTs are with wholly owned subsidiaries of the Company. During the year under review, the Company did not enter into any material RPT under the provisions of Section 188 of the Act and Listing Regulations. Hence, the disclosure of related party transactions, as required under Section 134(3) (h) of the Companies Act, 2013 in Form AOC-2 is not applicable to the Company and does not form part of this report.

The prior approval of the Audit Committee is obtained for all Related Party Transactions. A statement of all Related Party Transactions is reviewed by the Audit Committee on a quarterly basis. The Company has adopted a policy on Related Party Transactions and it has been uploaded on the Company's website at <https://www-everestind.com/public/storage/codes-and-policies/January2023/AFqzTapbg26DlVYTKXo8.pdf>

CORPORATE SOCIAL RESPONSIBILITY

In accordance with the requirements of Section 135 of the Act, the Company has constituted a Corporate Social Responsibility (CSR) Committee. The composition and terms of reference of

the CSR Committee are provided in the Corporate Governance Report.

The Board has also approved a CSR Policy which can be accessed on the Company's website at the link <https://www.everestind.com/public/storage/codes-and-policies/November2022/NbLzoSM8vJDdPkyt7n0l.pdf>. The Company has identified four focus areas of engagement which are as under:

- Livelihood enhancement - skill development, training and employment generation
- Promotion of education, and sports.
- Preventive health care and Sanitation
- Environmental Sustainability

The Company also undertakes other need-based initiatives in compliance with Schedule VII to the Act.

Annual Report on CSR activities for the financial year 2022-23 in the prescribed format is annexed as ANNEXURE-2 to this Board's Report. CSR activities of the Company which were being done through Everest Foundation (Trust) are continued through Everest Foundation (Section 8 company).

EMPLOYEES' STOCK OPTION SCHEMES

The Nomination and Remuneration Committee of the Board of the Company, inter-alia, administers and monitors the Employees' Stock Option Schemes of the Company ("schemes") in accordance with the applicable SEBI regulations.

The applicable disclosures as stipulated under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as on March 31, 2023 with regard to the Employees' Stock Option Schemes (ESOS) are provided in ANNEXURE-3 in the Board's Report and may be accessed on the Company's website at the link www.everestind.com/investor-relations/shareholders-information

The Company has received certificate from M/S TVA & CO. Secretarial Auditors of the Company that the Schemes have been implemented in compliance with the Securities & Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and as per special resolutions passed by the members in the Annual General Meetings. The certificate shall be available for inspection by the members of the Company during the 90th Annual General Meeting.

STATUTORY AUDITORS

M/s. SRBC & Co. LLP, Chartered Accountants (Registration No. 324982E/E300003), have been appointed as the Statutory Auditors of the Company for a period of five consecutive years in the 88th Annual General Meeting of the Company held on August 25, 2021 till the conclusion of the 93rd Annual General Meeting of the Company. Further, as required under Regulation 33(1)(d) of Listing Regulations, they hold a valid Peer Review Certificate issued by the Institute of Chartered Accountants of India

AUDITORS' REPORT

The Auditors' Report on standalone and consolidated financial statements for the year ended March 31, 2023 forms integral part of this Annual Report. The Auditors' Report does not contain any qualifications, reservations, adverse remarks and disclaimer. Notes to the Financial Statements are self explanatory and do not call for any further comments. The Statutory Auditors of the Company have not reported any incident of fraud under Section 143(12) of the Companies Act, 2013 (including any statutory modification(s) or re-enactment for the time being in force) during the year under review.

COST AUDITORS

The Company is required to maintain the cost records as specified by the Central Government under section 148(1) of the Act and accordingly, such accounts and records are made and maintained. As per the requirement of Central Government and pursuant to Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company has been carrying out the audit of its cost records.

On the recommendation of Audit Committee, the Board of Directors of the Company has re-appointed M/s Chandra Wadhwa & Co., Cost Accountants (FRN No. 00239) as Cost Auditors of the Company to audit the cost records of the Company for the financial year 2023-24. As required under the Act, a resolution seeking approval of the members for the ratification for the remuneration payable to the Cost Auditor forms part of the Notice convening the forthcoming 90th Annual General Meeting.

SECRETARIAL AUDITORS & SECRETARIAL AUDIT REPORT

As required under Section 204 of the Act and the rules made thereunder, the Board had appointed M/s TVA & Co. LLP, Practicing Company Secretaries as Secretarial Auditors of the Company to conduct the Secretarial Audit of the Company for the financial year 2022-23. The Secretarial Audit Report for the financial year 2022-23 issued by the Secretarial Auditors in

prescribed Format in Form MR-3 is attached as ANNEXURE- 4 to the Board's Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

SECRETARIAL STANDARDS

During the Year under review, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India. The same has also been confirmed by Secretarial Auditors of the Company in the Secretarial Audit Report.

VIGIL MECHANISM POLICY/WHISTLE BLOWER POLICY

Pursuant to Section 177 of the Act read with rules made thereunder and the Listing Regulations, the Company has in place a mechanism for Directors, employees, vendors, customers and other stakeholders to report concerns about unethical behaviour, actual or suspected fraud, violation of Code of Conduct of the Company etc. The mechanism also provides for adequate safeguards against victimization of Whistle Blower who avail the mechanism and also provides for direct access to the Whistle Blower to the Audit Committee. Pursuant thereto, a dedicated helpline "Ethics Helpline" has been set-up which is managed by an independent professional organization.

The Vigil Mechanism Policy may be accessed on the Company's website at the link <https://www.everestind.com/public/storage/codes-and-policies/January2023/v1QZPmutHIGtSoeIN3XR.pdf>

RISK MANAGEMENT

Risk factors and its mitigation are covered extensively in the Management Discussion and Analysis. Further, the Company also has in place Risk Management Committee to assess the risks and to review risk management plans of the Company.

The Company recognizes that risk is an integral part of the business and is committed to manage the risks in a proactive and efficient manner. The Company continued to strengthen its comprehensive system to promptly identify risks, assess their materiality and take measures to minimize their likelihood and losses. The Company has formulated a Risk Management Policy for risk identification, assessment and mitigation. Further, the Risk Management Committee is constituted and is assisted by the Management team comprising of the following:

- BU Head Roofing
- BU Head – Boards & Panels
- BU Head - ESBS
- Chief Financial Officer [CFO]
- Internal Auditor

- Chief Human Resources Officer (CHRO)
- VP – Manufacturing
- VP – R & D
- Head IT

Risk Management Committee meets twice in a year and discuss on the risk management and strategies. A presentation is made by Chief Risk Officer (CRO) at RMC meetings.

The Internal Audit Reports and Risk Management Framework are reviewed by the Audit Committee. For details on risk Management, please refer to Corporate Governance Report and Management Discussion and Analysis attached to this Annual Report.

INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls and that such internal financial controls are adequate and operating effectively. The Audit Committee reviews report presented by the Internal Auditors. It maintains constant dialogue with Statutory and Internal Auditors to ensure that internal control systems are operating effectively. For more details, refer to the 'Internal control systems and their adequacy' section in the Management discussion and analysis, which forms part of this Annual Report.

CORPORATE GOVERNANCE REPORT

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by Securities and Exchange Board of India ("SEBI"). A separate Report on Corporate Governance for the year ended 31st March, 2023 along with a certificate from M/s TVA & Co. LLP, Practicing Company Secretaries on compliance with the conditions of Corporate Governance as stipulated under Listing Regulations is provided as a part of this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Regulation 34 of the Listing Regulations, Management Discussion and Analysis containing information inter-alia on industry trends, your company's performance, future outlook, opportunities and threats for the year ended March 31, 2023, is provided in a separate section forming integral part of this Annual Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The Company falls under the Top 1000 Companies as per market capitalization as on 31st March 2022. Accordingly, Business Responsibility and Sustainability Report for the Year ended 31st March, 2023, as stipulated under Regulation 34

of Listing Regulations is provided separately as a part of this Annual Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY

The details of investments covered under the provisions of Section 186 of the Act are disclosed in the Note No 2.05 to the Standalone Financial Statements. The Company has neither given any loans nor provided any security or fresh guarantee under Section 186 of the Act during FY 2022-23

ANNUAL RETURN

The Annual Return as required under Section 92 and Section 134 of the Companies Act, 2013 read with rules made thereunder for FY 2021-22 and FY 2022-23 are available on the Company's website at the link www.everestind.com/investor-relations/annual-returns

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

Information on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo required under Section 134(3)(m) of the Companies Act, 2013 read with rules thereunder is given as "ANNEXURE 5" forming part of this Report.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Information required under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 viz. Details of top ten employees of the Company in terms of remuneration drawn during FY 2022-23 and particulars of employees drawing remuneration in excess of the limits specified in Rule 5(2) of the said rules is provided in Annexure forming part of this Report. As per the provisions of Section 136 of the Companies Act, 2013, the Annual Report and Accounts are being sent to the members of the Company excluding the said Annexure. Any member interested in obtaining a copy of said Annexure may write to the Company Secretary at the Registered Office of the Company. The said annexure will be available for inspection by the members at the Registered Office of the Company twenty-one days before and upto the date of ensuing Annual General Meeting during the business hours on working day.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2023 are provided in ANNEXURE- 6 to the Board's Report.

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

The Company always endeavors and provide conducive work environment that is free from discrimination and harassment including sexual harassment. The Company has zero tolerance towards sexual harassment at workplace and has adopted a policy for prevention of Sexual Harassment of Women at workplace. The Company has set up an Internal Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 at its all locations to look into the complaints relating to sexual harassment at workplace. During the year under review, no complaints pertaining to sexual harassment were received and no complaint was pending as on March 31, 2023.

HUMAN RESOURCES

The Company has continuously adopted structures that help to attract best external talent and promote internal talent to higher roles and responsibilities. Everest's people-centric focus providing an open work environment, fostering continuous improvement and development helped several employees realize their career aspiration during the Year.

INDUSTRIAL RELATIONS

During the year, the industrial relations at all the works of the Company were cordial.

SIGNIFICANT OR MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS

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

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year 2022-23 and the date of this report.

GENERAL

Your Directors state that:

1. Managing Director & CEO of the Company did not receive any remuneration or commission from any of its subsidiaries.
2. As required in terms of Secretarial Standard (SS)-4, it is hereby confirmed that there is no corporate insolvency resolution process initiated under the Insolvency and

Bankruptcy Code, 2016 and no proceeding is pending under the said code

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

ACKNOWLEDGEMENTS

Your Directors wish to place on record their gratitude to the Company's business associates, trade partners, dealers, customers, shareholders, vendors, bankers, technology providers and other stakeholders all over India and overseas for the continued support and co-operation extended by them to the Company during the Year. Your Board also thanks to the Government of India, State Governments and other Government Authorities for their continued support and

encouragement to the Company and look forward to their support in future.

Your Directors especially wish to place on record their sincere appreciation of the efficient services rendered by the Company's motivated team members from all Zones, Works and Offices.

For and on behalf of the Board

Anant Talaunicar Chairman	Rajesh Joshi Managing Director & CEO
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Place: Mumbai
Date: May 11, 2023

ANNEXURE - 1

FORM AOC – 1

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDIARIES, ASSOCIATE OR JOINT VENTURES OF THE COMPANY

(Pursuant to first proviso to Sub-Section (3) of Section 129 of the Companies Act, 2013, read with Rule 5 of the Companies (Accounts) Rules, 2014).

PART "A": SUBSIDIARIES

Name of the Subsidiary		(₹ in Lakhs)	
		Everest Building Products	Everestind FZE
1. Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01.04.2022 To 31.03.2023	01.04.2022 To 31.03.2023	
2. Reporting currency Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries (As on 31 st March, 2023)	USD ₹ 82.217	AED ₹ 22.376	
3. Share Capital	36.67	192.92	
4. Reserves & surplus	(37.54)	(452.17)	
5. Total Assets	3.51	266.69	
6. Total Liabilities	4.38	525.94	
7. Investments	-	-	
8. Total Income	0.00	2641.00	
9. Profit/(Loss) before taxation	(1.42)	(82.65)	
10. Provision for taxation	-	-	
11. Profit/(Loss) after taxation	(1.42)	(82.65)	
12. Proposed Dividend	-	-	
13. % of shareholding	100%	100%	

Notes:

- 1) Everestind FZE, UAE (incorporated on 18th December, 2013) is the wholly owned subsidiary of the Company's wholly owned subsidiary i.e. Everest Building Products, Mauritius (incorporated on 9th September, 2013).
- 2) Everest Buildpro Private Limited was incorporated as a wholly owned subsidiary of the Company on March 31, 2023. The subscribed share capital of Everest Buildpro Private Limited (EBPL) is ₹ 1,00,000/- and the other financial parameters in the EBPL are NIL.

PART B: ASSOCIATES AND JOINT VENTURES: Not applicable

For and on behalf of the Board of Directors

Anant Talaunicar

Chairman
DIN: 00031051

Place: Mumbai
Date: May 11, 2023

Rajesh Joshi

Managing Director & CEO
DIN: 08855031

Pramod Nair

Chief Financial Officer

Amruta Avasare

Company Secretary

ANNEXURE - 2

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2022-23

1. Brief outline on CSR Policy of the Company:

The Corporate Social Responsibility (CSR) policy has been developed in consonance with Section 135 of the Companies Act 2013 and in accordance with the CSR Rules notified thereof by the Ministry of Corporate Affairs, Government of India and shall apply to all CSR projects undertaken by Everest Industries Limited ('EIL') as per schedule VII of the Act, within the geographical limits of India only, for the benefit of marginalized, disadvantaged, poor or deprived sections of the community and the environment with an objective to improve people's lives by empowering communities and thereby creating sustainable impact in the areas we operate. The activities that the Company has undertaken under the CSR Policy area pertains to Livelihood enhancement-training and skill development, Preventive healthcare and sanitation, Promotion of education & sport and Environment sustainability etc.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Ms. Padmini Sekhsaria	Non-Executive Director (Chairperson)	2	2
2.	Mr. M.L. Gupta	Independent Director (Member)	2	2
3.	Mr. Alok Nanda	Independent Director (Member)	2	2
4.	Mr. Anant Talaunicar	Independent Director (Member)	2	2
5.	Mr. Rajesh Joshi	Managing Director & CEO (Member)	2	2

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

Composition of CSR Committee: www.everestind.com/investor-relations

CSR Policy: <https://www.everestind.com/public/storage/codes-and-policies/November2022/NbLzoSM8vJDdPkyt7n0l.pdf>

Approved CSR Projects: www.everestind.com/investor-relations/csr

4. Provide the executive summary along with web link(s) of Impact assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable

- (a) Average net profit of the company as per sub section (5) of Section 135 - ₹ 7620.99 lakhs
- (b) Two percent of average net profit of the company as per sub section (5) of Section 135 – ₹ 152.42 lakhs
- (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL
- (d) Amount required to be set off for the financial year, if any: NIL
- (e) Total CSR obligation for the financial year [(b)+(c)-(d)] ₹ 152.42 lakhs (considering unspent CSR amount of ₹ 63.34 lakhs carried forward from FY 2022-23, total CSR obligation for FY 2023-24 was ₹ 215.76 lakhs)
- (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)- ₹ 118.38 lakhs other than ₹ 63.34 lakhs of unspent amount of FY 2021-22 which was spent in FY 2022-23.
- (b) Amount spent in Administrative Overheads. – ₹ 5.92 Lakhs
- (c) Amount spent on Impact Assessment, if applicable.- Not Applicable
- (d) Total amount spent for the Financial Year [(a)+(b)+(c)]. 124.30 lakhs (excluding ₹ 63.34 lakhs of previous unspent which is spent in FY 2022-23)

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

Total Amount Spent for the Financial Year.	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
₹ 124.30 lakhs	₹ 28.12 lakhs	28-04-2023 30-04-2023	NA	NA	NA

- (f) Excess amount for set-off, if any: Not Applicable

Sl. No.	Particular	Amount (in ₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	

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

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹ Lakhs)	Balance Amount in Unspent CSR Account under sub-section 6 of Section 135 (in ₹ Lakhs) as on 31 st March 2023	Amount spent in the financial Year 2022-23 (in ₹ Lakhs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any	Amount to be spent in succeeding financial years.	Deficiency, remaining if any
1	FY- 2021-22	63.34	63.34	63.34	NA	NA	NIL
2	FY-2020-21	56.79*	NIL	NA	NA	NA	NIL
3	FY-2019-20	NIL	NA	NA	NA	NA	NIL

*Unspent CSR amount of ₹ 56.79 lakhs of FY 2020-21 was spent fully in FY 2021-22 and hence, there is no balance amount in Unspent CSR Account as on 31st March, 2023.

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

NO

If Yes, enter the number of Capital assets created/ acquired

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

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner
1	2	3	4	5	6
				CSR Registration Number, if applicable	Name Registered address
Not Applicable					

(All the fields should be captured as appearing in the revenue record, flat no., house no., Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135.

The Company could not spend 2% of the average net profit as per subsection (5) of section 135 of the Act on its CSR activities during the Financial Year 2022-23 as the ongoing project of Skill Development Centre at Somnathpur was delayed.

The Company has spent ₹ 124.30 lakhs on CSR activities against CSR obligation ₹ 152.42 lakhs. The balance amount ₹ 28.12 lakhs is transferred to Unspent CSR Account - FY 2022-23 for spending on existing ongoing projects of the Company approved by the Board.

For and on behalf of the Board of Directors

Rajesh Joshi
Managing Director & CEO
Place: Mumbai

Date: May 11, 2023

Padmini Sekhsaria
Chairperson, CSR Committee
Place: London
Date: May 11, 2023

ANNEXURE - 3

DISCLOSURE PURSUANT TO REGULATION 14 OF SEBI (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 FOR THE FINANCIAL YEAR 2022-23

The Employees Stock Option Schemes approved by the Company are in compliance with SEBI Regulations. There is no variation in the Schemes which are valid as on date.

- A. Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of Section 133 of the Companies Act, 2013 including the "Guidance note on accounting for employee share-based payments" issued by ICAI or any other relevant accounting standards as prescribed from time to time are disclosed in Note No. 2.49 to the Audited Standalone Financials Statements for the year ended March 31, 2023.
- B. Diluted EPS on issue of shares in accordance with "Indian Accounting Standard (Ind AS) 33 - Earnings per Share" issued by ICAI: ₹ 27.43/- (Standalone) and ₹ 26.90/- (Consolidated) as on March 31, 2023.
- C. Details related to Employees Stock Option Schemes are given below:

Name of the Scheme	ESOS - 2017	ESOS - 2018	ESOS - 2019	ESOS-2021		
Date of shareholders approval	26 th July, 2017	25 th July, 2018	24 th July, 2019	25 th August, 2021		
Total number of options approved under ESOS	1,80,000	1,80,000	1,80,000	10,00,000		
Total number of options granted under ESOS	1,60,000 options were granted on 24 th January, 2018	1,70,000 options were granted on 23 rd January, 2019	16,450 Options were granted on 24 th February, 2022	1,31,992 1,98,316 Options were granted on 4 th , March,2020		
Vesting requirements	The vesting period shall be 1 (one) year from the date of grant of options		Note 2			
Exercise price or pricing formula	₹ 571 per option	₹ 477 per option	₹ 127 per option	₹ 635 per option for options granted on 9 th February, 2022 and ₹ 580 per option for options granted on 4 th August, 2022.		
	Being the average closing price of the shares during the two weeks preceding the date of grant of options or closing price of the Company's shares on the Exchange on the date prior to the date of grant of options, whichever is less.		Note 3			
	If the shares of the Company are listed on more than one Stock Exchange, the price of the Company on the Stock Exchange where there is highest trading volume on the date prior to the date of grant of options shall be considered.					
Maximum term of options granted	The Exercise Period shall commence from the date of expiry of Vesting Period and will continue upto four (4) years thereafter.					
Source of shares (Primary, Secondary or combination)	Primary issue of shares					
Variation in terms of options	None					
Method used for accounting of ESOPs	Fair Value of options					
Where the company opts for expensing of the options using the intrinsic value of the options, the Difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed	NA					
The impact of this difference on profits and on EPS of the company shall also be disclosed	Nil					

- D. Options movement during the year for each ESOS Schemes of the Company (FY 2022-23):

Name of the Scheme	ESOS - 2017	ESOS - 2018	ESOS - 2019	ESOS 2021
Number of options outstanding at beginning of the period	57,775	44,065	3,208	1,31,992
Number of options granted during the year	-	-	-	1,98,316
Number of options forfeited / lapsed during the year	25,395	4,910	320	22,051
Number of options vested during the year	-	-	-	26,397
Number of options exercised during the year	32,380	20,255	2030	3,402
Number of shares arising as a result of exercise of options	32,380	20,255	2030	3,402
Money realized by exercise of options (INR), if scheme is implemented directly by the company	₹ 1,84,88,980	₹ 96,61,635	₹ 2,57,810	₹ 21,60,270
Loan repaid by the Trust during the year from exercise price received	NA	NA	NA	NA
Number of options outstanding at the end of the year	NIL	18,900	858	3,04,855
Number of options exercisable at the end of the year	NIL	18,900	858	20,331
Weighted average exercise prices and weighted average fair values of options shall be disclose separately for options whose exercise price either equals or exceeds or is less than the market price of the stock.				
Options whose exercise price exceeds the market price:				
- Weighted average exercise price of options	N.A	N.A	N.A	₹ 580
- Weighted average fair value of options	N.A	N.A	N.A	₹ 266.47
A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:				
Weighted average share price				
- Exercise price	₹ 571	₹ 477	₹ 127	₹ 580
- Expected volatility	47.51%	38.82%	44.14%	49.72%
- Option life (comprising vesting period and exercise period)	5 years	5 years	5 years	5 years
- Expected dividends	0.18%	1.41%	5.82%	1.02%
- Risk free rate of return	7.26%	7.35%	6.35%	6.95%
The method used and the assumptions made to incorporate the effects of expected early exercise				Historical data and pattern for early exercise of Options is not uniform, hence not considered in expected life calculations.
How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility				Volatility is the measure of the amount by which a price has fluctuated or is expected to fluctuate during a period. The measure of volatility used in the Black-Scholes options pricing model is the annualized standard deviation of the continuously compounded rates of return on the stock over a period of time. For calculating volatility, the daily volatility of the stock prices on the BSE Limited, over twelve months period prior to the date of grant has been considered.
Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition				No other feature has been considered for fair valuation of options except as mentioned in the points above.

E. Details of options granted to senior managerial personnel or identified employees during the year ended 31st March, 2023:

Particulars	Year ended 31st March, 2023
Senior managerial personnel	
Mr. Rajesh Joshi (MD & CEO)	60,270
Mr. Rahul Chopra (Senior Vice President & Business Head - Boards & Panel)	15,530
Mr. Ashish Choudhary (Vice President-Operations & Supply Chain)	16,058
Dr. Trissa Joseph (VP – R & D)	14,837
Mr. Pramod Nair (Chief Financial Officer)	15,600
Any other employees who received a grant in any one year of options amounting to 5% or more of the options granted during that year; and	NA
Identified employees who were granted options during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.	NA

Notes:

- The Company in its Annual General Meeting held on 29th June, 2016 and 27th August, 2020 had passed Special Resolution approving Employees' Stock Option Scheme 2016 and Employees' Stock Option Scheme 2020 respectively however, no options have been granted by the Company in the financial year 2016-17 and 2020-21.
- Options granted under ESOS-2021 shall vest with the grantee as per the following schedule: (i) The first tranche comprising 20% of the number of options granted shall vest upon completion of one year from the date of grant. (ii) The second tranche comprising 30% of the number of options granted shall vest upon completion of two years from the date of grant (iii) The third tranche comprising 50% of the number of options granted shall vest upon completion of three years from the date of grant.
- The exercise price per option shall be not less than the previous two weeks average closing price or closing price of the Company's shares on the Stock Exchange on the date prior to the date of grant of the options, whichever is less. If the shares of the Company are listed on more than one Stock Exchange, then the price shall be determined as regards each Stock Exchange by applying the abovementioned formula and the lowest of the price so determined shall be the exercise price for the purposes of the ESOS-2021.

For and on behalf of the Board

Place: Mumbai
Date: May 11, 2023

Anant Talaunicar
Chairman

Rajesh Joshi
Managing Director & CEO

**FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023**

[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 and Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members
Everest Industries Limited
CIN: L74999MH1934PLC002093
GAT 152, Lakhmapur, Taluka Dindori
Nashik-422202, Maharashtra, India

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

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the Company for the Financial Year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) 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;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.

ANNEXURE – 4

- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; -
 - h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; and
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with following Acts, Laws and Regulations applicable specifically to the Company:

- a) The Bureau of Indian Standards Act, 2016 and Rules made thereunder;
- b) The Boilers Act, 1923 and Rules made thereunder;
- c) The Petroleum Act, 1934 and Rules made thereunder;
- d) The Explosives Act, 1884 and Rules made thereunder;

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Ltd. and National Stock Exchange of India Ltd. (NSE) read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Amendment made thereunder
- (iii) Codes and Policies adopted by the Company.

We further report that during the period under review, the following Regulations and Guidelines were not applicable to the Company:

- (i) Rules and Regulations prescribed by the Reserve Bank of India under Foreign Exchange Management Act, 1999 with respect to the extent of Foreign Direct Investment and External Commercial Borrowings;
- (ii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (iii) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021
- (iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
- (v) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018.

We further report that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

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

We further report that adequate notice is given to all directors to schedule the Board Meetings and agenda and detailed notes on agenda were sent within the prescribed time in Law and a system exists for seeking and obtaining further information and

clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Decisions carried through by the Board do not have any dissenting views and hence, no relevant recordings were made in the minutes book maintained for the purpose.

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

We further report that during the audit period, under review the company has incorporated a wholly owned subsidiary, Everest Buildpro Private Limited (U16212MH2023PTC39999) in compliance with the Act and Rules framed thereunder and the Company has allotted equity shares pursuant to exercise of Esops by the eligible employees under the Employees Stock Option Scheme.

We further report that there were no specific events or actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For TVA & Co. LLP
Company Secretaries

Tanuj Vohra
Partner

M. No.: F5621, C.P. No.: 5253
UDIN: F005621E000292677
PR No- 708/2020

Date: 11th May, 2023
Place: Delhi

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

ANNEXURE - A

ANNEXURE - 5

To,
 The Members,
Everest Industries Limited
 CIN: L74999MH1934PLC002093
 GAT 152, Lakhmapur
 Taluka Dindori
 Nashik-422202
 Maharashtra, India

- 1 Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the various compliances but the maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2 We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion and the compliance of the provisions of Corporate and other applicable laws, rules and regulations is the responsibility of the management of the Company. Our examination was limited to the verification of procedures on test basis.
- 3 We have not verified the correctness and appropriateness of the financial records and Books of accounts of the Company.
- 4 We have obtained necessary management representation about the compliance of various laws, correctness of information shared and happening of events, wherever required.
- 5 Compliance with respect to the filings of various reports, returns, forms, certificates and documents under the various statutes as mentioned in our report is the responsibility of the management of the Company. Our examination was limited to checking the execution and timeliness of filing and we have not verified the contents of such reports, returns, forms, certificates etc.
- 6 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.

PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY

(i) Steps taken or Impact on Conservation of Energy:

- (a) Energy conservations initiatives are implemented in the plants resulted in reduction of Specific Energy Consumption in Boards and Panels manufacturing lines.
- (b) Installation of LED Lights to substitute conventional Lightings systems in the plants to reduce the Power Consumption.
- (c) Inefficient equipment replaced with Energy efficient equipment – Replaced IE2 motors with IE3 motors.

(ii) Steps taken by the Company for utilizing alternate sources of Energy:

- (a) Podanur Works has Captive 500 KWp Solar Power plant which generated 4% to 5% requirement of the plant.
- (b) Lakhmapur Works has Captive 1100 KWp Solar Power plant which generated 7% to 9% requirement of the plant.
- (c) Narmada Works installed Captive 700 KWp Solar Power plant in last FY 2022-23.

(iii) Capital Investment on Energy Conservation Equipment:

During the Financial year, Company invested ₹ 60.49 Lakh in energy conservation equipment.

B. TECHNOLOGY ABSORPTION

(i) The efforts made towards technology absorption:

Developed new textures in Designer Ceiling tiles, one new variant in ceiling tiles i.e. Bioclean. Development of Colorclad boards and Durapro A.

(ii) Benefits derived like product improvement and product development:

New range of products launched as per market demand for different applications.

(iii) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year) following information may be furnished: NIL

- (a) details of technology imported: NIL
- (b) the year of import: NIL
- (c) whether the technology been fully absorbed: NIL
- (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof: N.A.

(iv) Expenditure incurred on Research and Development:

Particulars	Current Year	Previous Year
Expenditure incurred on Research and Development	397.00	247.26

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars	Current Year	Previous Year
Foreign Exchange Earnings	3925.38	3702.93
Foreign Exchange Used	39221.12	24395.33

For and on behalf of the Board

Place: Mumbai
 Date: May 11, 2023

Anant Talaunicar
 Chairman

Rajesh Joshi
 Managing Director and CEO

DETAILS PURSUANT TO THE PROVISIONS OF SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2017

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2022-23;

Non-Executive Directors	Ratio of the remuneration of each director to median remuneration of the employees
Anant Talaulicar	1:34.2
M.L. Gupta	1:2.5
Bhavna Doshi	1:2.1
B.L. Taparia	1:2.7
Narotam Sekhsaria*	-
Padmini Sekhsaria	1:0.6
Rajendra Chitale	1:3.0
Alok Nanda	1:2.1
Executive Directors	
Rajesh Joshi	1:76.0

*Mr. Narotam Sekhsaria resigned w.e.f. April 29, 2022.

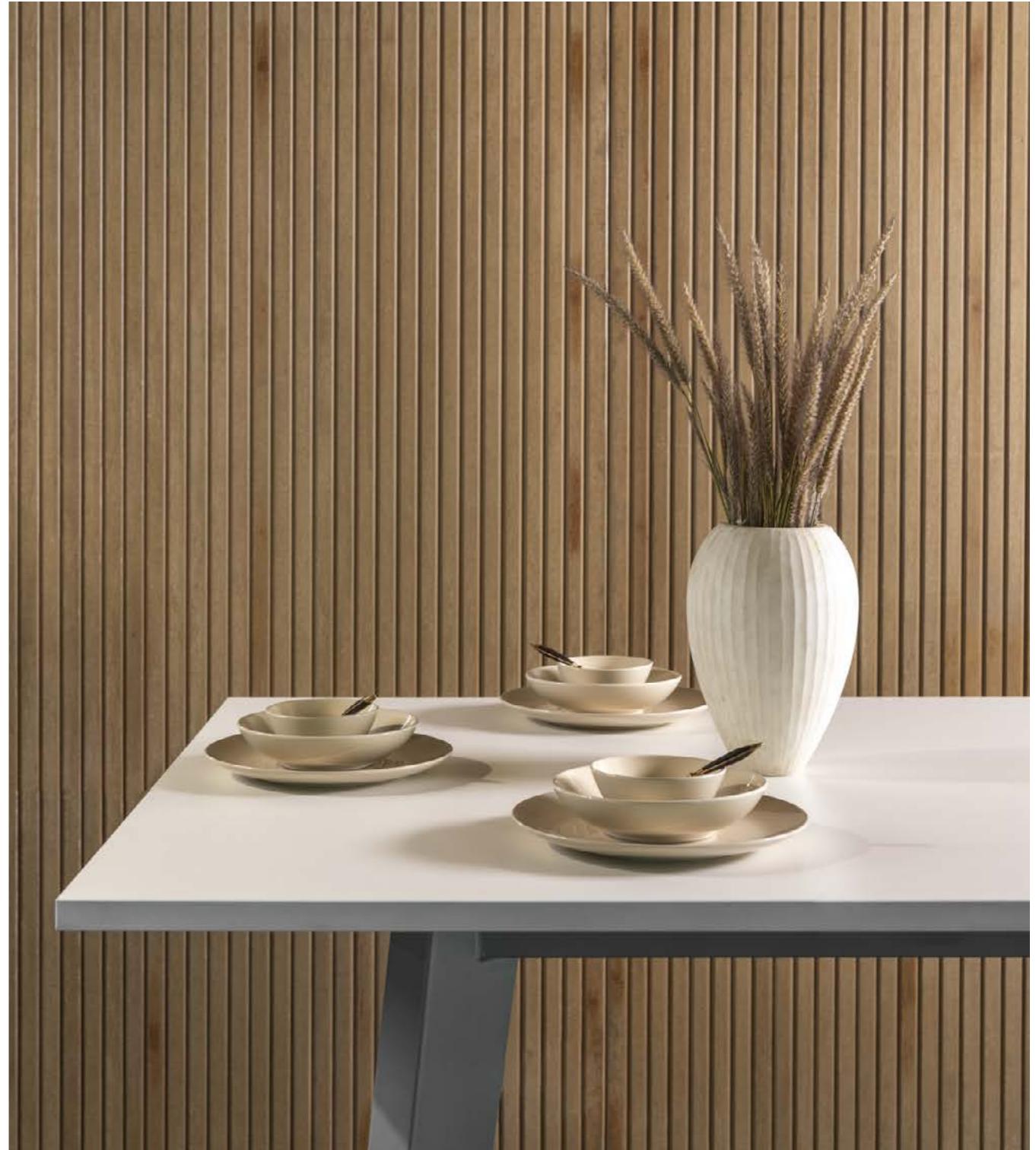
- b. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year ended March 31, 2023;

Name of Person	Remuneration (₹ in lakhs)	% increase in remuneration	
	2021-22	2022-23	
Directors			
Anant Talaulicar	204.50	154.20	-
M.L. Gupta	11.40	11.05	-
Bhavna Doshi	10.70	9.40	-
B.L. Taparia	12.60	12.35	-
Narotam Sekhsaria*	2.80	-	NA
Padmini Sekhsaria	4.50	2.90	-
Rajendra Chitale	14.10	13.50	-
Alok Nanda	9.80	9.40	-
Rajesh Joshi	318.56	342.65	-
KMP			
Mr. Pramod Nair**	125.05	142.27	13.77
Mr. Neeraj Kohli	38.00	41.20	8.42

*Mr. Narotam Sekhsaria resigned w.e.f. April 29, 2022.

**Mr. Pramod Nair was appointed as Chief Financial Officer of the Company w.e.f. May 11, 2021.

Upgrading interiors with Everest ArteSeries - Fluted Panels



For and on behalf of the Board

Anant Talaulicar **Rajesh Joshi**

Chairman Managing

Date: May 11, 2023 Director & CEO

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

SECTION A : GENERAL DISCLOSURES

I. Details of the Company

- 1) Corporate Identity Number (CIN): L74999MH1934PLC002093
- 2) Name : Everest Industries Limited
- 3) Year of incorporation : 1934
- 4) Registered office address:
GAT No 152, Lakhmapur, Taluka Dindori, Nashik-422202, Maharashtra, India
- 5) Corporate address:
Level 3, Tower 14, Solitaire Corporate Park, Chakala, Andheri (E), Mumbai – 400093
- 6) E-mail : info@everestind.com
- 7) Telephone: 022-6977 2000
- 8) Website : www.everestind.com/
- 9) Financial year for which reporting is being done: 01.04.2022 to 31.03.2023
- 10) Name of the Stock Exchange(s)
BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)
- 11) Paid Up Capital: ₹ 15,73,61,440/- (1,57,36,144 equity shares of ₹ 10 each)
- 12) Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report
Mr. Niranjan Gokhale, VP- Strategy and Internal Audit.
Email: Niranjan.gokhale@everestind.com
Phone: 022 69772000
- 13) Report Boundary: The disclosures under this report are made for Everest Industries Limited on a standalone basis.

II. PRODUCTS/SERVICES

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

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Manufacturing	Other manufacturing - Building products	69%
2	Construction	Steel Buildings	31%

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

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

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Roofing Sheet	23593	50%
2	Boards and Panels	16212	19%
		16213	
		23952	
3	Pre-Engineering Steel Buildings	25111	31%
		25112	
		25119	

III. OPERATIONS

16) Number of locations where plants and/or operations/offices of the entity are situated

Location	Number of plants	Number of offices	Total
National	8	3	10
International	0	0	0

Note – The Company has International Subsidiaries in Mauritius and Dubai, UAE

17) Markets served by entity

a) Number of locations (Market)

Locations	Number
National (No. of States and UTs)	37
International (No. of Countries)	15

b) Contribution of exports as a percentage of the total turnover of the entity

- i) Export sales are 2.69% of the total sales.

c) Types of Customers

- i) EIL Headquartered in Mumbai is in the business of comprehensive building solutions offering roofing, ceiling, walls, flooring and cladding products and Pre-Engineered Steel Buildings.

The company offers integrated building solutions for industrial, commercial, and residential applications. The company caters to a wide range of customers including corporates, wholesalers, distributors, architects, interior designers, influencers, homeowners and other businesses.

IV. EMPLOYEES

18) Details as at 31st March, 2023

a) Employees and Workers (including differently abled):

S. No.	Particulars	Total	Male	Female	% %
		No	%	No	
Employees					
1	Permanent (D)	854	799	94%	55
2	Other than Permanent (E)	187	171	91%	16
	Total Employees (D+E)	1041	970	93%	71
Workers					
1	Permanent (F)	532	532	100%	0
2	Other than Permanent (G)	2420	2365	98%	55
	Total workers (F+G)	2952	2897	98%	55

*Workers include only workers at Factories. Contractual workmen at our PEB sites will be reported in the subsequent disclosures.

b) Differently abled Employees and workers

S. No.	Particulars	Total (A)	Male No. (B)	Male % (B / A)	Female No. (C)	Female % (C / A)
DIFFERENTLY ABLED EMPLOYEES						
1. Permanent (D)						
2. Other than Permanent (E)						
	Total differently abled employees (D + E)					
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)	4	4	100%	-	-
5.	Other than permanent (G)	-	-	-	-	-
	Total differently abled workers (F + G)					

19) Participation/Inclusion/Representation of women:

Particulars	Total	No and Percentage of Females	
	Number	%	
Board of Directors	8	2	25%
Key Management Personnel	3*	0	0%

*Includes Managing Director and CEO who is included in Board of Directors.

20) Turnover rate for permanent employees and workers

	FY 2022-23			FY 2021-22			FY 20-21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	26.3%	30.9%	26.6%	14.8%	10.9%	14.5%	26.4 %	44.8%	27.2%
Permanent Workers	1.22%	-	1.22%	0.67%	-	0.67%	0.67%	-	0.67%

All above is voluntary turnover only and does not include forced exits.

V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

21) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding/subsidiary/associate companies/ joint ventures (A)	Indicate whether holding/Subsidiary/ Associate/Joint Venture	% of shares held by listed entity
1	Everest Buildpro Private Limited ¹	Wholly owned Subsidiary	100%
2	Everest Building Products ²	Wholly owned Subsidiary	100%

¹ Incorporated on 31st March 2023

² Everest Building Products has wholly owned subsidiary, Everestind FZE incorporated in UAE.

Note: The aforesaid subsidiary do not participate in the business responsibility initiatives of the Company.

VI. CSR DETAILS

22) a) Whether CSR is applicable as per Section 135 of the Companies Act, 2013: Yes

b) Turnover (in ₹) : ₹ 1685.46 crore

c) Net worth (in ₹) : ₹ 584.06 crore

VII. TRANSPARENCY AND DISCLOSURES COMPLIANCE

23) Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY Current Financial Year		FY Previous Financial Year			
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	-	-	-	-	-	-
Investors (other than shareholders)	Yes	-	-	-	-	-	-
Shareholders	Yes	-	-	-	-	-	-
Employees and workers	Yes	-	-	-	-	-	-
Customers	Yes	-	-	-	-	-	-
Value Chain Partners	No	-	-	-	-	-	-
Other (please specify)	-	-	-	-	-	-	-

The policies can be found at the following link: <https://www.everestind.com/investor-relations/codes-and-policy>. Other policies are made available on Intranet or shared with the respective stakeholders as and when appropriate.

24) Overview of the entity's material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Emissions (Climate Change)	Risk and Opportunity	(Risk): Climate Impacts are affecting society and businesses and as a Responsible Corporate Citizen, we are taking actions to minimize our impacts. (Opportunity): The demand for Green Buildings is increasing with a preference for more resource-efficient materials and lower GHG emissions. Our response to adapt to climate change and focus here will enable a more resilient business.	We have undertaken a number of initiatives on energy efficiency, improving our renewable energy mix as well as looking at supply chain improvements which reduce our GHG emissions. The preference for energy-efficient green buildings is a significant driver for our ESBS, Boards and Panels businesses.	Proactive action will improve our brand and customer attraction and resource efficiency will also improve our margins. Lack of attention would have a negative impact.
2	Energy Consumption (Climate Change)	Opportunity	To run plants and equipment energy is consumed from the grid. There could be opportunities to reduce the electricity usage.	The company keeps an active track of energy consumption and runs certain six sigma projects to reduce and keep the energy consumption under check. The Company has invested in rooftop solar projects for captive consumption within the plants.	Positive

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3	Water and Waste Management	Risk and Opportunity	(Risk): Water and Waste are key parameters as part of environmental compliance and non-compliances are a risk to business continuity. We recognize that water stress will lead to increasing costs and lower availability and since water is a key component of our manufacturing process, we need to focus on this aspect. Water management is a necessity for responsible businesses. The compliance requirements on waste are being expanded going beyond hazardous materials towards other types of waste. (Opportunity): We recognize that adopting the 3 R principles leads to direct economic impact	We have zero liquid discharge and are in the process of setting up monitoring systems to improve our water and waste management processes.	Negative
4	Environmental Impact of Products (R&D)	Opportunity/ Risk	Changes in existing regulations/ emerging regulations impacting sourcing of materials, emissions, waste generation, storage and use of material or quality of finished goods	The Boards and ESBS products are environmentally friendly and therefore are an opportunity. In case of Roofing, the company ensures that scrap generated is disposed as per statutory guidelines.	Positive
5	New Product Development	Risk/ Opportunity	Asbestos Fiber may come under regulation in future.	Everest is pro-actively working on emerging areas and implement much ahead of statute. The company is a pioneer and is a leader in non-asbestos cement roofing sheets. It is working with agencies to ensure that its customers are able to generate LEED and GRIHA points. The Company continues to monitor all emerging regulations, incidents, developments and map it for compliance.	Positive
6	Human Capital - Employee Engagement, Retention	Opportunity	Increase productivity and hence profitability.	Everest is taking efforts to ensure higher employee engagement through various initiatives in terms of Talent management - Succession Planning, Career Development Plans, Training and benchmarking Compensation to foster a culture of Respect, Integrity, Excellence and Innovation.	Positive

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
7	Labour Relations	Risk	Disruption in manufacturing due to labour unrest	The management is constantly in touch with all the workforce and ensures that they are happy and satisfied. A lot of initiatives like Birthday celebrations and HR aapke dwaar are undertaken to keep the workforce happy. Knowledge sharing sessions on labour laws, situations-based learnings, employee life cycle documentation, regular IR management and Contract Labour management; and Physical, Mental and Financial Wellness sessions conducted on regular basis. There are forums for continuous engagement with the workmen by the leadership team.	Negative
8	Diversity and Equal Opportunity	Opportunity	Have a wider opinion on the table – better decisions and problem solving.	The company makes efforts to promote diversity (gender, race etc.) in the company.	Positive
9	Health & Safety	Risk	The manufacturing operations of the Company require employees to interact with plant, machinery, and material handling equipment, all of which carry an inherent risk of injury	The Company places a strong emphasis on healthy and safe workplaces. The Company's plants, facilities and equipment are designed based on careful consideration of health and safety at the workplace. Providing adequate health and safety resources, including manpower and infrastructure, is essential for maintaining a safe workplace. By focusing on preventive measures and creating a culture that values safety, the Company can minimize the occurrence of accidents and hazardous situations.	Negative

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
10	Supply Chain and Sustainable Sourcing	Opportunity	Disruption in supply chain due to unavailability of key RM. Sustainable supply chain processes would also help reduce our environmental impact and improve our social impact.	Cement, Fly Ash and Silica are major raw materials which are extremely commoditized and do not have a huge risk of availability. The company imports Pulp and has diversified its suppliers base. The industry has dependency on few suppliers for Asbestos Fiber. The company works with them in a manner to ensure steady supplies at competitive prices. Everest has numerous initiatives for raw material substitution and product enhancement. We are also evaluating sustainable sourcing parameters via our sustainable sourcing policy.	Positive
11	CSR	Opportunity	Maintain cordial relations with locals based near our plants and give back to the society.	The company has a dedicated CSR teams and runs various programmes in the domain of education and livelihood.	Positive

SECTION B : MANAGEMENT AND PROCESS DISCLOSURES

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)									
b. Has the policy been approved by the Board? (Yes/No)									
	Business policies of the company are reviewed and approved by the board as appropriate.								
c. Web Link of the Policies, if available	https://www.everestind.com/public/storage/codes-and-policies/November2022/fcM6P1gX4RIGT7kVZD3D.pdf								
2. Whether the entity has translated the policy into procedures. (Yes / No)									
	Business policies have procedures for stakeholders where appropriate								
3. Do the enlisted policies extend to your value chain partners? (Yes/No)									
	Currently we have not extended our business policies to our value chain partners. However, we will be progressively extending relevant policies to our value chain partners.								

4. Name of the national and international codes/certifications/labels/ standards adopted by your entity and mapped to each principle.

Everest has implemented for each of its Roofing, Board, Panel and ESBS plants: ISO 9001; 2015; (Quality) ISO 14001; 2015 (Environment). It has also implemented ISO 45001 OHSAS; 2015 (ESBS – Safety).

It has a TUV certification for Roofing and Boards while UL has certified Everest for ISO 45001.

Our Boards are also certified by Green pro, IGBC, Griha and Leed.

5. Specific commitments, goals and targets set by the entity with defined timelines, if any.

We are in the process of defining our ESG strategy and will be deciding our goals and defining them in due course.

6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.

NA

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements.

EVEREST'S vision is to reimagine spaces to improve peoples' lives. To achieve this vision, we are building an organization based on values of Respect, Excellence and Integrity. These values are a part of the company's DNA and way of working. In line with our vision and values I believe that it is our responsibility to take into consideration the Environmental, Social, and Governance (ESG) factors that affect our operations and the wider community. We recognize that these factors pose significant challenges, and we are committed to addressing them through our ESG Strategy.

One of our key targets is to reduce our carbon footprint by implementing energy-efficient practices and utilizing renewable energy sources. We have already made significant progress in this area, and we aim to further reduce our emissions by using carbon-efficient energy sources. Additionally, we are actively exploring innovative ways to reduce waste and increase recycling, such as implementing circular economy principles in our operations.

Social responsibility is also a key focus for us, and we are committed to promoting diversity and inclusion in our workforce and supply chain. We are proud to have achieved 25% women directors on our Board, and the number of women employees in the Company has increased by 2.4% in the last 3 years. The numbers however are small and we recognize that there is still work to be done. Moving forward, we will continue to prioritize this area and work towards achieving greater diversity.

Lastly, we understand that good governance is essential for building trust and credibility with our stakeholders. We are committed to maintaining the highest standards of corporate governance and transparency, and we regularly review and update our policies and procedures to ensure compliance with regulatory requirements and best practices.

In summary, we recognize the importance of ESG factors in building a sustainable future, and we are committed to addressing these challenges through our ESG Strategy. We will continue to set ambitious targets and work towards achieving them while ensuring that we uphold our values and principles as a responsible corporate citizen.

8. Details of the highest authority responsible for implementation and oversight of the business Responsibility policy (ies).

The Board is responsible for the implementation and oversight of the Business Responsibility Policies.

9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.

As per a board resolution in the current financial year, ESG matters will now be handled by the Risk Management Committee and the Terms Of Reference for the Risk Committee have been appropriately modified. This was previously being handled by the CSR Committee.

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9	
Performance against above policies and follow up action	Yes																	Annual.
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Yes																	Annual, As needed.

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency	P1 P2 P3 P4 P5 P6 P7 P8 P9								
	N	N	Y	N	N	N	N	N	N
Prevention of Sexual Harassment at Workplace policy has been evaluated by our External member of the POSH committee Adv. Sakina Deshmukh.									

12. If answer to question (1) above is "No", give reason.

Not Applicable.

SECTION C : PRINCIPLE WISE PERFORMANCE DISCLOSURES

Principle 1: Businesses should Conduct and Govern themselves with Integrity, and in a manner that is Ethical, Transparent and Accountable
Essential Indicators

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

Segment	Total No of training & awareness prog. held	Topics / principles covered under the training and its impact	% age coverage by awareness programmes
Board of Directors	3	Overview of the Industry and Company, Rights & Duties of Independent Directors Legal updates, Vigil Mechanism, Prevention of Sexual Harassment. Principle - 1	100%
Key Managerial Personnel	3	Prohibition of Insider Trading, Vigil Mechanism, Prevention of Sexual Harassment Principle 1,2,3 and 4	100%
Employees other than BoD and KMPs Workers		Health, Safety and Technical training and awareness sessions are being conducted and provided to the employees and workers at regular intervals. This accounts for over 33000 man-hours.	

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

Penalty/ Fine	Monetary				Has an appeal been preferred (Yes / No)
	NGRBC Principle	Name of regulatory/ enforcement agencies/ judicial institutions	Amount in INR	Brief of the case	
Settlement	Principle 4	High Court of Delhi appointed Justice Gorla Rohini as the Sole Arbitrator.	₹ 11.25 Lakhs	Premium Pressure had placed an order for supply and erection of factory building for ₹ 74.5 Lakhs. They had given an advance of ₹ 7.5 Lakhs to us. We supplied anchor bolts of ₹ 1.1 Lakhs to them. Subsequently, the project was held up for 1.5 years. Later, Premium Pressure wanted us to pursue the Project at the same price to which we did not agree. Premium Pressure invoked Arbitration against us for recovery of ₹ 36.5 Lakh.	The matter has been settled before any award was passed in the Arbitration. Since there is no Arbitral award, no appeal lies in the matter.
Compounding fee	NA	NA	NA	NA	NA

Non - Monetary					
NGRBC Principle	Name of regulatory/enforcement agencies/judicial institutions	Amount in INR	Brief of the case	Has an appeal been preferred (Yes/ No)	
Imprisonment	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA

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

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

Yes, the Company has a policy on anti-corruption and anti-bribery. It is available on the intranet of the company.

5. There were no instances of any disciplinary action taken by any law enforcement agency for the charges of bribery/ corruption against Directors/KMPs/employees/workers.

6. Details of complaints regarding conflict of interest:

Particulars	FY 2022-23	FY 2021-22
	Number	Number
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs.	Nil	Nil

7. Provide details of any corrective action taken or underway on issues related to fines/ penalties/action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest.
Not Applicable

Principle 2: Businesses should provide Goods And Services in a manner that is Sustainable and Safe

Essential Indicators

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

Current Financial Year	Previous Financial Year	Details of improvements in environmental and social impacts
R&D	397 lakh (100%)	247.26 lakh (100%) Reduction of asbestos fiber and pulp
Capex	891.60 lakh (34%)	244.80 Lakh (8%) Fire Safety, renewable energy and power reduction, Fibre exposure monitoring and reduction

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

Yes, the entity does have a policy in place for sustainable sourcing. We are developing procedures to implement the same.

We are constantly on the lookout for environmentally friendly substitutes. Some of the projects undertaken are- Usage of PPC instead of OPC, fiber from multiple sources, Pulp substitutes etc.

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

We will categorize our spends on purchases made sustainably to specifically quantify this in the next year.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life.

The life of our product is 25-30 years. We train our supply chain partners about proper disposal techniques of our products for Roofing and Boards and Panels.

For Steel Buildings, The useful life is about 50-70 years. The steel has a long useful life and building becomes a property of the buyer hence we have no control over the building anymore.

(a) Plastics (including packaging) The primary product of the Company is Sheets / Boards used in construction; plastic is used in negligible amount (0.05% of input) for few products as a packing material.

(b) E-waste: Not Applicable

(c) Hazardous waste: Not Applicable. We do not generate any asbestos fiber waste and all the asbestos imported by the company is used in its products completely.

(d) Other Waste: Not Applicable

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.
Our registration on EPR portal is in process and will include an appropriate waste collection plan in due course.

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

Essential Indicators

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

Category	% Of employees covered by								
	Total (A)	Health insurance (B)	% (B/A) (C)	Accident insurance (D)	% (C/A) (E)	Maternity benefits (F)	% (D/A) (G)	Paternity Benefits (H)	Day Care facilities (I)
I. Permanent									
a. Male	799	799	100%	799	100%	799	100%	-	-
b. Female	55	55	100%	55	100%	55	100%	-	-
c. Total	854	854	100%	854	100%				
II. Other than Permanent									
a. Male	171	101	59%	171	100%			-	-
b. Female	16	3	19%	16	100%	16	100%	-	-
c. Total	187	104	56%	187	100%			-	-

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

Category	% of workers covered by								
	Total (A)	Health insurance (B)	% (B/A) (C)	Accident insurance (D)	% (C/A) (E)	Maternity benefits (F)	% (D/A) (G)	Paternity Benefits (H)	Day Care facilities (I)
I. Permanent Workers									
a. Male	532	532	100%	532	100%	0	0	0	0
b. Female	0	0	-	0	-	0	0	0	0
c. Total									
II. Other than Permanent Workers									
a. Male	2365	0	0%	0	0	0	0	0	0
b. Female	55	0	0%	0	0	55	100%	0	0
c. Total									

All permanent and other than permanent workers are covered under WC and ESIC as per applicability.

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

Benefits	FY Current Financial Year			FY Previous Financial Year		
	No. of emps covered as a % of total emp *	No. of workers covered as a % of total workers *	Deducted and deposited with the authority (Y/N/N.A.)	No. of emp covered as a % of total emp	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Y	100	100	Y
Gratuity	100	100	Y	100	100	Y
ESI	100	100	Y	100	100	Y
Others						

* Eligible as per statute

3. Accessibility of workplaces

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

We are evaluating the various requirements in phases; and they will be met in due time.

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

Yes, The Company has a policy as per the Rights of Persons with Disabilities Act 2016 and the same is available on <https://www.everestind.com/investor-relations/codes-and-policy>.

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

Gender	Permanent Employees		Permanent Workers*	
	Return to Work Rate	Retention Rate	Return to Work Rate	Retention Rate
Male %	100%	100%	NA	NA
Female %	100%	100%	NA	NA
Total %	100%	100%	NA	NA

We do not have permanent female workers. Permanent male workers are not covered under parental leaves.

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

The Company is committed to providing a safe and conducive work environment to all of its employees and associates. Employees are encouraged to share their concerns with their Reporting Manager, Human Resource Function or the members of the senior management.

In addition, our whistle blower policy allows all our employees to report any kind of suspected or actual misconduct in the organisation in an anonymous manner. Stakeholders other than permanent employees of the Company can raise their grievances via e-mail to the concerned person/ management.

The Company has an Ethics Helpline, where people can register their grievances and can maintain their anonymity. All such grievances get addressed within a defined timeline and are logically closed.

Besides this the management is approachable through various platforms such as Townhalls and Direct interactions.

The Company has a Policy on Prevention of Sexual Harassment at Workplace for prevention, prohibition and redressal of sexual harassment at workplace and Internal Complaints Committee has also been set up to redress any such complaints received. The Company periodically conducts sessions for employees across the organization to build awareness about the Policy and the provisions of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

Besides the above, following initiatives are also taken:

Yes/No (If Yes, then give details of the mechanism in brief.)	
Permanent Workmen	Townhall by Plant Head – Conducted Monthly Townhall by Head Operations / Managing Director – Organized during their visits at plants HR Connect with workmen organized by Plant HR team, on shopfloor
Other than Permanent Workmen	HR Connect with Contractual workmen organized by Plant HR team, on shopfloor. Vendor Meeting with Plant Head – Once in a month.
Permanent Employees	Townhall – Once in a month all employees addressed by Chairman, MD, CHRO on virtual platform. Coffee With Plant Head – Once in a month with Plant Head
Other than Permanent Employees	Townhall – Once in a month all employees addressed by Chairman, MD, CHRO on virtual platform.

7. Membership of employees and workers in association(s) or unions recognized by the listed entity:

Category	FY 2022-23			FY 2021-22		
	Total employees /workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees /workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees						
Male	0	0	0%	0	0	0
Female	0	0	0%	0	0	0
Total permanent workers						
Male	532	298	56%			
Female	0	0	0%	0	0	0

8. Details of training given to employees and workers:

Category	FY 2022-23						FY 2021-22					
	Total		On Health and safety measures		On Skill upgradation		Total		On Health and safety measures		On Skill upgradation	
	(A)	(B)	No. (B/A)	No. (C/A)	No. (C/A)	No. (F/D)	No. (D)	No. (E)	No. (E/D)	No. (F/D)	No. (F/D)	
Employees												
Male	970	970	100%	732	75%	-	-	-	-	-	-	-
Female	71	71	100%	25	35%	-	-	-	-	-	-	-
Total	1041	1041	100%	757	73%	-	-	-	-	-	-	-
Workers												
Male	2897	2897	100%	747	26%	-	-	-	-	-	-	-
Female	55	55	100%	-	-	-	-	-	-	-	-	-
Total	2952	2952	100%	747	25%	-	-	-	-	-	-	-

We have started maintaining the training details only from the current year.

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

Category	Current Financial Year			Previous Financial Year		
	Total	No.	%	Total	No.	%
	(A)	(B)	(B/A)	(C)	(D)	(D/C)
Employees						
Male	799	799	100	-	-	-
Female	55	55	100	-	-	-
Total	834	834	100	-	-	-
Workers						
Male	532	416	78.20	-	-	-
Female	-	-	-	-	-	-
Total	532	416	78.20	-	-	-

10. Health and safety management system:

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

We have certification in ISO 45001 (Occupational Health and Safety Management Systems) at 2 ESBS plants at Narmada and Bhagwanpur. We follow the same principles at rest of the plants. The following principles are applied:

- A safety committee is formed at plant where the safety points are discussed with the participation of employees and workmen.
- Periodic hazard identification and controlling drive is implemented.
- Safety induction trainings are being imparted to workmen. Hazards, risks, emergency precautions, etc. details are being communicated to the workmen. Specialized safety training is imparted for instance working at height, electrical job, occupational health, welding/cutting/grinding activities, etc. Safety and health campaigns (Road Safety Week, National Safety Week, Fire Service Week, etc.) are organized periodically. Various other initiatives such as mock drills, Toolbox talk, safety inspections, medical examination or workmen and monitoring of various lead and lag indicators are being monitored, reported, and reviewed.
- Reward and recognition programs are organized monthly in which the workmen are awarded.

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

Work-related hazards and risks are being identified on a continuous day-to-day basis. We have established routine practices to identify hazards and risks. The plant walk-throughs conducted by the safety team, plant head inspections, and safety committee meetings are effective ways to proactively identify potential hazards and risks. These activities involve regular checks and observations to ensure that safety standards are being maintained.

There are non-routine practices such as incidence analysis and surprise routine checks. These can further uncover any potential hazards or risks.

Taking corrective action based on intermediate, underlying, and root causes is crucial in addressing the identified hazards and risks. By addressing the root causes, similar incidents could be prevented from occurring in the future, rather than simply treating the symptoms.

Conducting walkthroughs to identify hazards, even at minor levels, demonstrates a proactive approach to safety. Once hazards and risks have been identified, we ensure they are closed promptly. This ensures that the workplace remains safe and minimizes the potential for incidents or accidents. It's great to see that your team is taking swift action to address these identified points.

Raising awareness of incidents is crucial for maintaining a safe work environment. Toolbox talks, training sessions, meetings, and email communication are effective ways to disseminate information and ensure that everyone is informed about the incidents, lessons learned, and any necessary preventive measures.

- c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Yes/No)

Yes, workers are being motivated to report work-related hazards. Reward and recognition are in place to promote the reporting of hazards. It's being monitored by the respective plant and project head for their effectiveness. Safety suggestions are being invited to report the work-related hazards and solutions. The reward for safety suggestions is being provided. We have implemented a process to record work-related hazards along with an action plan.

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

The worker has access to occupational medical, non-occupational medical and health care services. The Pre and periodical examination of workmen is being done. The necessary infrastructure and resources have been provided. Company's health insurance and personal accident policy exists at plants.

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

Incident Details of Plants and Pre-Engineered Building Project Sites			
Safety Incident/ Number	Category	Current FY (2022-23)	Previous FY (2021-22)
A) Plants			
No. of Fatalities	Employees	Nil	Nil
	Workers	Nil	Nil
B) Pre-Engineered Steel Buildings (Project Sites)			
No. of Fatalities	Employees	Nil	Nil
	Workers	1	Nil

Everest is improving as a part of excellent value in the safety incident categorization. Everest is redefining the incident categorization which shall be in line with BRSR reporting and it shall be reported in detail in the next FY 2023-24.

12. Measures taken by the entity to ensure a safe and healthy workplace.

The Company places strong emphasis on healthy and safe workplaces. The Company's plants, facilities and equipment are designed based on careful consideration of a healthy and safe workplace.

The systematic process for identifying work-related hazards is an essential step in maintaining a safe environment for employees. The identification of fire hazards and the preparation of an action plan for control systems are crucial for mitigating potential risks.

The fail-safe approach adopted by Everest in its Safety management system demonstrates a commitment to eliminating hazards to the greatest extent possible. By implementing engineering controls and continuously improving safety measures, the Company aims to prevent accidents and ensure the well-being of its workers. Machine guarding is an excellent example of how the chances of man-machine interference can be reduced, thereby minimizing potential hazards.

Providing adequate health and safety resources, including manpower and infrastructure, is essential for maintaining a safe workplace. The provision of training, both at the time of joining and throughout employment, is crucial for ensuring that employees are equipped with the knowledge and skills to carry out their work safely. Regular pre-work safety briefings and periodic medical examinations further contribute to maintaining a healthy and safe workforce.

By focusing on preventive measures and creating a culture that values safety, the Company can minimize the occurrence of accidents and hazardous situations. Motivation in safety through rewards and recognition helps reinforce the importance of safe practices among employees, and conducting mock drills enhances preparedness and response capabilities.

Overall, the Company's commitment to safety through various initiatives and practices demonstrates a proactive approach to ensuring the well-being of its workforce and maintaining a healthy work environment.

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

	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	-	-	-	-	-	-
Health and Safety	-	-	-	-	-	-

No grievances have been received from the employees and workers on working conditions and health & safety measures during the financial year 2022-23 & 2021-22.

14. Assessments for the year:

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

We undertake internal assessments periodically for health and safety as well as working conditions for our workers and employees.

Currently 2 of our manufacturing locations are ISO 45001 (OSHAS) certified. We are in the process of getting all our plants certified by the end of the financial year 2023-24.

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

A high-impact accident occurred at a project site where we undertake steel building erection contracts. The accident was a result of sudden changes in weather conditions and was associated with an unsafe act. In response, we have taken several measures to address the issue and improve safety protocols.

Firstly, we have enhanced our training programs to ensure that all workers are well-informed about safety procedures and practices. Additionally, we have implemented new practices, such as air velocity monitoring, to complement our reliance on weather forecasts.

To reinforce the importance of safety, we regularly conduct leadership talks. These talks serve as a platform to raise awareness among management, supervisors, and employees about adhering to the defined Standard Operating Procedures (SOPs) at all project locations and plants.

Principle 4: Businesses Should Respect the Interests of And Be Responsive To All Its Stakeholders.**Essential Indicators****1. Describe the processes for identifying key stakeholder groups of the entity.**

At Everest, stakeholders play an integral role in our journey, and we recognise the need to partner with them and understand their concerns to deliver the targets which we have set for ourselves as a part of the organisational vision. Our multi-stakeholder model aims to understand the requirement of our stakeholders and we attempt to respond to them through various initiatives and programmes.

Our process of stakeholder engagement involves identifying key internal and external stakeholders followed by analysing the impact of each of the stakeholder groups on our business and vice versa. Based on the exercise carried out, we prioritised our key stakeholders to understand their expectations and concerns. Through regular interactions with our stakeholders across various channels, we have been able to strengthen our relationships and enhance our organisational strategy.

We have identified the key stakeholder groups and each stakeholder continues to contribute in their own way in creating a shared value.

An ESG consultant conducted a workshop on identification of stakeholders and prioritisation of stakeholder relationships.

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

Stakeholders group	Whether identified as vulnerable and marginalized group (Yes/ No)	Channel of Communication	Frequency of engagement (Annually/ Half yearly/ Quarterly/ Others- please specify)	Purpose and scope of engagement including key topics and concerns raised.
Customers	No	Direct one on one meetings, Schemes and Contests Campaigns Digital mediums and Website, Joint Advisory Groups Meetings Sales, Meetings Messages, emails	Daily/ Weekly	To create awareness about Company and its products. Key Account Management to ensure best possible servicing. To inform the channel network and customers about launch of new products and innovations. To improve relationship with Customers, Channel partners and Dealers.
Employees	No	Emails & Meetings, social media and LinkedIn platforms, One Everest HRMS, Townhalls, Training Programmes, Leadership Meets, Performance Review Meets, WhatsApp Broadcasts REI Awards & celebrations.	Daily / Monthly / Half-yearly / Annually	All employees are covered. To drive engagement across the Organization and build a sense of belonging and purpose with Everest. To ensure employees are rewarded and recognized. Wellbeing of employees Health and Safety
Vendors	No	Telephonic and Messages, Mails and Meetings, Vendor Assessment reviews.	Daily	Continuity of Orders Pricing and Negotiation Capacity Building Building a sustainable Supply Chain.
Investors/ Shareholder	No	Website, E-Mail, Newspaper, dissemination of information on the website of the Stock Exchanges, press release, Annual Report, General Meetings	As and when required	Core Values, Corporate governance, Operational and financial performance, Growth and Returns, Market Share, Dissemination of information having a bearing on the performance/ operations of the Company including price sensitive information, updating Shareholders on various statutory requirements with respect to their shareholding in the Company, addressing shareholders' queries at the General Meetings.
Communities	Yes	One to One meetings / social media, Messages	Monthly/ as and when required	To work with the Communities on Education, Health and Livelihood programmes.
Government and Regulatory bodies	No	Emails, Meetings and Formal Dialogues Letters, Representations, Conferences, Annual Reports	As and when required	Regular payment of applicable taxes New Investments; New Permissions/ Renewal of Existing Permissions; Operational Challenges; Community Engagement; Factory Visits
Influencers	No	One on one meetings, Expos, Digital medium and website	Daily	To create awareness about the Company and its products. Business collaboration Value Addition.
Industry Associations	No	Emails, Meetings and Seminars, Letters, Representations, Conferences	Annually/ Half yearly/ Quarterly / as and when required	Policy matters and initiatives. Broader policy development and consensus-building process.

Principle 5: Businesses should Respect And Promote Human Rights**Essential Indicators**

1. Data on training provided to employees and workers on human rights issues and policy(ies).

Category	Current Financial Year 2022-23			Previous Financial Year 2021-22		
	Total	No.	%	Total	No.	%
	(A)	(B)	(B/A)	(C)	(D)	(D/C)
Employees						
Permanent	854	854	100%			
Other than permanent	187	NA*	NA*	-	-	-
Total Employees	854	854	100%			
Workmen						
Permanent	532	532	100%			
Other than permanent	2420	NA*	NA*	-	-	-
Total Workers	532	532	100%			

All new joinees must undergo e-learning and complete POSH awareness and Vigil Mechanism modules. Human Rights gets covered as part of Vigil Mechanism module.

POSH module covers aspects on protection to women from gender discrimination & violence.

Values sessions covered as part of new hire induction, talks about Core Value of Respect, which reinforces no discrimination of any kind - gender, race, caste, creed, etc.

New joinees must mandatorily undergo the training and existing employees undergo a refresher course.

Values sessions are also conducted for Permanent Workmen at all factories.

*For other categories of employees and workers, fliers are available in the office premises and on the shop floor on various Human Rights. They are expected to read and understand this and uphold these standards in day-to-day activities.

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

Category	FY 2022-23				FY 2021-22			
	Current Financial Year				Previous Financial Year			
	Total	Equal to Minimum Wage	More than Minimum Wage	Total	Equal to Minimum Wage	More than Minimum Wage	No. (B)	% (B/A)
	No. (B)	% (B/A)	No. (C)	% (C/A)	No. (B)	% (B/A)	No. (C)	% (C/A)
Employees								
Permanent								
Male	799	-	-	799	100	-	-	-
Female	52	-	-	52	100	-	-	-
Other than Permanent								
Male	55	-	-	55	100	-	-	-
Female	16	-	-	16	100	-	-	-
Workers								
Permanent								
Male	532			532	100	-	-	-
Female	-			-	-	-	-	-
Other than Permanent								
Male	2365	1968	83.21	397	16.79	-	-	-
Female	55	55	100	-	-	-	-	-

3. Data on the remuneration for BoD, KMPs, Other employees and workers by gender

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category (In ₹ Lakh)	Number	Median remuneration/ salary/ wages of respective category (In ₹ Lakh)
Board of Directors (BoD)	*6	12.93	2	6.15
Key Managerial Personnel	*3	113.82	0	-
Employees other than BoD and KMP	796	6.61	55	11.42
Workers	532	3.11	-	-

* The Managing Director has been considered in both BoD and KMP.

4. Whether the company has a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business.

CHRO of the company- Ms. Sulaksha Shetty is responsible for addressing Human Rights impacts or issues caused by the business.

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

The company has a Whistleblower Hotline and is complaint on other key matters such as POSH. Matters related to POSH are investigated by the Internal Committee (IC). All whistleblowers are investigated by the Ethics officer along with select senior management executives of the company.

The company values diversity, equal opportunity and considers the rights of vulnerable groups. The Company also has a human rights policy and is promoting awareness of human rights with employees through training and communication which includes identifying reporting and monitoring human rights issues.

6. Number of Complaints on human rights issues by Employees and workers.

Nil

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

We have a detailed POSH policy that is readily available for all employees, which includes mechanisms to ensure that the complainant is protected from retaliation. This includes protection against any adverse actions or treatment based on the complaint, such as termination, demotion, or harassment. The policy provides for situations where provisions can be made for support to the complainant during the investigation and resolution process. This can include offering counselling services, granting leaves of absence, or making temporary arrangements to separate the complainant and the accused to ensure a safe working environment.

8. Do human rights requirements form part of the company's business agreements

All the business agreements and contracts which are entered into by the Company with any party include relevant clauses on the affirmation of applicable regulatory requirements which include human rights.

9. Assessments for the year

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

10. Details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above

Not Applicable

Principle 6: Businesses should respect and make efforts to Protect and Restore the Environment**Essential Indicators**

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2021-22	FY 2022-23
	(Current Financial Year)	(Previous Financial Year)
Total electricity consumption (A) [Giga Joule]	169454	166222
Total fuel consumption (B) [Giga Joule]	217956	251570
Energy consumption through Solar (C) [Giga Joule]	6157	7932
Total energy consumption (A+B+C)	393567	425724
Energy intensity per rupee of turnover [G Joule/Cr. ₹] (Total energy consumption/turnover in rupees)	289.13	258.79
Energy intensity (optional) – the relevant metric may be selected by the entity	N/A	NA

Note: No independent assessment/ evaluation/ assurance has been carried out by an external agency.

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

Not applicable as the Company does not fall in the category of Industries that fall in the PAT scheme.

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

Everest is taking utmost care of the Environment. Commitment towards the environment is reflected in policy and values (Respect, Excellence, and Integrity). There is no use of water in plant processes of pre-engineering building except for domestic use. No non-compliances have been reported at all plants; however, we are in the process of structuring the process. We will provide this information in subsequent disclosures.

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

At the plants, the processed water is recycled back into the process. The sewage water is treated in a sewage treatment plant and utilized for gardening. Hence, the plant has a mechanism to maintain Zero liquid discharge.

5. Please provide details of air emissions (other than GHG emissions) by the Company, in the following format: No non-compliances have been reported at all plants; however, we are in the process of structuring the process. We will provide this information in subsequent disclosures.

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity.

We have initiated GHG accounting and will provide the data in next year's report.

7. Does the entity have any project related to reducing Green House Gas (GHG) emission? If yes, then provide details.

We are increasing our usage of renewable energy through solar energy and are striving to reduce energy consumption at plants through innovative use of technology. Tree planting has been taken up as an initiative at the various manufacturing locations. The quantitative statement shall be provided in next year's report as we have initiated the process of data monitoring in a structured way.

While we do not have formal GHG accounting, all our projects have a positive impact on GHG emissions. Projects include:

- Use of biomass instead of wood
- Increasing usage of solar power
- Increasing finished goods dispatches to locations closer to the manufacturing plants
- Energy efficiency programs
- Sourcing raw materials from vendors closer to the plants

8. Details related to waste management by the entity, in the following format:

Waste management is being done in a responsible manner with compliance of legal requirements.
Plastic: Single use of plastic is banned in the premises of EIL.
E-waste: The E-waste product is being handed over only to an authorized recycler for disposal.
Hazardous waste: The hazardous waste is properly disposed of and given to the authorized vendor as per legal requirements.
No non-compliances have been reported at all plants; however, we are in the process of structuring the process. We will provide this information in subsequent disclosures.

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

The design of the plant, operation, and maintenance system is such that minimum waste shall be generated. The deformed intermediate and final products are also reused in the process.

The hazardous waste is properly disposed of and given to the authorized vendor as per legal requirements. Industrial effluents are being recycled back into the process and maintaining zero discharge plants. Minimum usage of raw materials by substitution of other industries' wastes e.g. pulp, fly ash, etc. are being used in the process.

We have a plan in place to reduce the input material and replace it with material that comes from sustainable sources or are bi-products of other industries.

Waste water gets recycled at our plants for re-use.

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

Not Applicable. Everest doesn't have any operations/offices located around ecologically sensitive areas. Besides this, all the plants have valid environmental clearances.

11. Details of Environmental Impact Assessments ("EIA") of projects undertaken by the entity based on applicable laws, in the current financial year.

Not applicable

12. Is the entity compliant with the applicable environmental law/ regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act,1974, Air (Prevention and Control of Pollution) Act 1981, Environment Protection Act, 1986 and rules thereunder (Yes/No). If not, provide details of all such non-compliances.

Yes, Everest ensures that all compliances are being considered in its operations. There are no non-compliances that have been reported.

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is Responsible and Transparent.**Essential Indicators**

1. (a) Number of affiliations with trade and industry chambers/ associations
The Company is affiliated with three (3) trade and industry chambers/associations.

1. (b) List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/are affiliated to, on the basis of no. of members:

S.No.	Name of trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Confederation of Indian Industry (CII)	Primary Membership – Western Region Additional Membership – Southern Region However, the Coverage for any policy matters / events / activities is National
2	The Fibre Cement Products Manufacturers Association (FCPMA)	National
3	Construction Industry Development Council (CIDC)	National

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

No adverse order was received by the Company from regulatory authorities during the financial year 2022-23, hence no corrective action was required to be taken.

Principle 8: Business should promote Inclusive growth and Equitable development.

Essential Indicators

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

Not Applicable.

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

Since our Plants are situated in the Industrial area, we don't require to Rehabilitate or resettle communities. Hence, this is not applicable.

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

Grievance Redressal Mechanism (GRM) is an important aspect of our relationship with the community and provides us with the license to operate and execute the community initiative projects. We have deployed our local employees who regularly visit the community and interact with people to gauge and address community concerns.

The people from the community can directly approach the Plant Heads, CSR head, HR head by email / telephonically and other informal means and raise their concerns. They can also contact the CSR implementation partners directly to raise their concerns. All such concerns would be addressed reasonably based on their merits.

Additionally, the Grievance Handling Policy of the Company is also extended to our community.

We have not encountered any specific grievances from the community at present.

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

Particulars	2022-23	2021-22
Directly sourced from MSMEs/ small producers	13.6%	13.7%
Sourced directly from within the district and neighboring districts	refer note below	refer note below

Note: The Company gives priority to suppliers in local community for sourcing of input material such as cement and fly ash, biomass briquettes, husk bags etc. Certain materials are however imported or purchased from vendors which are not from the local vicinity. The details of sourcing from nearby districts will be given in subsequent disclosures.

Principle 9: Businesses should Engage with and Provide Value to their Consumers in a Responsible Manner

Essential Indicators

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

Since the nature of customers and customer engagement vary by business units, we have a well-defined customer complaints resolution and feedback mechanism for dealing with any customer grievances and we have established documented procedures for each complaint type.

- Most customer issues are resolved through our sales and channel management function through an appropriate governance mechanism involving the sales force, regional leaders etc.
- For escalation or dealing with any non-transactional grievances, customers can approach the BU Head through emails / direct calls which get documented.
- We also have a helpline and contact email id that is available on the Website for documenting and tracking any issues.
- For product-related complaints, there is a WhatsApp helpline number for customers to register their complaints.

All these complaints are tracked and resolved promptly within defined turnaround times with a supporting escalation mechanism which is shared with downstream value chain partners. Upon receiving a complaint, the customer service team visits the site/store to inspect the material after which a course of action is decided i.e. to compensate, educate or reject the claim based on the merits of the case. We also conduct various meets and insight programs with contractors, key influencers, construction professionals who recommend our products. These forums also act as feedback collection mechanisms.

Since Pre-Engineered Steel Buildings project business has B2B customers, there is a separate grievance mechanism for handling customer complaints. Concerns are directed to Sales representatives and Site Engineers. These are reviewed and discussed jointly with key stakeholders and plan of action is decided with formal intimation to customer by the sales representative. In case of any escalation, customers write to the BU head regarding their specific issues; and we have a separate committee to resolve customer issues. NCRs for customer complaints are tracked systematically. Contractors also call directly or reach out by email and issues are settled through in-person meetings. After completion of each project, a feedback form is shared with the customer which covers the various stages of the project starting from design stage till handover the building.

2. Turnover of products and/ services as a percentage of turnover from all products/service carrying information about Environmental and social parameters relevant to the product, Safe and responsible usage, Recycling and/or safe disposal.

Our roofing products do not have any form of packaging. This contributes to 50% of the revenue. Boards and Panels have varied configurations. This contributes 19% of the revenue. As such the individual products do not carry information on environmental, social, safety or recycling/disposal information. However, we ensure that all the product-specific information as mandated by the law (ISI mark, date of production, company branding, and batch number etc) is displayed on the product. Beyond that, any additional information i.e., technical specifications, Green labels and installation manuals are provided in the form of a leaflet.

For safe and responsible usage of the goods we provide technical manuals that ensure safe and responsible installation and usage of the product. For environmental and safety aspects related to the usage of our products, we address these through our value chain. Training sessions are conducted for all the installers (roofers, contractors, channel partners) as well as influencers (architects, PMC etc). The technical and sales team provide training about safe practices, improving efficiency and prolonging the life of the product, reuse and disposal. The focus is to educate them about the dangers of incorrect installation of our products.

For our PEB business which contributes to 31% of our revenue, the nature of work is supply/service and our site engineers, and the sales team provide information regarding safety protocols around erection activities and for the structure erected (which is as per customer specifications). Additionally, we have incorporated the issuance of a Maintenance Manual for end users which has in-depth details for safe usage & upkeep of the building during the operation stages.

3. Number of consumer complaints in respect of data privacy, advertising, cyber security, restrictive trade practices.

The Company has not received any consumer complaints with respect to data privacy, advertising, cyber security, restrictive trade practices, and unfair trade practices during the financial year 2022-23 and 2021-22.

	FY 2022-23 (Current Financial Year)		Remarks	FY 2021-22 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	-	-	NA	-	-	NA
Advertising	-	-	NA	-	-	NA
Cyber-security	-	-	NA	-	-	NA
Delivery of essential services	-	-	NA	-	-	NA
Restrictive Trade Practices	-	-	NA	-	-	NA
Unfair Trade Practices	-	-	NA	-	-	NA
Other	-	-	NA	-	-	NA

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

For our Roofing and Boards and Panels businesses, the nature of our product and supply chain, there are no product recalls on account of safety issues. Any quality issues are addressed at the supply point before installation as elaborated in the customer complaints/feedback response.

For Pre-Engineered Steel Buildings project business, we are providing a service of installation/ construction of steel buildings. The materials are provided by the highest quality suppliers who supply as per the technical specifications of our customer for each project. If we receive a product which is defective from our suppliers, they are replaced by our suppliers.

	Number	Reasons for recall
Voluntary recalls	-	NA
Forced recalls	-	NA

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

Yes, the Company has an internal policy on Cyber security, Information security and data privacy. This is communicated to all employees and there is a procedure in place to ensure implementation.

The data we have access to is limited to that of our employees and operational interactions with customers, suppliers and other stakeholders. We ensure adequate cyber security and data privacy norms are maintained as per the nature of the information. We have a well-defined policy which includes access management, network access control, remote access and virus and malware prevention through unauthorised softwares/ removable media/ emails. Our infrastructure uses the IT security provided by our cloud providers, and we undertake periodic VAPT assessments. This policy is shared with employees in the employee induction as well as the employee manual and regular reminders on its key features and compliance expectations are shared via email. Our cyber security and data privacy measures are aligned with our materiality exercise and factors in the nature of our business.

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

Not Applicable

High Performance & Elegance with Everest Hi-Tech Roofing



CORPORATE GOVERNANCE REPORT

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is the combination of practices and compliance with laws and regulations leading to effective control and management of the Organization. We consider stakeholders as our partners in our success and remain committed to maximizing stakeholders value. Good Corporate Governance leads to long term Stakeholders 'value. Corporate Governance rests upon the four pillars of transparency, disclosure, monitoring and fairness. Your Company is committed to the adoption of and adherence to the best Corporate Governance practices at all times and continuously benchmarks itself with the best standards of Corporate Governance, not only in form but also in spirit.

2. BOARD OF DIRECTORS

The Company has a high profile Board of Directors ("Board") with varied management expertise. The Board's

B. Key Board skills, expertise and competencies

The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Leadership	Ability to inspire, motivate and offer direction and leadership to others and represent the company before internal and external stakeholders.
Management	Knowledge or expertise or understanding of sound management and business principles or experience of working in senior management position of any organization.
Financial expertise	An understanding of financial statements and the accounting principles used by the company to prepare its financial statements; including the ability to assess the general application of such accounting principles in connection with the accounting for the company.
Governance	Commitment to the highest standards of governance with clear understanding of roles and responsibilities of Board of a Company and responsibilities as Director.
Strategy Development and Implementation	Experience in developing and implementing business strategies or ability to give strategic insights to key business objectives.
Global Business	Experience in driving business success in markets around the world, with an understanding of diverse business.
Knowledge of Media sector	Understanding of the working of Media Sector including but not limited to areas like challenges, opportunities, business models, revenue streams, business processes & practices etc.
Legal and Regulatory	Understanding of the regulatory environment under the Company operates along with exposure in handling regulatory matters with a listed company or major organization and/or experience providing legal/regulatory advice and guidance within a complex regulatory regime.
Risk Management	Experience in enterprise risk management in the relevant industry, and understanding of the Boards role in the oversight of risk management principles.
Human resource	Experience in developing strategies or handling matters like development of talent and retention, succession planning etc.
Technical	Experience in Manufacturing, Production process and other technical aspects of the Business, Research and Development knowledge for new products and product lines.

roles, functions, responsibilities and accountabilities are known to them due to their vast experience.

A. Composition of Board

As on March 31, 2023, the Board comprises of Mr. Anant Talaulicar, Non-Executive Chairman & Independent Director, Ms. Padmini Sekhsaria, Non-Executive Director, Mr. M. L. Gupta, Mr. B. L. Taparia, Mrs. Bhavna Doshi, Mr. Rajendra Chitale and Mr. Alok Nanda as Non-Executive Independent Directors and Mr. Rajesh Joshi as a Managing Director & Chief Executive Officer. The Company has an appropriate size of the Board for strategic discussions and avails benefit of diverse experience and viewpoints. The composition of the Board is in conformity with the requirements of Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Core skills, expertise and competencies required	Anant Talaulicar Independent Non-Executive Chairman	Padmini Sekhsaria Non-Executive Director	M.L. Gupta Independent Director	B.L. Taparia Independent Director	Bhavna Doshi Independent Director	Rajendra Chitale Independent Director	Alok Nanda Independent Director	Rajesh Joshi Managing Director & Chief Executive Officer
Leadership	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Management	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Financial expertise	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Governance	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Strategy Development & Implementation	Yes	Yes	-	-	-	-	Yes	Yes
Global Business	Yes	-	-	-	Yes	Yes	-	Yes
Knowledge of Media sector	Yes	Yes	Yes	-	-	-	Yes	-
Legal and Regulatory	Yes	Yes	Yes	Yes	Yes	Yes	-	Yes
Risk Management	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Human resource	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Technical	Yes	-	Yes	-	-	-	-	-

C. Other provisions as to Board and Committees

During the year under review, seven Board Meetings were held viz. on May 27, 2022, August 9, 2022, October 11, 2022, November 9, 2022, February 7, 2023, February 20, 2023 and March 21, 2023. The maximum time gap between any two consecutive Board meetings did not exceed 120 days. The requisite quorum was present for all the board meetings.

In order to ensure maximum presence of all Directors in the Board Meeting, dates of the Board Meetings are fixed in advance after consultation with individual directors and consideration of their convenience. The agenda papers along with relevant explanatory notes and supporting documents are circulated within prescribed time to all Directors. All the provisions of rules 3 and 4 of the Companies (Meetings of the Board and its powers) Rules, 2014 were complied with while holding all Board Meetings/Committee Meetings through VC.

Apart from any specific matter, the Board periodically reviews routine business items which includes approval of financial results along with Auditors Review Report, operational performance of the Company, minutes of committee meetings, quarterly corporate governance report, statement of investor complaints, shareholding pattern, compliance report on all laws applicable to the Company, annual financial statements, annual budget, capital expenditure and other matters placed before the Board pursuant to Part A of Schedule II of Listing Regulations.

None of the Directors on the Board are members of more than 10 Committees or Chairman of more than 5 Committees across the Companies in which they are Directors. Necessary disclosures regarding Committee positions have been made by the Directors as per Regulation 26(2) of the SEBI Listing Regulations in the beginning of the every financial year. Independent Directors are not serving as Independent Directors in more than seven listed companies. Further, the Whole Time Director/Managing Director in the Company do not serve as Independent Director in more than three listed companies.

Details of attendance of Directors at the Board Meetings held during the year under review and at the last Annual General Meeting (AGM) held on August 25, 2022, with particulars of their Directorships and Chairmanship/Membership of Board Committees of other public limited companies as on March 31, 2023 are given below:

Name of Director and Director Identification Number (DIN)	Category of Directors	Particulars of attendance		No. of Directorships and Committee Membership/Chairmanship held in other public Companies *			Directorships in other listed entities and Category of Directorship
		Board Meetings	Last AGM	Other Directorships	Other Committee Memberships	Other Committee Chairmanships	
Mr. Anant Talaulicar (DIN: 00031051)	Non-Executive Chairman & Independent Director	7 of 7	Yes	7	3	1	<ul style="list-style-type: none"> Endurance Technologies Limited (Non-Executive Independent Director) India Nippon Electricals Limited (Non-Executive Independent Director) The Hi-Tech Gears Limited (Non-Executive Non-Independent Director) KPIT Technologies Limited (Non-Executive Independent Director)
Ms. Padmini Sekhsaria (DIN: 00046486)	Non-Executive Non-Independent Director	6 of 7	Yes	1	1	-	Vedanta Limited, (Non-Executive Independent Director)
Mr. M.L. Gupta (DIN: 00088685)	Non-Executive Independent Director	7 of 7	Yes	-	-	-	Nil
Mr. B.L. Taparia (DIN: 00016551)	Non-Executive Independent Director	5 of 7	Yes	-	-	-	Nil
Mrs. Bhavna Doshi (DIN: 00400508)	Non-Executive Independent Director	4 of 7	Yes	5	2	4	<ul style="list-style-type: none"> Sun Pharma Advanced Research Company Limited (Non-Executive Independent Director) NUVOCO Vistas Corporation Limited (Non-Executive Independent Director) KPIT Technologies Limited (Non-Executive Independent Director) IndusInd Bank Ltd. (Non-Executive Independent Director)
Mr. Rajendra Chitale (DIN: 00015986)	Non-Executive Independent Director	6 of 7	Yes	3	2	1	Nil
Mr. Alok Nanda (DIN: 02149755)	Non-Executive Independent Director	6 of 7	Yes	-	-	-	Nil
Mr. Rajesh Joshi (DIN: 08855031)	Executive Director (Managing Director & Chief Executive Officer)	7 of 7	Yes	-	-	-	Nil

*Other directorships do not include Directorship as alternate directorships, directorships of private limited companies, companies incorporated under section 8 of Companies Act, 2013 and of companies incorporated outside India.

Note: Mr. Narotam Sekhsaria ceases to be the Director of the Company w.e.f. April 29, 2022.

Chairmanships/Memberships of Board Committees include only Audit and Stakeholders Relationship Committees of public limited companies. The number of memberships of Committees do not include number of Chairmanships of Committees held by Directors.

The Company has received declarations of independence as prescribed under Section 149(6) & (7) of the Companies Act, 2013 and Regulation 16(1) (b) of SEBI Listing Regulations from all Independent Directors. All requisite declarations were placed before the Board. In the opinion of the Board, all Independent Directors fulfil the conditions of Independence specified in the Companies Act, 2013 and SEBI Listing Regulations and are independent of the Management.

None of the Directors of the Company are related to any other Director of the Company.

Mr. Tanuj Vohra, partner of TVA & Co. LLP, Practicing Company Secretaries, has issued a certificate as required under the SEBI Listing Regulations, confirming that none of the Directors on the Board of the Company have been debarred or disqualified for being appointed or continuing as Directors of companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed as "Annexure 1" with this report and forms an integral part of this report.

D. Code of Conduct

Pursuant to Regulation 17(5)(a) of SEBI Listing Regulations, the Board of Directors of the Company has adopted and laid down the Code of Conduct for all Directors and Senior Management Personnel of the Company ("Code"), The Code is posted and available at the website of the Company <https://www.everestind.com/public/storage/codes-and-policies/January2023/KIEl8gKrszPyoWbcyVzR.pdf>

All Directors and Senior Management personnel have affirmed the compliance with the Code applicable to them during the year ended on 31st March, 2023. A declaration by Mr. Rajesh Joshi, Managing Director & Chief Executive Officer of the Company in terms of Para D of Schedule V of the SEBI Listing Regulations on the affirmation on compliance with the Code for the year ended 31st March 2023, based on the compliance declarations received from the Board and Senior Management,

is enclosed as "Annexure 2" with this report and forms an integral part of this report.

E. Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 ("Act") and SEBI Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Board Committees. The exercise was carried out through a structured evaluation process covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, leadership attribute of directors through vision and values, strategic thinking and decision making, adequacy of business strategy etc.

The performance evaluation of the Independent Directors was done by the entire Board excluding the Directors being evaluated. The Board of Directors expressed their satisfaction with the evaluation process.

F. Familiarization Programme conducted for Independent Directors

The Familiarization programme and details Familiarization programme imparted during FY 2022-23 are Uploaded on Website of the Company www.everestind.com and can be accessed through web-link: www.everestind.com/investor-relations/familiarization-programmes

3. BOARD COMMITTEES

The Board has constituted five mandatory committees namely Audit Committee, Stakeholders Relationship Committee, Risk Management Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee.

3.1 AUDIT COMMITTEE

A. Qualified and Independent Audit Committee

The Company complies with Section 177 of the Act as well as requirements under SEBI Listing Regulations pertaining to the Audit Committee. As on March 31, 2023, the Audit Committee consists of five members and all of them are Independent Directors. All members of the Committee are financially literate and have the requisite financial management expertise. Mr. Rajendra Chitale, Chartered Accountant is the Chairman of the Audit Committee and attended the AGM held on August 25, 2022.

B. Terms of Reference

The terms of reference of the Audit Committee covers matters specified under Part C of Schedule II of Listing Regulations and Section 177 of the Companies Act, 2013 as amended from time to time. The terms of reference of Audit Committee inter alia includes following matters:

- Reviewing with the management, performance of statutory and internal auditor(s) and adequacy of the internal control systems.
- Reviewing the adequacy of internal audit function, if any, including frequency of internal audit.
- Discussion with internal auditor(s) of any significant findings and follow up there on.
- Reviewing the findings of any internal observations by the internal auditor(s) into matters where there is irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To review the functioning of the Vigil Mechanism.
- Management discussion and analysis of financial condition and results of operations.
- Such other matters as may from time to time be required by any statutory or regulatory authority to be attended by the Committee.
- Any other matters, as from time to time be referred to it by the Board.

C. Composition, its meetings and attendance:

As on March 31, 2023, the Audit Committee comprises of Mr. Rajendra Chitale (Chairman), Mr. B.L. Taparia (Member), Mr. M.L. Gupta (Member), Mrs. Bhavna Doshi (Member), and Mr. Anant Talaunicar (Member). During the year 2022-23, Ms. Padmini Sekhsaria, Non-Executive Non-Independent Director stepped down as a member of the Audit Committee w.e.f. November 3, 2022.

During the year, Four Audit Committee Meetings were held on May 27, 2022, August 9, 2022, November 9, 2022 and February 7, 2023. The maximum gap between any two consecutive Audit Committee Meetings did not exceed 120 days. The number of Audit Committee meetings held and attended by the Members during the year are given below:

Name of Director	Category & position in committee	Number of Audit Committee meetings held	Number of Audit Committee meetings attended
Mr. Rajendra Chitale	Independent Director (Chairman)	4	4
Mr. B.L. Taparia	Independent Director (Member)	4	3
Mr. M.L. Gupta	Independent Director (Member)	4	4
Mrs. Bhavna Doshi	Independent Director (Member)	4	3
Ms. Padmini Sekhsaria*	Non-Executive Director	2	-
Mr. Anant Talaulicar	Independent Director (Member)	4	4

* Ms. Padmini Sekhsaria ceased to be a member of the Audit Committee of the Company w.e.f. November 3, 2022.

The Managing Director & CEO, Chief Financial Officer, Internal Auditor, Statutory Auditors and Senior Management Executives of the Company attend the Audit Committee meetings by invitation. The Company Secretary acts as the Secretary of the Committee. All the recommendations made by the Audit Committee during the year were accepted by the Board.

3.2 STAKEHOLDERS RELATIONSHIP COMMITTEE

A. Composition

As on March 31, 2023, Stakeholders Relationship Committee (SRC) comprises of Mr. M.L. Gupta (Chairman), Mr. Rajesh Joshi (Member) and Mr. B.L. Taparia (Member). During the year under review, there was no change in the composition of SRC.

B. Terms of Reference

The role of the Stakeholders Relationship Committee ("SRC") inter alia includes terms of reference as specified in Point B of Part D of Schedule II of Listing Regulations as under:

- To consider and resolve the grievances of security holders of the Company
- To approve applications for transfer, transmission, transposition of shares and mutation of share certificates including issue of duplicate certificates, split, sub-division or consolidation of certificates and to deal with all related matters

- To look into and redress the shareholders / investors grievances relating to:
 - Transfer of shares;
 - Non-receipt of dividends;
 - Non-receipt of annual reports; and
 - Any other complaint concerning the Shareholders / investors
- To oversee the performance of the Registrars and Share Transfer Agents of the Company.
- Such other matters as may from time to time be required by any statutory or regulatory authority to be attended by the Committee.
- Any other matters, as from time to time be referred to it by the Board.

C. Meetings and attendance during the year:

During the year under review, two meetings of the Stakeholders Relationship Committee were held on May 25, 2022 and February 6, 2023. The number of SRC meetings held and attended by the Members during the year are given below:

Name of Director	Category & position in committee	Number of SRC meetings held	Number of SRC meetings attended
Mr. M.L. Gupta	Independent Director, (Chairman)	2	2
Mr. Rajesh Joshi	Managing Director & CEO (Member)	2	2
Mr. B. L. Taparia	Independent Director (Member)	2	2

The Stakeholders Relationship Committee by way of circular resolutions has approved name corrections, name deletions, transmission of shares and issue of duplicate share certificates. During the year 2022-23, the Company has received seven complaints from the shareholders of the Company and the same have been duly resolved within prescribed time. No complaint was pending as on March 31, 2023.

For FY 2022-23, Mr. Neeraj Kohli, Company Secretary was the Compliance Officer of the Company. Mr. Neeraj Kohli, Company Secretary & Compliance Officer retired from the services of the Company w.e.f close of working hours of March 31, 2023.

All the recommendations made by the Stakeholders Relationship Committee during the year under review were accepted by the Board.

3.3 RISK MANAGEMENT COMMITTEE

A. Composition

As on March 31, 2023, the Risk Management Committee comprises of Mr. B.L. Taparia (Chairman), Mr. Rajendra Chitale (Member), Mr. Anant Talaulicar (Member) and Mr. Rajesh Joshi (Member). During the year 2022-23, Ms Padmini Sekhsaria stepped down as a member of the Risk Management Committee w.e.f. February 7, 2023.

B. Terms of Reference

The role and responsibilities of the Risk Management Committee ("RMC") is as per Regulation 21(4) of Listing Regulations and the Terms of Reference of RMC inter-alia includes scope specified in Point C of Part D of Schedule II of Listing Regulations:

- To formulate a detailed risk management policy which shall include:
 - A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG and climate-change related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - Measures for risk mitigation including systems and processes for internal control of identified risks and any associated investments
 - Implement Business continuity plans that
- Appropriate processes and systems are in place to monitor, evaluate and mitigate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

- Ensuring compliance with regulatory requirements and best practices with respect to risk management; and
- To monitor the implementation of the ESG strategy including ESG risks, compliances and periodic review of performances against policies, stakeholders' management systems and ESG KPIs
- Any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification as may be applicable, from time to time."

C. Meetings and attendance during the year:

During FY 2022-23, two meetings of Risk Management Committee (RMC) were held on May 24, 2022 and November 8, 2022. The maximum gap between two consecutive RMC Meetings did not exceed 180 days. The number of RMC meetings held and attended by the Members during the year are given below:

Name of Director	Category & position in committee	Number of RMC meetings held	Number of RMC meetings attended
Mr. B.L. Taparia	Independent Director, (Chairman)	2	2
Mr. Rajendra Chitale	Independent Director (Member)	2	2
Mr. Anant Talaulicar	Independent Director (Member)	2	2
Ms. Padmini Sekhsaria*	Non-Executive Director (Member)	2	2
Mr. Rajesh Joshi	Managing Director & CEO (Member)	2	2

* Ms. Padmini Sekhsaria ceased to be a member of the Risk Management Committee of the Company w.e.f. February 7, 2023.*

All the recommendations made by the Risk Management Committee during the year were accepted by the Board.

3.4 NOMINATION AND REMUNERATION COMMITTEE

A. Composition

As on March 31, 2023, the Nomination and Remuneration Committee (NRC) comprises of Mr. B.L. Taparia (Chairman), Mr. M.L. Gupta (Member), Mrs. Bhavna Doshi (Member), Ms. Padmini Sekhsaria (Member) and Mr. Anant Talaulicar

(Member). During the year under review, there was no change in the composition of NRC.

B. Terms of reference

The terms of reference of the Nomination and Remuneration Committee ("NRC") includes the matters stipulated in Point A of Part D of Schedule II of the Listing Regulations and Section 178 of the Companies Act, 2013 as under:

- a) To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and to carry out evaluation of every Directors' performance.
- b) Formulation of the criteria for determining qualifications, positive attributes and independence of the Director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
- c) Determine/ review on behalf of Board of Directors of the Company the compensation package, service agreements and other employment conditions for Managing/Whole Time Director(s).
- d) Devising a policy on diversity of Board of Directors.
- e) Determine on behalf of the Board of Directors of the Company the quantum of annual increments/incentives on the basis of performance of the Key Managerial Personnel. Delegate any of its power/ function as the Committee deems appropriate to Senior Management of the Company.
- f) Formulate, amend and administer stock options plans and grant stock options to Managing / Whole Time Director(s) and employees of the Company.
- g) Delegate any of its power/ function as the Committee deems appropriate to Senior Management of the Company.
- h) To recommend to the board, all remuneration, in whatever form, payable to senior management
- i) Consider other matters, as from time to time be referred to it by the Board.

- j) Such other matters as may from time to time be required by any statutory or regulatory authority to be attended by the Committee.

C. Meetings and attendance during the year:

During the year, three meetings of Nomination and Remuneration Committee (NRC) were held on May 25, 2022, August 4, 2022 and February 6, 2023.

The number of NRC meetings held and attended by the Members during the year are given below:

Name of Director	Category & committee position	Number of NRC meetings held	Number of NRC meetings attended
Mr. B.L. Taparia	Independent Director, (Chairman)	3	3
Mr. M.L. Gupta	Independent Director (Member)	3	3
Mrs. Bhavna Doshi	Independent Director (Member)	3	2
Ms. Padmini Sekhsaria	Non-Executive Director (Member)	3	2
Mr. Anant Talaulicar	Independent Director (Member)	3	3

All recommendations made by the Nomination and Remuneration Committee during the year under review were accepted by the Board.

D. Remuneration Policy

The Remuneration Policy of your Company is a comprehensive policy which is competitive, in consonance with the industry practices and rewards good performance of the employees of the Company. The policy ensures equality, fairness and consistency in rewarding the employees on the basis of performance against set objectives. The Company endeavors to attract, retain, develop and motivate a high performance workforce. The Company follows a compensation mix of fixed and variable pay. Individual performance pay is determined by business performance and the performance of the individuals measured through the half yearly appraisal process.

The Nomination, Remuneration and Board Diversity Policy of the Company is available on the website

of the Company at <https://www.everestind.com/public/storage/codes-and-policies/November2022/GkVe2kyczlyHcAqz1gMV.pdf>. Further the criteria of making payment to Non-Executive Directors is disclosed on website <https://www.everestind.com/public/storage/codes-and-policies/March2023/N7nzs3Nprlf7mWK9efy.pdf>.

E. Details of Remuneration of Executive Directors for the Financial Year 2022-23

Name and Designation	Mr. Rajesh Joshi (Managing Director & CEO)
Tenure of Appointment	Three years ending on August 31, 2023
Salary (₹)	91,26,829
Perquisites/Allowances (₹)	1,73,04,192
Contributions to Provident Fund/ Superannuation Fund/NPS/ gratuity (₹)	15,34,219
Total Fixed Compensation	2,79,65,240
Commission/ Variable Pay (₹)	63,00,000
Total (₹)	3,42,65,240

Notice period for termination of appointment of Executive Directors is three months on either side. Apart from the salary in lieu of the notice period, no other severance fees are payable.

As on March 31, 2023, Mr. Rajesh Joshi, Managing Director & CEO was having 1,08,987 Employee Stock Options. During the year 2022-23, He was granted 60,270 options under Employees Stock Options Scheme 2021 on August 4, 2022 at the exercise price of ₹ 580 per option. Options granted under ESOS 2021 shall vest as per the following schedule: (i) The first tranche comprising 20% of the number of options granted shall vest upon completion of one year from the date of grant. (ii) The second tranche comprising 30% of the number of options granted

Name	Mr. Anant Talaulicar	Ms. Padmini Sekhsaria	Mr. M.L. Gupta	Mr. B.L. Taparia	Mrs. Bhavna Doshi	Mr. Rajendra Chitale	Mr. Alok Nanda
Sitting Fees (₹)	4,20,000	2,90,000	4,05,000	3,35,000	2,40,000	3,50,000	2,40,000
Commission (₹)	1,50,00,000	-	7,00,000	9,00,000	7,00,000	10,00,000	7,00,000
Total (₹)	1,54,20,000	2,90,000	11,05,000	12,35,000	9,40,000	13,50,000	9,40,000

Notes:

1. Mr. M.L. Gupta holds 100 equity shares, Mr. B.L. Taparia holds 7,000 equity shares, Mr. Rajendra Chitale holds 4,007 equity shares and Mr. Alok Nanda holds 10 equity shares of the Company of face value of ₹ 10/- each as on March 31, 2023. None of the other Non-Executive Directors hold any shares of the Company.
2. There has been no pecuniary relationship or transactions other than above of the Non-Executive Directors vis-à-vis the Company during the year under review.

shall vest upon completion of two years from the date of grant (iii) The third tranche comprising 50% of the number of options granted shall vest upon completion of three years from the date of grant. The Exercise Period shall commence from the date of expiry of Vesting Period and will continue up to four (4) years thereafter.

F. Details of Remuneration of Non-Executive Directors for the Financial Year 2022-23

The Non-Executive Directors are paid sitting fees for attending various meetings of the Board & Committees within the limits prescribed under Section 197(1) of the Companies Act, 2013 ("Act") and commission. The amount of commission is based on the performance of the Company vis-à-vis role and performance of the Non-Executive Directors. The commission is approved by the Board and is within the limits already approved by the Shareholders of the Company. The Non-Executive Directors are paid sitting fees of ₹ 40,000/- for each Board Meeting; ₹ 20,000/- for each Audit Committee Meeting; ₹ 10,000/- for each Nomination and Remuneration Committee Meeting and ₹ 5,000/- for each Stakeholder Relationship Committee Meeting. The members of the Company in the Annual General Meeting held on August 25, 2022, passed a special resolution approving payment of remuneration by way of commission upto ₹ 2,00,00,000/- (Rupees Two Crores) to Mr. Anant Talaulicar (DIN: 00031051), Non-Executive Chairman of the Company subject to the limit of four percent (4%) of net profits of the Company computed in the manner referred to in Section 198 of the Companies Act, 2013 ("Net Profits"). The Non-Executive Directors are also paid commission up to 1% of the net profit of the Company as decided by the Board of Directors of the Company. The sitting fees and commission paid/ payable to the Non-Executive Directors for the year ended 31st March, 2023 are as under:

3. No stock options were granted to Non-Executive Directors of the Company during the financial year 2022-23.

G. Performance Evaluation Criteria

Performance Evaluation Criteria for Independent Directors has been explained in the Board's Report under the heading "Board Evaluation".

3.5 CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

A. Composition

As on March 31, 2023, the Corporate Social Responsibility Committee (CSR) comprises of Ms. Padmini Sekhsaria (Chairperson), Mr. M.L. Gupta (Member), Mr. Alok Nanda (Member), Mr. Rajesh Joshi (Member) and Mr. Anant Talaulicar (Member).

B. Terms of Reference

Pursuant to the provisions of Section 135 of the Companies Act, 2013, the Company has constituted Corporate Social Responsibility ("CSR") Committee. The Terms of Reference of Corporate Social Responsibility Committee inter-alia includes:

- To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activity or activities to be undertaken by the Company as per the Schedule VII of the Companies Act, 2013;
- To recommend the amount of expenditure to be incurred on the activities related to CSR;
- To monitor the Corporate Social Responsibility Policy of the Company from time to time;
- To monitor the implementation of Business Responsibility Policy of the Company from time to time; and
- To consider other matters, as from time to time, may be referred to it by the Board.

C. Meetings and attendance during the year:

During the year under review, two meetings of Corporate Social Responsibility (CSR) Committee were held on May 24, 2022 and February 6, 2023. The number of CSR meetings held and attended by the Members during the year are given below:

Name of Director	Category & position in the committee	Number of CSR meetings held	Number of CSR meetings attended
Ms. Padmini Sekhsaria	Non-Executive Director (Chairperson)	2	2
Mr. M.L. Gupta	Independent Director (Member)	2	2
Mr. Alok Nanda	Independent Director (Member)	2	2
Mr. Rajesh Joshi	Managing Director & CEO (Member)	2	2
Mr. Anant Talaulicar	Independent Director (Member)	2	2

The Company has formulated CSR Policy which may be accessed on the Company's website at the link www.everestind.com/investor-relations/codes-and-policy. For further details, please refer Board Report as well as Annual Report on CSR Activities forming part of this report.

All the recommendations made by the CSR Committee during the year were accepted by the Board.

4. INDEPENDENT DIRECTORS MEETING

During the year under review, one Meeting of Independent Directors of the Company was held on March 23, 2023 wherein all Independent Directors attended the meeting. At the said meeting, Independent Directors discussed and evaluated performance of Executive Director, the Board and its various committees as a whole and also assessed the quality, quantity and timeliness of flow of information between the management of the Company and the Board that is necessary for the Board to effectively and reasonably perform its duties.

5. DISCLOSURES

5.1 SUBSIDIARIES

As on March 31, 2023, the Company has three (Direct & Indirect) wholly owned subsidiaries viz., Everest Building Products in Mauritius and Everestind FZE in Jebel Ali Free Zone, Dubai, UAE and Everest Buildpro Private Limited (EBPL). EBPL was incorporated as a wholly owned subsidiary of the Company on March 31, 2023.

5.2 BASIS OF RELATED PARTY TRANSACTIONS

The particulars of transactions between the Company and its related parties are as per the Indian Accounting Standard 24 "Related Party Disclosures" prescribed by the Companies (Indian Accounting Standards) Rules, 2015 are disclosed in the Standalone Annual Accounts (Note No. 2.37). During the year, there were no loans and advances to firms/companies in which directors are interested and the Company had taken omnibus approval from the Audit Committee for related party transactions with its wholly owned subsidiaries. There were no transactions with related parties during the year, which were not in the normal course of business as well as not on an arm's length basis. Further, no related party transaction has taken place which is materially significant or that may have potential conflict with the interests of the Company at large, during the year. The Policy on dealing with related party transactions can be accessed at web-link <https://www.everestind.com/public/storage/codes-and-policies/January2023/AFqzTapbg26DlVYTKXo8.pdf>

5.3 DISCLOSURE OF WEBLINK OF POLICY FOR DETERMINING MATERIAL SUBSIDIARIES AND POLICY ON DEALING WITH RELATED PARTY TRANSACTIONS

During the year under review, the Company does not have a material subsidiary. As required by SEBI Listing Regulations, web link of the website of the Company where members can view or download Policy for determining Material Subsidiaries is <https://www.everestind.com/public/storage/codes-and-policies/January2023/LRPJQLDUwk2h3sMi22Yg.pdf>

5.4 RISK MANAGEMENT

The Company has a Risk Management Policy for identifying, tracking, monitoring mitigating and reporting risks that impact the Company and its stakeholders. The Company manages and monitors the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Internal Auditor/Chief Risk Officer of the Company prepares risk analysis reports and Internal Audit Reports which are reviewed and discussed in the Audit Committee Meetings and Risk Management Committee Meetings.

The Company has in place a Risk Management Committee and details of the same can be referred at point 3.3 of this report.

5.5 PROCEEDS FROM PUBLIC ISSUES, RIGHT ISSUES AND PREFERENTIAL ISSUES ETC.

During the financial year 2022-23, the Company has not raised any money from public issues, right issues, preferential issues etc.

5.6 MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the year ended 31st March, 2023 has been included separately in this Annual Report.

5.7 VIGIL MECHANISM POLICY

Pursuant to Section 177 of the Act and rules made thereunder and Regulation 22 of the SEBI Listing Regulations, the Company has in place a vigil mechanism/ Whistle Blower Policy for Directors, employees, vendors and customers to report concerns about unethical behaviour, actual or suspected fraud, violation of Code of Conduct of the Company etc. The mechanism also provides for adequate safeguards against victimization of Whistle Blower who avail the mechanism and also provides for direct access to the Whistle Blower to the Chairman of the Audit Committee. Pursuant thereto, a dedicated helpline "Ethics Helpline" has been set-up which is managed by an independent professional organization. Whistle Blower can report concern through any of the following:

E-mail	: everest@ethicalview.com
National Toll Free Phone Number	: 1800 209 9098
Fax Number	: +91 (22) 66459131
Address	: PO Box No. 6, Pune - 411001

We affirm that during the financial year ended March 31, 2023, no employee has been denied access to the Chairman of Audit Committee. The Company has formulated Vigil Mechanical Policy which may be accessed on the Company's website at the link <https://www.everestind.com/public/storage/codes-and-policies/January2023/v1QZPmutHlGtSoeLN3XR.pdf>

5.8 COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

Business risk evaluation is an ongoing process within the Company. The Company imports certain raw materials from various sources for manufacturing of building products. The Company enters into long term contracts with some suppliers for procurement of raw materials. The Company does not undertake hedging activities for any of commodities it procures. Accordingly, the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

The Company has managed the foreign exchange risk with appropriate hedging activities relating to its firm commitment and in accordance with policies of the Company. The aim of the Company's approach to manage currency risk is to leave the Company with the no material residual risk. The assessment is periodically

evaluated by the Board Members. The details of foreign currency exposure are disclosed in notes to standalone financial statements.

5.9 There is no non-compliance by the Company and no penalty, stricture imposed on the Company by Stock Exchange(s) or SEBI or any other Statutory Authority on any matter related to capital markets, during the last three years.

5.10 The Company is in compliance with the mandatory requirements in respect of Corporate Governance to the extent applicable as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

5.11 The Company has adopted the following non-mandatory requirements under Regulation 27(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

The Company has complied with all mandatory requirements of Corporate Governance specified in Listing Regulations. The Company has adopted discretionary requirements specified in Part E of Schedule II of the Listing Regulations as given Below:

The Board: A Non-executive chairperson may be entitled to maintain a chairperson's office at the listed entity's expense and also allowed reimbursement of expenses incurred in performance of his duties. Mr. Anant Talaulicar is Non-Executive Independent Chairman of the Company and is allowed the expenses and remuneration for performance of his duties.

Shareholder's Rights: Quarterly, half- yearly, annual financial results of the Company are published in English and Marathi newspapers and are also forwarded to BSE and NSE. The said results are also uploaded on the website of the Company <https://www.everestind.com/investor-relations/quarterly-financial-results>. Hence, the same are not sent to the shareholders of the Company.

Modified Opinion in Audit Report: There was no qualification or modified opinion in Independent Auditors' Report on Financial Statements of the Company for the year ended March 31, 2023 nor in the past 2 years.

Reporting of Internal Auditors: Internal Auditors of the Company are permanent invitee to the Audit Committee Meeting. They attend each Audit Committee Meeting and present their Internal Audit observations to the Audit Committee and also have direct access to Chairman of

Audit Committee for discussions. They directly interact with Audit Committee Members during the meetings.

6. SHAREHOLDERS

i. The quarterly results are put on the Company's website <https://www.everestind.com/investor-relations/quarterly-financial-results>

ii. The Company sends Annual Report through email to those Shareholders who have registered their email ids with Depository Participant (DP) and with the Registrar and Share Transfer Agent (RTA) of the Company & physical copies of Annual Report to those Shareholders whose email Ids are not registered with DP/RTA. However, in compliance with the General Circular No 10/2022 dated 28.12.2022 issued by Ministry of Corporate Affairs and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, notice of the 90th Annual General Meeting along with the Annual Report 2022-23 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depositories. The physical copies of Annual Report are /will be sent to the Shareholders who request for the same.

7. MEANS OF COMMUNICATION

The Quarterly/Half Yearly/Annual Financial Results of the Company are forwarded to BSE Limited and National Stock Exchange of India Limited where the Company's shares are listed and also published in Business Standard/Financial Express, Mumbai & Sakal, Nashik. The Quarterly/Half Yearly/Annual Financial Results are also displayed on the Company's website www.everestind.com and Stock Exchanges websites NSE - National Stock Exchange of India Ltd: Live Share/Stock Market News & Updates, Quotes- Nseindia.com and [BSE \(formerly Bombay Stock Exchange\) | Live Stock Market updates for S&P BSE SENSEX, Stock Price, Company News & Results \[bseindia.com\]](http://BSE (formerly Bombay Stock Exchange) | Live Stock Market updates for S&P BSE SENSEX, Stock Price, Company News & Results [bseindia.com]) Presentations to analysts and institutional investors and other general information about the Company are also available on the Company's website.

8. PREVENTION OF INSIDER TRADING

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("SEBI PIT Regulations"), the Company has adopted Code of Practices and procedures for Fair Disclosure and Code of conduct to regulate, monitor and reporting trading by insiders. The codes advise procedures to be followed and disclosures to be made, while dealing in shares of the Company and cautioning them on consequences of non-compliances.

In compliance with the SEBI PIT Regulations, the Company has instituted "Everest Insider Compliance Portal", an IT tool through which a structured digital database is maintained containing the names of such persons or entities as the case may be with whom UPSI is shared along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Database in IT tool is with adequate internal controls and checks as per the requirements of SEBI PIT Regulations.

10. GENERAL BODY MEETINGS (HELD IN THE LAST 3 YEARS)

Financial Year	AGM/EGM	Venue of the meeting	Date	Time
2021-2022	AGM	Through Video Conferencing	August 25, 2022	3.00 P.M. (IST)
2020-2021	AGM	Through Video Conferencing	August 25, 2021	3.00 P.M. (IST)
2019-2020	AGM	Through Video Conferencing	August 27, 2020	11:30 A.M. (IST)

No other General Body Meeting or extraordinary general meetings were held in the last three years.

During the financial year 2022-23, no resolution was passed through postal ballot and on the date of this report, no resolution is proposed to be passed through postal ballot.

Details of Special Resolution(s) passed at Annual General Meetings during the last three years

- i. At the 87th Annual General Meeting held on August 27, 2020, five Special Resolutions were passed for:
 - a) Re-appointment of Mr. Y. Srinivasa Rao, as Whole Time Director designated as Executive Director.
 - b) Waiver of recovery of excess managerial remuneration paid to Mr. Manish Sanghi, Managing Director during the financial year 2019-20.
 - c) Waiver of recovery of excess managerial remuneration paid to Mr. Y. Srinivasa Rao, Executive Director during the financial year 2019-20.
 - d) Payment of remuneration to Mr. Manish Sanghi, Managing Director of the Company for the period April 01, 2020 to September 30, 2021
 - e) Approval of Employees' Stock Option Scheme 2020.
- ii. At the 88th Annual General Meeting held on August 25, 2021, three Special Resolutions were passed for:

12. GENERAL SHAREHOLDER'S INFORMATION

I Annual General Meeting	Tuesday, August 22, 2023 at 3.00 pm (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")
Day, Date, Time and Venue	
II Financial Year	April 1, 2022 to March 31, 2023
III Record Date	August 15, 2023
IV Final Dividend for FY 2022-23	₹ 6/- per equity share of face value of ₹ 10/- each.

9. COMPLIANCE CERTIFICATE BY CEO/CFO

The Managing Director and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of SEBI Listing Regulations. The Managing Director and the Chief Financial Officer also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33 of SEBI Listing Regulations. The annual certificate given by the Managing Director and the Chief Financial Officer for FY 2022-23 is taken on record by the Board at its meeting held on May 11, 2023.

- a) Appointment of Mr. Rajesh Joshi (DIN: 08855031), as Managing Director & Chief Executive Officer of the Company.
- b) Approval of Employees' Stock Option Scheme 2021.
- c) Approval of payment of commission to Mr. Anant Talaulicar, Non- Executive Chairman for the financial year 2021-22
- iii. At the 89th Annual General Meeting held on August 25, 2022, one Special Resolution was passed for approval of payment of commission to Mr. Anant Talaulicar, Non- Executive Chairman for the financial year 2022-23.

11. The Company is in compliance with the requirement of Corporate Governance specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 as well as Schedule V of the SEBI Listing Regulations. A Certificate by M/s. TVA & Co. LLP, practicing company secretaries confirming compliance of the conditions of the Corporate Governance annexed to this report as Annexure 3.

V	Dividend Payment date	Final Dividend, if any, declared in the forthcoming 90 th Annual General Meeting will be paid on or before September 20, 2023.
VII	Unclaimed/Unpaid Dividend for the previous years.	The Company is required to transfer dividends which have remained unpaid/unclaimed for a period of seven years to the Investor Education & Protection Fund established by the Government. During FY 2022-23 unclaimed/ unpaid dividend for the year ended March 31, 2015 has been transferred to the Investor Education & Protection Fund established by the Government. The Company will transfer the dividend for the year ended March 31 2016, which have remained unclaimed to the said fund in October, 2023. Members who have not claimed/encashed their dividend/dividend warrants for the Financial Year 2015-2016 & onwards may approach the Company for claiming unpaid dividend.
VIII Financial year calendar for 2023 -24 (Tentative)		
a)	Results for the quarter ending 30 th June, 2023	Before August 14, 2023
b)	Results for the quarter and half year ending 30 th September, 2023	Before November 14, 2023
c)	Results for the quarter and nine months ending 31 st December, 2023	Before February 14, 2024
d)	Results for the quarter and year ending 31 st March, 2024	Before May 30, 2024
IX	Stock Exchanges on which Company's Shares are listed	BSE Limited and National Stock Exchange of India Limited Annual Listing fees for the Financial Year 2022-23 has been paid to the respective stock exchanges within the prescribed time.
X	Corporate Identification Number (CIN) of the Company	L74999MH1934PLC002093
Xi	Registered Office	GAT 152, Lakhmapur, Taluka Dindori, Nashik-422202 (Maharashtra)

13. STOCK CODE

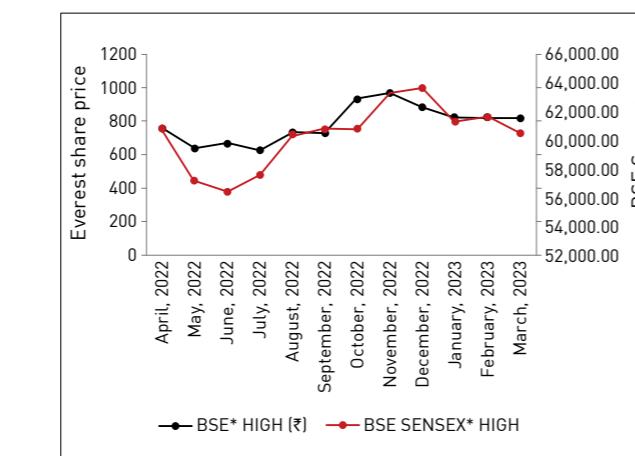
BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001	508906
National Stock Exchange of India Limited Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai - 400 051	EVERESTIND
ISIN of the Company	INE295A01018

14. MARKET PRICE INFORMATION

- i. The reported high and low share prices during the year ended 31st March, 2023 on BSE, where your Company's shares are traded vis-à-vis BSE Sensex, are given below:

MONTH	BSE*		BSE SENSEX*	
	HIGH (₹)	LOW (₹)	HIGH (₹)	LOW (₹)
April, 2022	757.00	580.25	60,845.10	56,009.07
May, 2022	634.40	513.15	57,184.21	52,632.48
June, 2022	665.80	506.00	56,432.65	50,921.22
July, 2022	625.75	516.40	57,619.27	52,094.25
August, 2022	733.25	571.10	60,411.20	57,367.47
September, 2022	727.15	629.95	60,676.12	56,147.23
October, 2022	930.05	680.65	60,786.70	56,683.40
November, 2022	974.45	706.95	63,303.01	60,425.47
December, 2022	883.35	705.00	63,583.07	59,754.10
January, 2023	825.00	730.00	61,343.96	58,699.20
February, 2023	825.00	681.00	61,682.25	58,795.97
March, 2023	816.50	696.00	60,498.48	57,084.91

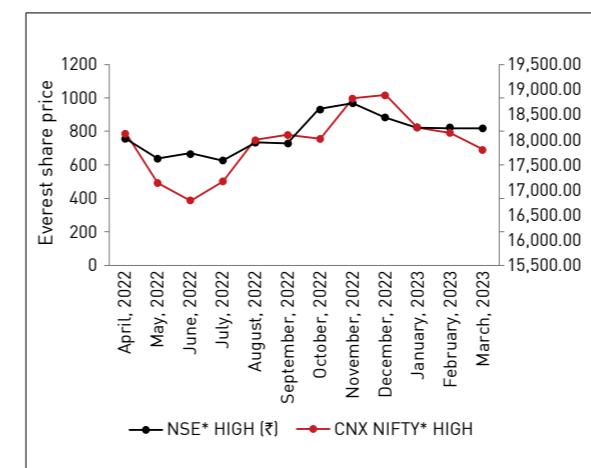
*Based on BSE website



- ii. The reported high and low share prices during the year ended 31st March, 2023 on the NSE, where your Company's shares are traded vis-à-vis CNX Nifty are given below:

MONTH	NSE*		CNX NIFTY*	
	HIGH (₹)	LOW (₹)	HIGH (₹)	LOW (₹)
April, 2022	757.85	580.00	18,114.65	16,824.70
May, 2022	634.90	510.00	17,132.85	15,735.75
June, 2022	666.00	504.00	16,793.85	15,183.40
July, 2022	625.75	516.40	17,172.80	15,511.05
August, 2022	736.15	574.95	17,992.20	17,154.80
September, 2022	727.00	630.10	18,096.15	16,747.70
October, 2022	929.90	685.00	18,022.80	16,855.55
November, 2022	974.95	707.05	18,816.05	17,959.20
December, 2022	883.00	712.05	18,887.60	17,774.25
January, 2023	824.40	730.95	18,251.95	17,405.55
February, 2023	825.00	699.25	18,134.75	17,255.20
March, 2023	819.00	697.00	17,799.95	16,828.35

*Based on NSE website



15. REGISTRAR & SHARE TRANSFER AGENT (RTA)

M/s MCS Share Transfer Agent Limited
F-65, First Floor, Okhla Industrial Area,
Phase - I, New Delhi - 110020
Phone No. 011-41406149 / 41406151 / 41406152
Fax No. 011-41709881
E-mail: helpdeskdelhi@mcsregistrars.com

The Service Branch of RTA has been changed from April 1, 2023 from Delhi to Mumbai and the contact details are as under:
3B3, 3rd Floor, B-Wing,
Gudecha Onclave Premises Co-op. Society Ltd.
Kherani Road, Saki Naka,
Andheri (E), Mumbai - 400 072
Ph: 022 - 28516021 / 6022 / 46049717
E-mail: helpdeskmum@mcsregistrars.com

16. SHARE TRANSFER SYSTEM

During the Financial Year 2022-23, transfer of shares was only allowed only in dematerialised mode and the same is done through the depositories. Further, pursuant to SEBI Circular dated 25th January 2022, transmission, transposition & any endorsement shall be made only through demat mode. The Company had also sent intimation followed by 2 reminders to the shareholders holding shares in physical form to take necessary steps to dematerialize the shares at earliest.

17. SHAREHOLDING AS ON MARCH 31, 2023

A. Distribution of Shareholding as on March 31, 2023

No. of Equity Shares	No. of Shareholders	% of Shareholders	Total No. of Shares held	% of Shareholding
1 to 500	20348	93.80	1456527	9.26
501 to 1000	782	3.60	566874	3.60
1001 to 2000	298	1.37	424087	2.70
2001 to 3000	71	0.33	176209	1.12
3001 to 4000	49	0.23	178169	1.13
4001 to 5000	28	0.13	131077	0.83
5001 to 10000	51	0.24	376280	2.39
10001 to 50000	49	0.23	1024912	6.51
50001 to 100000	8	0.04	626918	3.98
100001 and above	9	0.04	10775091	68.47
Total	21693	100.00	15736144	100.00

B. Shareholding Pattern as on March 31, 2023

Sr. No.	Category	No. of Equity Shares held	% of Shareholding
1	Promoters	7933409	50.42
2	Mutual Funds/ UTI	4975	0.03
3	Financial Institutions/ Banks	175	0.00
4	Central Government/ State Government(s)	48391	0.31
5	Insurance Companies	187	0.00
6	Foreign Institutional Investors	1679321	10.67
7	Bodies Corporate	1071794	6.81
8	Individuals	4788260	30.43
9	Trusts	100	0.00
10	NRI's	209532	1.33
11	NBFC Registered with RBI	0	0.00
Total		15736144	100.00

18. OUTSTANDING GDRS/ADRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments.

19. DEMATERIALIZATION OF SHARES

99.03% of the Equity Shares of the Company have been dematerialised as on March 31, 2023. The Company's shares can be traded only in dematerialised form as per SEBI notification. The Company has entered into an agreement with NSDL and CDSL whereby shareholders have the option to dematerialize their shares with either of the depositories. The Company's shares are regularly traded on BSE and NSE.

20. RECONCILIATION OF SHARE CAPITAL

As stipulated by SEBI, a qualified Practicing Company Secretary carries out quarterly audit of Reconciliation of Share Capital to reconcile the share capital held with Depositories (i.e. NSDL & CDSL) in dematerialised form and share capital held in physical form with the total issued and listed share capital of the Company.

21. DETAILS OF TOTAL FEES PAID TO STATUTORY AUDITORS

The details of total fees for all services paid by the Company paid, on consolidated basis, to the statutory

auditors and all entities in the network firm/network entity of which statutory auditors is a part, are as follows:

Particulars	Amount in Lakhs	
	For the financial year ended 31 st March, 2023	For the financial year ended 31 st March, 2022
Statutory Audit fees	39.00	39.00
Limited Review	21.00	21.00
Reimbursement of expenses	3.66	1.05
Total	63.66	61.05

22. CREDIT RATINGS

The Company obtained credit Ratings from CRISIL Limited and ICRA Limited. Credit rating of the Company as at end of financial year 2022-23 are given below:

Rating Agency	Credit Rating
ICRA Limited	Long term Rating: {ICRA} A+ Short Term Rating: {ICRA} A1+
CRISIL Limited	Long term Rating: CRISIL A+/STABLE Short term Rating: CRISIL A1

23. There are no Loans and Advances given by the Company in the nature of loans to firms/companies in which directors are interested during FY 2022-23.

24. There were no pending cases at the beginning of the financial year as well as no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. There are no cases pending as on March 31, 2023.

25. LOCATION OF PLANTS OF THE COMPANY

Kymore Works	Kolkata Works	Lakhmapur Works
Everest Nagar, P.O. Kymore Dist. Katni – 483880 Madhya Pradesh	1, Taratola Road, Garden Reach Kolkata – 700024 West Bengal	GAT 152, Lakhmapur Taluka Dindori, Nashik – 422202 Maharashtra
Podanur Works	Bhagwanpur Works	Somnathpur Works
Podanur P.O. Coimbatore – 641023 Tamil Nadu	158 & 159, Lakesari, Pargana Bhagwanpur , Tehsil Roorkee – 247661 Uttarakhand	Z5, IID Centre, Somnathpur Tehsil Remuna, Dist. Baleshwar – 756019 Odisha
Ranchi Works	Narmada Works	
Sarwal Namkum, Opp. Tola – Charna Bera Ranchi – 834010 Jharkhand	E-68, GIDC Dahej-3, Dahej, Dist. Bharuch-392130 Gujarat	

26. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT -NIL**27. ADDRESS FOR CORRESPONDENCE**

a. For any queries relating to shares shall be forwarded to the Share Transfer Agents directly at the address given hereunder. Members are requested to provide complete details regarding their queries quoting folio number/DP ID No./Client ID No., number of shares held etc.

M/s. MCS Share Transfer Agent Ltd. (Unit: Everest Industries Limited)
3B3, 3rd Floor, B-Wing,
Gudecha Onclave Premises Co-op. Society Ltd.
Kherani Road, Saki Naka,
Andheri (E), Mumbai - 400 072
Ph: 022 - 28516021 / 6022 / 46049717
E-mail: helpdeskmmu@mcsregistrars.com

b. For any queries non-receipt of Annual Report, non-receipt of dividend etc., the complaint should be forwarded to the Company Secretary & Compliance Officer of the Company at the following address:

Everest Industries Limited

Level 3, Tower 14,
Solitaire Corporate Park, Chakala,
Andheri (E), Mumbai- 400093.
Tel.: 022-69772000

Members can also register their complaints at compoofficer@everestind.com, an exclusive email ID, designated by the Company for the purpose of registering complaints by investors, in compliance of Regulation 6(2) (d) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

For and on behalf of the Board

Anant Talaunicar Rajesh Joshi
Chairman Managing Director & CEO

Place: Mumbai
Date: May 11, 2023

ANNEXURE - 1

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Everest Industries Limited
CIN: L74999MH1934PLC002093
GAT No. 152, Lakhmapur, Taluka Dindori
Nashik-422202, Maharashtra, India

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Everest Industries Limited having CIN: L74999MH1934PLC002093 and having registered office at GAT No. 152, Lakhmapur, Taluka Dindori, Nashik-422202, Maharashtra, India (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers and the representation given by the Management, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Murari Lal Gupta	00088685	08/07/2002
2	Bhanwarlal Jiwanmal Taparia	00016551	10/05/2013
3	Bhavna Gautam Doshi	00400508	25/10/2013
4	Alok Mahinder Nanda	02149755	23/01/2019
5	Rajendra Prabhakar Chitale	00015986	23/01/2019
6	Padmini Sekhsaria	00046486	26/02/2019
7	Anant Jaivant Talaulicar	00031051	21/11/2019
8	Rajesh Arvind Joshi	08855031	01/09/2020

Note: Mr. Narotam Satyanarayan Sekhsaria (DIN: 00276351), Non- executive Director of the Company, has resigned from his position with effect from 29th April, 2022 and till that date he was not disqualified to be appointed as the director of the Company.

It is solemnly the responsibility of Directors to submit relevant declarations and disclosures with complete and accurate information in compliance with the relevant provisions. Further, ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **TVA & Co. LLP**
Company Secretaries

Tanuj Vohra
Partner
M. No.: F5621, C.P. No.: 5253
UDIN: F005621E00029633
PR No: 708/2020

Date: May 11, 2023
Place: Delhi

DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT

This is to certify that as provided under Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and the Senior Management personnel of Everest Industries Limited ("the Company") have affirmed compliance with the Code of Business Conduct and Ethics for the financial year ended March 31, 2023.

For Everest Industries Limited

Rajesh Joshi
Managing Director & CEO

Place: Mumbai
Date: May 11, 2023

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

ANNEXURE - 3

To,
The Members of
Everest Industries Limited
CIN: L74999MH1934PLC002093
GAT 152, Lakhmapur, Taluka Dindori
Nashik-422202, Maharashtra, India

1. We have examined the compliance of the conditions of Corporate Governance by Everest Industries Limited (the Company') as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub regulation (2) of Regulation 46 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to the review of the procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For **TVA & Co. LLP**
Company Secretaries

Tanuj Vohra
Partner
M. No.: F5621, C.P. No.: 5253
UDIN: F005621E000292655
PR No.: 708/2020

Date: May 11, 2023

Place: Delhi

**Transforming walls with
Everest ArteSeries - Textured Wall Panel**

FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To the Members of Everest Industries Limited

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the accompanying standalone financial statements of Everest Industries Limited ("the Company"), which comprise the Balance sheet as at March 31 2023, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, 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 standalone 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 Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued

by the Institute of Chartered Accountants of India 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key audit matters

(a) Revenue recognition for long term projects and recoverability of receivables (as described in note 1.4a of the standalone financial statements)

The Company's significant portion of business is undertaken through long term engineering, procurement and construction contracts. Revenue from these contracts is recognized over a period of time in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers. Due to the nature of the contracts, revenue recognition involves usage of input method which is determined based on proportion of contract costs incurred to date compared to estimated total contract costs, which involves significant judgments, identification of contractual obligations and the Company's rights to receive payments for performance completed till date, risk on collectability due to liquidation damages, other penalties imposed by the customers, changes in scope and consequential revised contract price and recognition of the liability for loss making contracts/ onerous obligations. Accuracy of revenues, onerous obligations, profits and net receivables may deviate significantly on account of

How our audit addressed the key audit matter

- Our audit procedures included testing of Company's revenue recognition accounting policies in compliance with Ind AS 115.
- We obtained an understanding of the process followed by the Company in determination of the estimates for evaluating contract obligations and contract revenue.
- We performed test of controls over management process of estimation of contract obligations, recording of project costs incurred, computation of revenue recognized under the input method in Ind AS 115 and review of recoverability of receivables.
- We tested sample contracts to evaluate appropriate identification of contract obligations, recording of project costs incurred, reasonability of estimates of costs to complete including change orders, if any, and appropriateness of the timing of recognizing the revenue from the contracts.

Key audit matters	How our audit addressed the key audit matter
(a) Revenue recognition for long term projects and recoverability of receivables (as described in note 1.4a of the standalone financial statements)	<ul style="list-style-type: none"> We also tested the invoices raised and computation for revenue recognized, over a period of time under the input method as per Ind AS 115. We examined the management assessment of onerous contracts, liquidation damages, and other penalties charged by the customer We examined contracts where there were significant overdue receivables with marginal or no movement to determine the level of provisioning required in the receivable. We tested the adequacy of disclosures in the financial statements in compliance with Ind AS 115.
Uncertain tax position impacting valuation of tax provision (as described in note 1.4b of the standalone financial statements)	<ul style="list-style-type: none"> We obtained details of completed tax assessments and demands for the assessment years under dispute as of March 31, 2023. We performed test of control over management process of assessment and estimates with regard to the existing tax disputes and uncertain tax positions. We inspected written communication between the Company and the tax authorities and involved tax specialists to assess the management's underlying assumptions in estimating the tax provisions and the possible outcome of the disputes. We also considered the effect of any new information in the current financial year 2022-23 in respect of carried forward uncertain tax positions to evaluate if there is a change in the management's position on these uncertainties. We tested the adequacy of provisioning and disclosures relating to uncertain tax positions in accordance with the requirements of Ind AS 12

We have determined that there are no other key audit matters to communicate in our report.

OTHER INFORMATION

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone 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 in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT FOR THE STANDALONE 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 standalone 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 [standalone] financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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 financial statements.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal

financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2023 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse

consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 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 these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) In our opinion, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer note 2.33 to the standalone 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, as disclosed in note 2.60 to the standalone financial statements, 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

 b) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 2.60 to the standalone financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend
- or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on such audit procedures performed that have 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. a) The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.
- b) As stated in note 2.48 to the standalone financial statements, the Board of

Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from April 1, 2023, reporting under this clause is not applicable.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Vinayak Pujare**

Partner

Membership Number: 101143

UDIN: 23101143BGYWLX3042

Place of Signature: Mumbai

Date: May 11, 2023

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING “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) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangibles assets.

Description of Property	Gross carrying Value (₹ in Lakhs) of	Held in name of Director or their relative or Employee	Whether promoter, Director or their relative or Employee	Period held – Indicate range, Where Appropriate	Reason for not being held in name of Company
Freehold Land	40	ACC Limited	No	9 months	Under process of Transfer

- (d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2023.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The Management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and the procedure of such verification by the Management is appropriate. Discrepancies of 10% or more in aggregate for each class of inventory were not noticed on such physical verification and have been properly dealt with in the books of account.
- (b) As disclosed in note 2.15 to the financial statements, the Company has been sanctioned working capital limits in excess of □ five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements read with the subsequent revisions filed by the Company with such banks are in agreement with the books of accounts of the Company.

(b) Certain Property, Plant and Equipment were physically verified during the year by the Management, in accordance with a regular programme of verification, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in note 2.01 to the standalone financial statements, are held in the name of the Company, except for the following

are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.

(v) 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 Companies Act, 2013 and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) 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, related to the manufacture of value added steel products, and are of the opinion

(b) The dues of Goods and Services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. 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

Name of the applicable Act	Nature of dues	Forum where the dispute is pending	Period to which the amount relates	Amount involved	Amount Paid	Amount unpaid	
The Central Excise Act, 1944	Demand on account of wrong availment of cenvat credit	Assistant Commissioner	2008 to 14	9.86	4.5	5.36	
		Deputy Commissioner	2009-10	0.7	0.7	-	
		Joint Commissioner	2009-10	14.29	-	14.29	
		Commissioner (Appeals)	2007-08 to 2011-12	7.75	0.4	7.35	
		Commissioner	2007-08 to 2013-14	188.54	-	188.54	
		Appellate Tribunal	2009-10, 2014-15	304.91	29.34	275.57	
Sales Tax Laws	Demand of service tax under section 76 of Finance Act 1994	Assistant Commissioner	2017-18	10.34	10.34	-	
		Total		536.39	45.28	491.11	
	Demand on account of non-collection of statutory forms etc.	Assistant Commissioner	1994-95	0.47	-	0.47	
		Joint Commissioner	1999-2000, 2000-01, 2007-08 & 2008-09	19.25	9.38	9.87	
		Additional Commissioner	2015-16	13.68	1.37	12.31	
		Commissioner (Appeal)	1997-98, 2000-01 to 2002-03 & 2006-07	29.65	13.64	16.01	
		Joint Commissioner (Appeals)	2009-10 & 2013-14	53.57	37.69	15.88	
		Deputy Commissioner (Assessment)	2012-13, 2013-14 & 2014-15	365.64	234	131.64	
		Deputy Commissioner (Assessment)	2015-16, 2017-18	175.02	45.96	129.06	
		Appellate Tribunal	1997-98 to 1998-99 and 2009-10 to 2013-14	57.82	35.56	22.26	
		Demand on account of purchase tax on fly ash	Madras High Court	1990-91, 1992-93 & 1995-1996	13.18	12.89	0.29
		Assessing Officer	1996-97	5.83	5.83	-	

that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same

Name of the applicable Act	Nature of dues	Forum where the dispute is pending	Period to which the amount relates	Amount involved	Amount Paid	Amount unpaid
Demand on account of reversal of input tax credit	Deputy Commissioner	2013-14	7.58	3.79	3.79	-
	Additional Joint Commissioner	2009-10	2.33	2.33	-	
Demand on account of stock transfers considered as Interstate sales	Central Sales Tax Appellate Authority	1994-1995 & 1995-1996	676.34	0.26	676.08	
Penalty for late payment of Entry tax	High Court, Orissa Appl DC (CT), Coimbatore	2012-13 2014-15 to 2016-17	4.39 34.93	4.39 17.54	- 17.39	
Total			1,459.68	424.63	1,035.05	

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.

(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) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments)

hence, the requirement to report on 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, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) No fraud by the Company or no 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 by cost auditor/ secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistleblower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.

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

(xiii) Transactions with the related parties are in compliance with sections 177 and 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 accounting standards.

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

(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) The Company has not entered into any non-cash transactions with its 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) 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 (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(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) of the Order is not applicable to the Company.

(d) There is 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) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

(xviii) 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 note 2.61 to 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.

(xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act, 2013 (the Act) within a period of six months of the expiry of the financial year, in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 2.47 to the financial statements.

(xx) (b) All amounts that are unspent under section (5) of section 135 of Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance of with provisions of sub section (6) of section 135 of the said Act. This matter has been disclosed in note 2.47 to the financial statements.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per Vinayak Pujare

Partner

Membership Number: 101143

UDIN: 23101143BGYWLX3042

Place of Signature: Mumbai

Date: May 11, 2023

ANNEXURE '2' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF EVEREST INDUSTRIES LIMITED

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 standalone financial statements of Everest Industries Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone 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 standalone 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 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 standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THESE STANDALONE FINANCIAL STATEMENTS

A company's internal financial controls with reference to standalone 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 standalone 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 STANDALONE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to standalone 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

standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone 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 standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, 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 S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Vinayak Pujare**

Partner

Membership Number: 101143

UDIN: 23101143BGYWLX3042

Place of Signature: Mumbai

Date: May 11, 2023

STANDALONE STATEMENT OF CASH FLOW

FOR THE YEAR ENDED MARCH 31, 2023

Particulars	(₹ in Lakhs)	
	Year ended March 31, 2023	Year ended March 31, 2022
A. Cash flow from operating activities		
Profit before tax	4,367.95	6,655.90
Adjustments for:		
Depreciation and amortisation expenses	3,377.62	2,863.53
Finance costs	3,149.96	314.83
Interest income	(1,961.46)	(404.34)
Loss/(gain) on sale of property, plant and equipment assets (net)	(15.78)	359.29
Liabilities / provisions no longer required written back	(429.36)	(2,358.14)
Share based payment to employees	357.11	19.10
Provision for impairment of capital work in progress	-	176.29
Impairment/(reversal) of doubtful trade receivables	(605.01)	306.43
Impact of fair valuation of financial instruments	0.96	8.69
Operating profit before working capital changes	8,241.99	7,941.58
Working capital adjustments:		
(Increase)/decrease in inventories	(17,496.60)	(7,748.17)
(Increase)/decrease in trade receivables	(4,531.22)	(78.97)
(Increase)/decrease in other non current financial assets	(259.76)	(315.96)
(Increase)/decrease in other non current assets	-	42.61
(Increase)/decrease in other current financial assets	396.13	(399.25)
(Increase)/decrease other current asset	(468.37)	(1,157.63)
Increase/(decrease) in trade payables	(30.30)	2,872.79
Increase/(decrease) in deposits from dealers	(249.96)	(1,151.48)
Increase/(decrease) in other financial liabilities	486.86	670.66
Increase/(decrease) in other current/ non current liabilities	(1,405.09)	4,559.25
Increase/(decrease) in provisions	2.51	(57.94)
Cash generated (used in)/from operations	(15,313.81)	5,177.49
Income tax (paid)/refund	(1,349.96)	(2,116.69)
Net cash flows (used in)/from operating activities	(16,663.77)	3,060.80
B. Cash flow from investing activities		
Capital expenditure on Property, plant and equipment, including intangible assets	(3,336.70)	(3,380.14)
Proceeds from sale of fixed assets	22.55	376.18
Bank balances not considered as cash and cash equivalents		
- Investment in fixed deposits not considered as cash & cash equivalents	6,984.75	6,190.28
Interest received	359.66	375.82
Net cash flow generated from investing activities	4,030.26	3,562.14

STANDALONE STATEMENT OF CASH FLOW

FOR THE YEAR ENDED MARCH 31, 2023

Particulars	(₹ in Lakhs)	
	Year ended March 31, 2023	Year ended March 31, 2022
C. Cash flow from financing activities		
Proceeds from issue of equity shares	5.80	4.18
Securities premium received	299.88	168.37
Payment of financial Lease liabilities	(1,120.43)	(667.99)
Proceeds/(repayment) of short-term borrowings	6,359.17	-
Interest paid	(350.92)	(92.28)
Dividend paid during the year	(944.58)	(1,166.65)
Net cash flows from/(used in) financing activities	4,248.92	(1,754.37)
Net change in cash and cash equivalents [A]+[B]+[C]	(8,384.59)	4,868.57
Cash and cash equivalents at the beginning of the year	9,642.43	4,773.86
Cash and cash equivalents at year end	1,257.84	9,642.43

Note : (i) Figures in brackets are outflows/deductions

(ii) The above cashflow statement is prepared under the "Indirect method" as set out in the Indian Accounting Standards (Ind AS 7)- Statement of Cash Flows

(iii) refer note 2.15B for Change in liabilities arising from financing activities.

See accompanying notes forming part of the standalone financial statements

As per our report of even date

For **S R B C & CO LLP**

Chartered Accountants

ICAI Firm Registration No : 324982E/E300003

For and on behalf of the Board of Directors

per **Vinayak Pujare**

Partner

Membership No : 101143

Anant Talaunicar **Rajesh Joshi**

Chairman

Managing Director & CEO DIN No. 00031051

DIN No. 08855031

Pramod Nair **Amruta Avasare**

Chief Financial Officer

Company Secretary

Mumbai

Mumbai

Mumbai

Mumbai

May 11, 2023

May 11, 2023

May 11, 2023

May 11, 2023

Mumbai May 11, 2023

STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2023

A. EQUITY SHARE CAPITAL

Particulars	Numbers of share	Amount ₹ in Lakhs)
Balance as at March 31, 2021	15,636,340	1,563.63
Changes in equity share capital during the year	41,737.00	4.18
Balance as at March 31, 2022	15,678,077	1,567.81
Changes in equity share capital during the year	58,067	5.80
Balance as at March 31, 2023	15,736,144	1,573.61

B. OTHER EQUITY

Particulars	Attributable to equity shareholders of the Company ₹ in Lakhs)				
	Securities premium	General reserve	Share based payment reserve	Retained earnings	Total other equity
As at March 31, 2021	1,617.73	9,848.91	476.69	37,495.88	49,439.21
Profit for the year	-	-	-	4,412.31	4,412.31
Other comprehensive income	-	-	-	[43.18]	[43.18]
Total comprehensive income for the year	1,617.73	9,848.91	476.69	41,865.01	53,808.34
Dividend paid during the year	-	-	-	(1,173.23)	(1,173.23)
Compensation options granted during the year/Changes during the year (net)	-	-	19.10	-	19.10
Securities premium on shares issued during the year	168.37	-	-	-	168.37
Transferred from share based payment reserve on exercise and lapse of options	229.11	-	[229.11]	-	-
Balance as at March 31, 2022	2,015.21	9,848.91	266.68	40,691.78	52,822.58
Balance as at March 31, 2022	2,015.21	9,848.91	266.68	40,691.78	52,822.58
Profit for the year	-	-	-	4,320.02	4,320.02
Other comprehensive income	-	-	-	[26.77]	[26.77]
Total comprehensive income for the year	2,015.21	9,848.91	266.68	44,985.03	57,115.83
Dividend paid during the year	-	-	-	(940.68)	(940.68)
Compensation options granted during the year/Changes during the year (net)	-	-	357.11	-	357.11
Securities premium on shares issued during the year	299.88	-	-	-	299.88
Transferred from share based payment reserve on exercise and lapse of options	246.19	-	[246.19]	-	-
Balance as at March 31, 2023	2,561.28	9,848.91	377.60	44,044.35	56,832.14

See accompanying notes forming part of the standalone financial statements

As per our report of even date

For **S R B C & CO LLP**

Chartered Accountants

ICAI Firm Registration No : 324982E/E300003

per **Vinayak Pujare**

Partner

Membership No : 101143

For and on behalf of the Board of Directors

Anant Talaulicar

Chairman

DIN No. 00031051

Rajesh Joshi

Managing Director & CEO

DIN No. 08855031

Pramod Nair

Chief Financial Officer

DIN No. 08855031

Amruta Avasare

Company Secretary

Mumbai
May 11, 2023

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

NOTE 1.1 CORPORATE INFORMATION

Everest Industries Limited ('the Company') is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognised stock exchanges in India (BSE and NSE). The registered office of the company is located at Gat No. 152, Lakhmapur, Taluka Dindori Nashik-422202 (Maharashtra). The Company is engaged in manufacturing and trading of building products like roofing products, boards and panels, other building products and accessories and manufacturing of components of pre-engineered steel buildings and related accessories.

The financial statements for the year ended March 31, 2023 were approved by the Board of Directors and authorised for issue on May 11, 2023.

NOTE 1.2

Basis of preparation

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

These financial statements have been prepared on the historical cost or at amortised cost, except for the following assets and liabilities:

- derivative financial instruments are measured at fair value;
- employee defined benefit assets/(liability) are recognised as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation;

NOTE 1.3

Summary of significant accounting policies

(i) Current Vs Non-Current Classification

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

- Expected to be 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 reporting period

All other assets are classified as non-current.

A liability is current when:

- Expected to be settled in normal operating cycle
- Held primarily for the purpose of trading
- 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 liabilities.

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

(ii) Cash Dividend

The Company recognises a liability to make cash distributions to the shareholders of the Company when the distribution is approved by the shareholder in the Annual General Meeting of the Company.

(iii) Fair values measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The fair value of an asset or a liability is measured using the assumptions that market participants would use

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1** - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- **Level 2** - Other techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- **Level 3** - Techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

(iv) Property, Plant and Equipment

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property plant and equipment recognised as at April 1, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property plant and equipment.

Property, plant & equipment and capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost

of bringing the asset to its working condition for the intended use. Such cost includes the cost of replacing part of the plant and equipment.

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of repairs and maintenance are recognised in the statement of profit and loss as incurred.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the Statement of Profit or Loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of Property, plant and equipment are reviewed at each financial year end and adjusted, if appropriate.

(v) Depreciation on Property, plant & equipment

- Leasehold improvements (LHI) & leasehold lands are amortised on straight line basis over the period of lease or useful life whichever is lower.
- Depreciation on other Property, plant & equipment is provided on straight line basis at the rates based on the estimated useful life of the assets. The Company, based on management estimates, depreciates the assets over estimated useful lives which coincides with the useful life prescribed in Schedule II to the Companies Act, 2013.

The Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of plant and equipment over estimated useful lives of 15 years which are different from the useful life of 8 years, prescribed in Schedule II to the Companies Act, 2013. The

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

- Depreciation on Property, plant & equipment added/ disposed off during the year is provided on pro-rata basis with respect to date of acquisition/ disposal.

(vi) Intangible assets

Intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

Technical know-how is amortised over the term of the agreement. Computer software is amortised over the estimated useful life of 3 years.

An item of intangible assets is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the Statement of Profit or Loss when the asset is derecognised. The residual values, useful lives and methods of amortisation of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

(vii) Research and development costs

Research and development costs of revenue nature are charged to the Statement of Profit and Loss when incurred. Fixed assets utilised for research and development are capitalised and depreciated in accordance with the rates set out in Note 1.3 (iv) above.

(viii) Revenue Recognition

- **Revenue from contract with customers**
Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

In respect of pre-engineered building contracts, revenue is recognised over a period of time using the input method (equivalent to percentage-of-

completion method; POCM) of accounting with contract costs incurred determining the degree of completion of the performance obligation.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers on behalf of the government.

Effective April 1, 2018, the Company has applied Ind AS 115 "Revenue from contracts with customers" which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 "Revenue" and Ind AS 11 "Construction Contracts". The effect of initially applying this standard is recognised at the date of initial application (i.e. April 1, 2018). The Company has adopted Ind AS 115 using the modified retrospective approach. Under the modified retrospective approach, there were no significant adjustments required to the retained earnings at April 1, 2018. Also, the application of Ind AS 115 did not have any significant impact on recognition and measurement of revenue and related items in the financial statements.

• Interest

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR).

EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. Interest income is included in finance income in the statement of profit and loss.

(ix) Financial Instruments

A financial instrument is any contract that gives rise to a Financial asset of one entity and a Financial liability or equity instrument of another entity.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

• Financial assets

Initial recognition and measurement

On initial recognition, a financial asset is recognised at fair value, in case of financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset. Trade Receivable that do not contain a significant financing component are measured at transaction price.

Subsequent measurement

Debt instruments at amortised cost

A 'debt instrument' 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. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade receivables, security deposits & other receivables.

Investments in subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognized in the statement of profit and loss.

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Impairment of financial assets

The Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the trade receivable.

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

The impairment losses and reversals are recognised in Statement of Profit and Loss.

• Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method.

Other financial liabilities (Loans and borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

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The EIR amortisation is included as finance costs in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Derivative financial instruments and hedge accounting

The Company uses derivative financial instruments such as foreign exchange forward contracts, option contracts and swap contracts to hedge its foreign currency risk.

Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value at the end of each reporting period.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

(x) Inventories

Inventories are valued at the lower of cost and the net realisable value after providing for obsolescence and other losses, where considered necessary and includes all applicable costs incurred in bringing goods to their present location and condition. The basis for determining cost for various categories of inventories is as follows:

Stores and spare parts Moving Weighted average

Raw materials Moving Weighted average

Materials in transit At cost

Work in progress and Finished goods Material cost determined on moving weighted average basis plus appropriate share of labour, manufacturing and other overheads.

Stock in trade Moving Weighted average

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of

completion and estimated costs necessary to make the sale.

(xi) Retirement and other Employee Benefits

Employee benefits include provident fund, superannuation, performance incentives, gratuity and compensated absences.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange of services rendered by employees is recognised during the period when the employee renders the services. These benefits include compensated absences and performance incentives.

Post-employment benefit plans

The Company has various schemes of retirement benefits namely provident fund, superannuation schemes and gratuity, which are administered by trustees of independently constituted trusts recognised by the Income-tax authorities.

The Company's contributions towards provident fund are deposited in a trust formed by the Company under the Employees Provident Fund and Miscellaneous Provisions Act, 1952. Contributions to superannuation fund are deposited in a separate trust. These trusts are recognised by the Income Tax authorities. The contributions to the trusts are managed by the trustees of the respective trusts.

The Company's superannuation scheme is considered as defined contribution scheme. The Company has no obligation, other than the contribution payable to the super-annuation fund. The Company recognizes contribution payable to the super-annuation fund scheme as an expense, when an employee renders the related service.

The Provident Fund (administered by a Trust) is a defined benefit scheme where by the Company deposits an amount determined as a fixed percentage of basic pay to the fund every month. The benefit vests upon commencement of employment. The interest credited to the accounts of the employees is adjusted on an annual basis to confirm to the interest rate declared by

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

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the government for the Employees Provident Fund. The Company has adopted actuary valuation based on project unit credit method to arrive at provident fund liability as at year end. The Provident Fund scheme additionally requires the Company to guarantee payment of interest at rates notified by the Central Government from time to time, for which shortfall as at the Balance Sheet date, if any, is provided for.

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Remeasurements, comprising of actuarial gains and losses, and the return on plan assets (excluding net interest), are recognised to OCI in the period in which they occur and are not reclassified to profit or loss.

Benefits comprising compensated absences constitute other employee benefits. The liability for compensated absences is provided on the basis of an actuarial valuation done by an independent actuary at the year end. Actuarial gains/losses are immediately taken to the statement of profit and loss for the period in which they are occur.

(xii) Borrowing Costs

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 capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period 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.

(xiii) Foreign Exchange Transactions and balances

The functional currency of the company is Indian Rupees.

Initial recognition

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

Conversion

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

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

(xiv) Taxation

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

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the reporting date and includes any adjustment to tax payable in respect of previous years. Subject to exceptions below, deferred tax is provided, using the balance sheet method, on all deductible temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, on carry forward of unused tax credits and unused tax loss; deferred income tax is not recognised on the initial recognition (including MAT) of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and deferred tax assets are recognised only to the extent that it is more likely than not that they will be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Tax relating to items recognized outside profit or loss is recognised outside profit or loss (either in other comprehensive income or equity).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

The carrying amount of deferred tax assets (including MAT credit available) is reviewed at each reporting date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

(xv) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(xvi) Impairment of Non-financial Assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal or 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 group 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.

Impairment losses, are recognised in the statement of profit and loss

Intangible assets with indefinite useful lives are tested for impairment annually, as appropriate and when

circumstances indicate that the carrying value may be impaired.

(xvii) Provisions and contingencies

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. The expense relating to any provision is presented in the statement of profit or loss, net of any reimbursement.

(xviii) Contingent liability

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

(xix) Share based payment transaction

Selected employees of the Company receive remuneration in the form of equity settled instruments, for rendering services over a defined vesting period. Equity instruments granted are measured by reference to the fair value of the instrument at the date of grant.

The fair value determined at the grant date of the equity-settled share based payments is expensed on a straight line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

(xx) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease i.e. if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

(i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section 1.3 (iv) Impairment of tangible and intangible assets.

(ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and

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

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms.. Contingent rents are recognised as revenue in the period in which they are earned.

(xxi) Segment reporting

Operating segment are reported in a manner consistent with the internal reporting provided to chief operating decision maker (CODM). The managing director is considered to be the 'Chief Operating Decision Maker' (CODM).

Refer Note 2.39 for segment information presented.

(xxii) Government grants and subsidies

Grants and subsidies from the government are recognised when there is reasonable assurance that the Company will comply with the conditions attached to them, and the grant/subsidy will be received.

When the grant or subsidy relates to revenue, it is recognised as income on a systematic basis in profit or loss over the periods necessary to match them with the related costs, which they are intended to compensate.

Where the grant relates to an asset, it is recognised as deferred income and released to income when on a systematic basis when related conditions or obligations are met by the Company.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

(xxiii) Contract balances

Contract assets

A contract asset is initially recognised for revenue earned from installation services because the receipt of consideration is conditional on successful completion of the installation. Upon completion of the installation and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.

Contract assets are subject to impairment assessment. Financial instruments – initial recognition and subsequent measurement.

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (t) Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

(xxiv) Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments 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, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdraft as they are considered an integral part of the company's cash management.

(xxv) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off the nearest two decimal lakhs as per the requirement of schedule III, unless otherwise stated.

NOTE 1.4

SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS.

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

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of asset and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(a) Uncertainty on the Estimation of the Total Construction Revenue and Total Construction Cost:

The Company recognises revenue from the construction contracts over the period of contract as per the input method of IND AS 115 "Revenue from contracts with the customers". The contract revenue is determined based on proportion of contract cost incurred to date compared to estimated total contract cost which involves significant judgement, identification of contractual obligations, and the company's right to receive payments for performance completed till date, risk on collectability due to liquidation damages and other penalties imposed by the customers, possible effects from Covid 19 pandemic, change in scope and consequential revised contract price and recognition of the liability for loss making contracts/ onerous obligations etc. The Company has efficient, coordinated system for calculation and forecasting its revenue and expense reporting. However actual project outcome may deviate positively or negatively from the company's calculation and forecasting which could impact the revenue recognition up to the stage of project completion and is recognised prospectively in the financial statements.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

- (b) Tax Uncertainties:** The Company has open tax issues, ongoing proceedings and exposures at various levels of authorities. Where management makes a judgement that an outflow of funds is probable and a reliable estimate of the outcome of the dispute can be made, provision is made for the best estimate of the liability. In estimating any such liability, the Company applies a risk-based approach. These estimates take into account the specific circumstances of each dispute and relevant external advice, are inherently judgemental and could change substantially over time as each dispute progresses and new facts emerge.

The Company continues to believe that it has made adequate provision for the liabilities likely to arise from open assessments. Where open issues exist the ultimate liability for such matters may vary from the amounts provided and is dependent upon the outcome of assessments with the relevant tax authorities or the litigation proceedings.

- (c) Useful Lives of Property, Plant and Equipment:** The Company uses its technical expertise along with historical and industry trends for determining the economic life of an asset/component of an asset. The useful lives are reviewed by the management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the assets.

- (d) Measurement of Defined Benefit Obligation:** The cost of the defined benefit gratuity plan and other Long term employee benefits (Compensated Absences) and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves

making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is sensitive to changes in these assumptions.

- (e) Share-based Payments:** The Company measures the cost of equity-settled transactions with employees using Black-Scholes model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions require determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.
- (f) Impairment in subsidiaries:** Determining whether the investments in subsidiaries are impaired requires an estimate of the value in use of investments. In considering the value in use, the management anticipates the future commodity prices, capacity utilisation of plant, operating margins, discount rates and other factors of the underlying businesses/operations of the subsidiaries.
- (g) Expected Credit Loss:** The Company makes provision of expected credit losses on trade receivables using a provision matrix. The provision matrix is based on its historical observed default rates, adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated, and Company makes appropriate provision wherever outstanding is for longer period and involves higher risk.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

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Particulars	Freehold Land	Leasehold Land	Buildings on Freehold Land	Buildings on Leasehold Land	Lease Hold Improvements	Plant and Equipment	Furniture and fixtures	Office Equipments	Others (Roads)	Total	[₹ in Lakhs]
											Cost
At March 31, 2021	1,408.13	2,611.13	4,232.21	8,300.72	47.83	25,904.89	865.36	190.27	685.34	372.28	44,618.16
Additions	-	-	227.18	95.61	663.04	1,002.69	154.50	-	163.48	10.34	2,316.84
Disposals	-	-	-	-	[576.27]	[4.97]	[104.35]	[10.56]	-	[696.15]	-
At March 31, 2022	1,408.13	2,611.13	4,459.39	8,396.33	710.87	26,331.31	1,014.89	85.92	838.26	382.62	46,238.85
Additions	40.00	-	14.75	1,836.85	11.16				20.58	1,923.34	[25.32]
Adjustment	[25.32]										
Disposals											
At March 31, 2023	1,422.81	2,611.13	4,459.39	8,411.08	710.87	28,067.21	1,018.60	85.92	853.20	382.62	48,022.83
Accumulated depreciation											
At March 31, 2021	-	155.19	742.50	1,091.12	5.68	6,886.35	451.12	21.22	538.83	205.28	10,097.29
Depreciation charge for the year	-	75.29	167.12	177.37	7.09	1,542.74	82.52	23.23	39.56	36.82	2,151.74
Disposals	-	-	-	-	-	[100.84]	[4.39]	[38.32]	[6.10]	-	[149.65]
At March 31, 2022	-	230.48	909.62	1,268.49	12.77	8,328.25	529.25	6.13	572.29	242.10	12,099.38
Depreciation charge for the year	-	32.58	171.80	227.19	71.04	1,515.73	92.15	13.10	73.73	36.73	2,234.05
Disposals	-	-	-	-	-	[37.30]	[6.22]	-	[4.76]	-	[48.28]
At March 31, 2023	-	263.06	1,081.42	1,495.68	83.81	9,806.68	615.18	19.23	641.26	278.83	14,285.15
Net Book Value											
At March 31, 2022	1,408.13	2,380.65	3,549.77	7,127.84	698.10	18,003.06	485.64	79.79	265.97	140.52	34,139.47
At March 31, 2023	1,422.81	2,348.07	3,377.97	6,915.40	627.06	18,260.53	403.42	66.69	211.94	103.79	33,737.68

Note :
(a) Property, plant and equipment with carrying amount of ₹ 18,116.28 lakhs (as at March 31, 2022 ₹ 17,566.97 lakhs) have been mortgaged as security for fund based and non fund based credit facilities from bank
(b) The title deeds of the free hold lands are not held in the name of the Company.

Description of Property	Gross carrying Value (Amount in Lakhs)	Held in name of Director or their relative or Employee	Whether promoter, Director or their relative range, Where Appropriate	Reason for not being held in name of company
Freehold Land	40	ACC Limited	No	Under process of Transfer

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.02 CAPITAL WORK IN PROGRESS

Particulars	(₹ in Lakhs)	
	At March 31, 2023	At March 31, 2022
Capital work in progress	1,218.20	1,504.89
Total	1,218.20	1,504.89

Note : Net off of provision for impairment of ₹ 50.35 lakhs (previous year ₹ 591.55 lakhs) (refer note 2.56)

Capital work in progress (CWIP) Ageing Schedule

As at 31 March 2023

Particulars	(₹ in Lakhs)				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	909.47	289.09	-	19.64	1,218.20
Projects temporarily suspended	-	-	-	-	-
Total	909.47	289.09	-	19.64	1,218.20

As at 31 March 2022

Particulars	(₹ in Lakhs)				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	358.89	-	21.91	1,124.09	1,504.89
Projects temporarily suspended	-	-	-	-	-
Total	358.89	-	21.91	1,124.09	1,504.89

2.03 INTANGIBLE ASSETS

Particulars	(₹ in Lakhs)	
	Computer Software	Total
Cost		
At March 31, 2021	742.44	742.44
Addition	4.00	4.00
Disposals	-	-
At March 31, 2022	746.44	746.44
Addition	379.94	379.94
Disposals	-	-
At March 31, 2023	1,126.38	1,126.38
Accumulated amortisation		
At March 31, 2021	495.92	495.92
Amortisation for the year	142.49	142.49
At March 31, 2022	638.41	638.41
Amortisation for the year	221.35	221.35
At March 31, 2023	859.76	859.76
Net book Value		
At March 31, 2022	108.03	108.03
At March 31, 2023	266.62	266.62

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.03A INTANGIBLE ASSETS UNDER DEVELOPMENT

Particulars	(₹ in Lakhs)	
	At March 31, 2023	At March 31, 2022
Intangible Assets under Development	153.15	400.04
Total	153.15	400.04

Intangible assets under development Ageing Schedule

As at 31 March 2023

Particulars	(₹ in Lakhs)				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	2.91	150.24	-	-	153.15
Projects temporarily suspended	-	-	-	-	-
Total	2.91	150.24	-	-	153.15

As at 31 March 2022

Particulars	(₹ in Lakhs)				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	400.04	-	-	-	400.04
Projects temporarily suspended	-	-	-	-	-
Total	400.04	-	-	-	400.04

2.04 RIGHT-OF-USE ASSETS

Particulars	(₹ in Lakhs)			
	Leasehold Land	Building	Computer	Total
Cost				
At March 31, 2021	925.45	358.13	-	1,283.58
Addition		5,327.37	240.80	5,568.17
Disposals		(358.13)		(358.13)
At March 31, 2022	925.45	5,327.37	240.80	6,493.62
Addition		132.00		132.00
Disposals		(925.45)		(925.45)
At March 31, 2023	-	5,327.37	372.80	5,700.17
Accumulated depreciation				
At March 31, 2021	462.73	69.64	-	532.37
Depreciation charge for the year	231.36	292.72	45.22	569.30
Disposals		(169.11)		(169.11)
At March 31, 2022	694.09	193.25	45.22	932.56
Depreciation charge for the year	231.36	616.39	74.47	922.22
Disposals		(925.45)		(925.45)
At March 31, 2023	-	809.64	119.69	929.33
Net book Value				
At March 31, 2022	231.36	5,134.12	195.58	5,561.06
At March 31, 2023	-	4,517.73	253.11	4,770.84

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Set out below are the carrying amount of lease liabilities and the movement during the period :

Particulars	₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Balance as on April 1, 2022		
Opening lease liability	5,497.23	830.47
Lease liability addition	132.00	5,301.21
Accretion of interest on lease liability	472.44	222.55
Payment of lease rentals	1,120.43	667.99
Deletion	46.30	189.01
Lease liability as at March 31, 2023	4,934.94	5,497.23
Current lease liability (see note 2.16)	434.92	659.59
Non-current lease liability (see note 2.16)	4,500.02	4,837.64
The maturity analysis of lease liabilities are disclosed		
The effective interest rate for lease liabilities is 9% with maturity between 2023-2031		
Maturity analysis		
Less than 1 year	434.92	659.59
Between 1 and 5 year	2,216.19	1,936.88
More than 5 year	2,283.83	2,900.76
	4,934.94	5,497.23
The following are the amount recognised in profit or loss:		
Depreciation expense of right of use assets	922.22	569.30
Interest expense on lease liability	472.44	222.55
Total amount recognised in profit or loss	1,394.66	791.85

2.05 INVESTMENTS IN SUBSIDIARIES - AT COST

Particulars	₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Non Current		
Investment in unquoted equity instruments of subsidiaries		
16,87,453 shares (previous year 16,87,453 shares) equity shares of USD. 1. each fully paid up of Everest Building Products, Mauritius	201.67	201.67
Less: Provision for impairment	(201.67)	(201.67)
	-	-
Note		
Aggregate amount of unquoted investment	-	-

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.06 OTHER FINANCIAL ASSETS

Particulars	₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Non Current		
Unsecured, considered good (at amortised cost)		
a. Security deposits	1,029.42	763.80
b. Government subsidy receivable	213.82	217.28
c. Balances held as margin money (deposit accounts)*	1.71	12.46
d. Deposit accounts with remaining maturity of more than 12 months	1.00	1.00
Total unsecured, considered good	1,245.95	994.54
Current		
Unsecured, considered good		
a. Interest accrued but not due#	116.73	127.75
b. Government subsidy receivables	228.29	317.75
c. Balances held as margin money*	18.83	409.18
d. Derivative assets	-	0.96
e. Other receivables	-	306.67
	363.85	1,162.31

* In current year margin money deposit given to bank for bank guarantee whereas in previous year it was given for bank guarantee and letter of credits
It includes Interest on Income tax receivable.

2.07 OTHER ASSETS

Particulars	₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Non Current		
Unsecured, considered good		
a. Capital advances	502.57	43.00
	502.57	43.00
Current		
Unsecured, considered good		
a. Prepaid lease rental	-	4.20
b. Advances to employees	84.22	106.13
c. Prepaid expenses	439.39	609.16
d. Prepaid gratuity	188.57	265.67
e. Advance to supplier	1,601.34	1,106.35
f. Input credit receivables	2,061.41	2,057.56
g. Contract Asset	847.14	640.41
	5,222.07	4,789.48

2.08 INCOME TAX ASSETS (NET)

Particulars	₹ in Lakhs)	
	At March 31, 2023	At March 31, 2022
Advance income tax (net of provision)	1,723.85	1,924.60
	1,723.85	1,924.60

[Net of provision for current tax - ₹ 9,298.34 lakhs (previous year ₹ 6,167.98 lakhs)]. Also refer Note 2.57

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.09 INVENTORIES

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Raw materials (At cost)		
i. On hand	29,043.07	16,044.12
ii. In transit	1,359.19	989.33
	30,402.26	17,033.45
b. Work-in-progress	6,776.39	5,062.37
c. Finished goods	10,955.17	9,099.66
d. Stock-in-trade	364.75	307.38
e. Stores and spares	2,180.87	1,670.03
f. Packing materials	93.57	103.52
	50,773.01	33,276.41

Note :

- (a) The mode of valuation of inventories has been stated in note 1.3 (x)
- (b) The above inventories has been hypothecated as security for fund based and non fund based credit facility from the banks.

2.10 TRADE RECEIVABLES

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Trade receivables		
i. Secured, considered good *	2,891.80	3,627.61
ii. Unsecured, considered good	7,832.89	1,960.85
iii. Credit impaired	2,170.69	2,995.29
	12,895.38	8,583.75
Less: Impairment allowance	2,170.69	2,995.29
	10,724.69	5,588.46

* Includes dues from subsidiaries (refer note 2.38 (c) (iii))

Note :

- (a) The Company has used a practical expedient by computing the expected loss allowance for trade receivables based on historical credit loss experience and adjustments for forward looking information. (refer note 2.54)
- (b) The above trade receivables has been hypothecated as security for fund based and non fund based credit facility from the banks.
- (c) The secured trade receivable including security against Bank Guarantee and Letter of Credit of ₹ 803.99 lakhs (Previous year ₹ 608.06 lakhs)
- (d) Trade receivables are non-interest bearing and are generally on term of 0 to 90 days.

AGEING OF TRADE RECEIVABLE

As at March 31, 2023

Particulars	Outstanding for following periods from due date of payment #						
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	2,010.26	8,108.03	249.08	46.99	16.03	294.30	10,724.69
(ii) Undisputed Trade receivables - credit impaired	-	212.50	8.15	188.02	380.72	1,381.30	2,170.69
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	2,010.26	8,320.53	257.23	235.01	396.75	1,675.60	12,895.38

Where due date of payment is not available date of transaction has been considered

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

As at March 31, 2022

Particulars	Outstanding for following periods from due date of payment #					
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	Total
(i) Undisputed Trade receivables - considered good	775.62	4,018.04	444.14	19.69	281.29	5,588.46
(ii) Undisputed Trade receivables - credit impaired	-	100.18	269.04	477.73	1,372.19	2,995.29
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	-	-
Total	775.62	4,118.22	713.18	497.42	1,653.48	825.83
						8,583.75

Where due date of payment is not available date of transaction has been considered

2.11 CASH AND CASH EQUIVALENT

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Cash on hand	3.22	3.18
b. Balances with banks		
i. Current accounts	1,254.62	2,509.24
ii. Balance in fixed deposits having original maturity of less than 3 months	-	7,130.01
	1,257.84	9,642.43

2.12 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENT

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
i. Unpaid dividend (earmarked account)	37.79	41.69
ii. Deposit with banks having original maturity of more than 3 months	119.65	6,699.40
	157.44	6,741.09

2.13 EQUITY SHARE CAPITAL

Particulars	(₹ in Lakhs)			
	As at March 31, 2023	As at March 31, 2022	% No	% No
1. Authorised Share capital		1,705.00		
1,70,50,000 equity shares of ₹ 10 each				
(as at March 31, 2022 - 1,70,50,000 equity shares of ₹ 10 each)				
2. Issued Share capital		1,573.61		
1,57,36,144 equity shares of ₹ 10 each				
(as at March 31, 2022 - 1,56,78,077 equity shares of ₹ 10 each)				
3. Subscribed and fully paid up		1,573.61		
1,57,36,144 equity shares of ₹ 10 each				
(as at March 31, 2022 - 1,56,78,077 equity shares of ₹ 10 each)				
4. Details of share holders holding more than 5% of shares :				
Holding Company :				
Falak Investment Private Limited	50.42	79,33,409	50.60	79,33,409
Foreign Institutional Investors				
Massachusetts Institute of Technology	9.89	15,57,000	3.83	6,00,000
5. Reconciliation of the number of shares outstanding :				
Number of shares at the beginning of the year		15,678,077		
Issued during the year		58,067		
Number of shares at the end of the year		15,736,144		
				15,678,077

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
6. Disclosure of shareholding of promoters		
Falak Investment Private Limited		
Number of shares at the beginning of the year	7,933.409	7,933.409
Issued during the year	-	-
Number of shares at the end of the year	7,933.409	7,933.409
% of total shares	50.42	50.60
% change during the year	-	-
7. Rights, preferences and restrictions attached to equity shares		
The Company has one class of equity shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.		

2.14 OTHER EQUITY

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Security premium	2,561.28	2,015.21
General reserve	9,848.91	9,848.91
Share based payment reserve	377.60	266.68
Retained earning	44,044.35	40,691.78
	56,832.14	52,822.58
1. Securities premium	2,015.21	1,617.73
Add: Premium on shares issued during the year (Including transfer from Share based payment reserve)	546.07	397.48
	Closing balance	2,561.28
		2,015.21
2. General reserve		
Opening balance	9,848.91	9,848.91
Add: Transferred from surplus in Statement of Profit and Loss	-	-
	Closing balance	9,848.91
		9,848.91
3. Share based payment reserve		
Opening balance	266.68	476.69
Add: Share based payment expense to employees	357.11	19.10
Less: Transferred from share based payment reserve on exercise and lapse of options	(246.19)	(229.11)
	Closing balance	377.60
		266.68
4. Retained earning		
Opening balance	40,691.78	37,495.88
Add: Profit for the year	4,320.02	4,412.31
Gain/(loss) on remeasurement of defined benefit plan	(26.77)	(43.18)
Less: Dividend paid during year 2021-22 @ ₹ 6.00 per share (Previous year final dividend year 2020-21 @ ₹7.50 per share)	(940.68)	(1,173.23)
	Closing balance	44,044.35
		40,691.78
	56,832.14	52,822.58

In respect of the year ended March 31, 2023, the directors propose that a final dividend of ₹ 6.00 per share be paid on fully paid equity shares. This equity dividend is subject to approval by shareholders at the Annual General Meeting and has not been included as liability in these financial statements. The proposed equity dividend is payable to all holders of fully paid equity shares. The total estimated equity dividend to be paid is ₹ 944.17 Lakhs. (refer note 2.48)

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Nature and Purpose of Reserves:

Securities Premium

Securities Premium is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act, 2013.

General Reserve

General Reserve is used to transfer profits from retained earnings for appropriation purposes. The amount is to be utilised in accordance with the provision of the Companies Act, 2013.

Share Based payment reserve

The share-based payment reserve account is used to record the value of equity-settled share-based payment transactions with employees. The amounts recorded in this account are transferred to share premium upon exercise of stock options by employees

Retained Earnings

Retained Earnings are the profits of the Company earned till date net of appropriations.

2.15 BORROWING AT AMORTISED COST

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Secured		
Current (refer note 2.54)		
i. Working capital loan(Overdraft facility)	734.63	-
ii. Working capital demand loan	5,624.54	-
	6,359.17	-

2.15 A

Particulars , Terms of Repayment and Interest Rate

Working capital loan (Bank Overdraft), balance outstanding amounting to 734.63 Lakhs (previous year nil) payable on demand

Working capital demand loan, balance outstanding amounting to ₹ 832.52 lakhs (previous year nil) bearing interest rate @ 9.30% which are payable on demand

Working capital demand loan, balance outstanding amounting to ₹ 3,531.03 lakhs (previous year nil) bearing interest rate @ 8.01% which are payable on demand

Working capital demand loan, balance outstanding amounting to ₹ 1,020.90 lakhs (previous year nil) bearing interest rate @ 9.40% which are payable on demand

Working capital demand loan, balance outstanding amounting to ₹ 240.09 lakhs (previous year nil) bearing interest rate @ 9.7% which are payable on demand

Refer note 2.54 for liquidity risk borrowings

Nature of security

Loans from banks are secured by a first pari-passu charge by way of hypothecation of stocks, present and future, book debts and receivables, first pari-passu charge on land and building situated at Podanur, second pari-passu charges on all movable fixed assets situated at Kymore, Podanur, Kolkata, Lakhmapur and Bhagwanpur and second pari-pasu charges on land and building situated at Kymore, Lakhmapur and Bhagwanpur.

2.15B CHANGE IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

Particulars	1-Apr-22	Cash flows	New leases	Other #	31-Mar-23
Current borrowings		-	6,359.17	-	6,359.17
Lease liabilities *		5,497.23	(1,120.43)	132.00	426.14
Total liabilities from financing activities	5,497.23	5,238.74	132.00	426.14	11,294.11

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Particulars	01-Apr-21	Cash flows	New leases	Other #	31-Mar-22
Current borrowings	-	-	-	-	-
Lease liabilities *	830.47	(667.99)	5,301.21	33.54	5,497.23
Total liabilities from financing activities	830.47	(667.99)	5,301.21	33.54	5,497.23

* Lease liabilities includes current and non-current lease liabilities
Other includes accretion of interest and deletion of lease liability

2.16 LEASE LIABILITIES

Particulars	As at March 31, 2023	As at March 31, 2022
a. Non-current	4,500.02	4,837.64
b. Current	434.92	659.59
	4,934.94	5,497.23

The maturity analysis of lease liability is disclosed in note 2.04

2.17 TRADE PAYABLES

Particulars	As at March 31, 2023	As at March 31, 2022
a. total outstanding dues of micro enterprises and small enterprises (refer note 2.45)	1,602.63	1,418.77
b. total outstanding dues of creditors other than micro enterprises and small enterprises	14,890.93	15,506.45
	16,493.56	16,925.22

AGEING OF TRADE PAYABLE

As at March 31, 2023

Category	Outstanding for following periods from due date of payment #					
	Not due	0 - 1 year	1-2 Years	2-3 Years	More than 3 Years	Grand Total
i) MSME	845.28	629.14	66.61	40.27	21.32	1,602.63
ii) Others	13,662.56	414.77	504.50	67.79	241.31	14,890.93
iii) Disputed dues -MSME	-	-	-	-	-	-
iv) Disputed dues -Others	-	-	-	-	-	-
Total	14,507.84	1,043.91	571.11	108.06	262.63	16,493.56

Where due date of payment is not available date of transaction has been considered

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

As at March 31, 2022

Category	Outstanding for following periods from due date of payment #					
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	Total
i) MSME				1,355.28	40.27	13.85
ii) Others				8,859.25	5,993.94	200.38
iii) Disputed dues -MSME				-	-	-
iv) Disputed dues -Others				-	-	-
Total	8,859.25	7,349.22	240.65	26.58	449.52	16,925.22

Where due date of payment is not available date of transaction has been considered

2.18 DEPOSITS FROM DEALERS

Particulars	As at March 31, 2023	As at March 31, 2022
a. Stockists' and other deposits	1,642.21	1,892.17

2.19 OTHER FINANCIAL LIABILITIES

Particulars	As at March 31, 2023	As at March 31, 2022
a. Interest accrued but not due*	13.82	59.02
b. Unpaid dividends	37.79	41.69
c. Payables for purchase of property, plant and equipment	101.76	57.56
d. Retention monies	802.96	533.86
e. Other payables	1,939.43	1,721.67
	2,895.76	2,413.80

* In Previous Year it includes Interest on Income tax payable.

2.20 PROVISIONS FOR RETIREMENT BENEFITS

Particulars	As at March 31, 2023	As at March 31, 2022
a. Provision for employee benefits:		
i. Provision for compensated absences	429.18	426.67

2.21 OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2023	As at March 31, 2022
a. Advances from customers	7,465.55	9,434.48
b. Payables in respect of statutory dues*	471.38	935.54
c. Contract Liability	1,767.88	1,078.73
d. Deferred Revenue	338.85	-
	10,043.66	11,448.75

* It includes payable towards GST, TDS and employee related statutory obligations.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.22 INCOME TAX LIABILITIES (NET)

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Income tax liabilities (net of advance) (refer note 2.57)	9,471.05	10,221.28
	9,471.05	10,221.28

[Net of advance tax ₹ 3,447.07 lakhs (previous year ₹ 7,034.73 lakhs)]

2.23 REVENUE FROM OPERATION

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Revenue from sale of products		
i. Revenue from building products	112,334.66	102,937.42
ii. Revenue from traded products	384.02	371.60
b. Revenue from steel building contracts	49,895.14	30,815.50
Sub total *	162,613.82	134,124.52
c. Other operating revenues		
i. Sale of scrap	1,388.34	1,298.82
ii. Export incentives	87.84	70.19
iii. Sale of raw material	188.20	-
iv. Others (including other incentives) #	224.78	625.03
	1,889.16	1,994.04
	164,502.98	136,118.56

*As per Ind AS 115, the revenue is reported net of GST.

It included subsidy in the form of reimbursement of SGST

2.24 OTHER INCOME

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Interest income on financial assets carried at amortised cost		
i. Interest from banks on deposits	209.11	303.98
ii. Other interest	30.84	78.01
	239.95	381.99
b. Interest on Income tax refund	1,719.14	-
c. Other non-operating income		
i. Net gain on foreign currency transactions and translation	-	36.41
ii. Gain on sale of property, plant and equipment (net)	15.78	-
iii. Interest Income on Deposit	2.37	22.35
iv. Liabilities / provisions no longer required written back	429.36	2,358.14
v. doubtful trade receivables written back	824.60	-
vi. Miscellaneous income	811.56	117.09
	2,083.67	2,533.99
	4,042.76	2,915.98

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.25 COST OF RAW MATERIAL CONSUMED

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Cost of material consumed (refer note 2.43)	98,703.29	77,598.53
	98,703.29	77,598.53

* excludes research and development expenses of ₹ 0.77 lakhs (previous year ₹ 3.51 lakhs).

2.26 PURCHASE OF TRADED GOODS

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Other items	558.55	299.26
	558.55	299.26

2.27 (INCREASE) /DECREASE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Inventories at the end of the year:		
i. Finished goods	10,955.17	9,099.66
ii. Work-in-progress	6,776.39	5,062.37
iii. Stock-in -trade	364.75	307.38
	18,096.31	14,469.41
Inventories at the beginning of the year:		
i. Finished goods	9,099.66	6,922.83
ii. Work-in-progress	5,062.37	3,636.41
iii. Stock-in -trade	307.38	321.94
	14,469.41	10,881.18
	(3,626.90)	(3,588.23)

2.28 EMPLOYEE BENEFITS EXPENSE

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Salaries and wages *	12,745.74	11,406.85
b. Contributions to provident and other funds (refer Note 2.37)	737.28	703.26
c. Share based payment to employees (refer note 2.49)	357.11	19.10
d. Staff welfare expenses	1,049.79	788.33
	14,889.92	12,917.54

* excludes research and development expenses of ₹ 266.77 lakhs (previous year ₹ 151.19 lakhs).

2.29 FINANCE COSTS

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Interest on borrowings	233.18	19.11
b. Interest on Lease liabilities	472.44	222.55
c. Interest on deposit from dealers	72.54	73.17
d. Interest on income tax (net)	2,371.80	-
	3,149.96	314.83

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.30 DEPRECIATION AND AMORTISATION EXPENSES

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Depreciation on property, plant and equipment (refer note 2.01)*	2,234.05	2,151.74
b. Depreciation on right to use asset (refer note 2.04)	922.22	569.30
c. Amortisation on intangible assets (refer note 2.03)	221.35	142.49
	3,377.62	2,863.53

* includes research and development expenses of ₹ 3.13 lakhs (previous year ₹ 3.20 lakhs).

2.31 OTHER EXPENSES

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Consumption of stores and spare parts	5,550.63	4,582.97
b. Consumption of packing materials	1,483.04	1,355.77
c. Power and fuel	4,887.38	4,339.73
d. Repairs and maintenance		
- Building	425.29	320.91
- Machinery	695.37	565.20
- Others	1,066.41	868.95
e. Rent (refer note 2.41)	264.16	205.35
f. Rates and taxes	712.49	236.42
g. Insurance	475.24	519.18
h. Travelling	1,704.83	1,045.71
i. Advertisement and sales promotion expenses	1,816.27	1,664.05
j. Cost for erection of steel buildings	3,695.91	3,063.82
k. Loss on sale of property, plant and equipment (net)	-	359.29
l. Net loss on foreign currency transactions and translation	26.57	-
m. Outward freight charges on finished goods	14,763.04	14,275.83
n. Professional and consultancy expenses (refer note 2.34)	1,695.52	1,623.48
o. Contract labour	4,900.08	4,188.23
p. Research and development expenses (refer note 2.45)	393.89	244.06
q. Provision for impairment in property, plant and equipment including capital work in progress	-	176.29
r. Bad Debts written off	219.59	-
s. Impairment of trade receivables	-	306.43
t. Expenditure on corporate social responsibility (refer note 2.47)	152.42	169.47
u. Miscellaneous expenses	2,197.22	1,862.04
	47,125.35	41,973.18

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.32 INCOME TAX EXPENSES

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Tax expenses recognized in profit or loss		
Current tax	2,025.96	2,239.82
Adjustment of tax relating to earlier periods	(1,986.83)	-
Deferred tax	8.80	3.77
Total tax expenses	47.93	2,243.59
b. Tax on other comprehensive income		
Remeasurement of defined benefit plans	(9.01)	(23.20)
The income tax expenses for the year can be reconciled to the accounting profit as follows:		
Profit before income tax expense	4,367.95	6,655.90
Enacted statutory income tax rate in India applicable to the Company	25.168%	34.944%
Computed expected income tax expense	1,099.33	2,325.84
Adjustments:		
Interest on Income Tax	882.09	-
Impact on provision for impairment of CWIP (being disallowed in income tax computation)	-	(181.78)
Impact of rate difference	(544.94)	-
Effect of deduction under Section 80G of Income Tax Act, 1961	-	29.32
Impact due to stamp duty valuation of land	549.89	-
Adjustment of tax relating to earlier periods	(1,986.83)	-
Others	48.39	70.21
Current tax expenses recognised in statement of Profit and Loss	47.93	2,243.59

2.33 CONTINGENT LIABILITIES AND COMMITMENTS

a. Contingent liabilities

Claims against the Company not acknowledged as liabilities in respect of:

Particulars	As at March 31, 2023	As at March 31, 2022
Sales tax matters	3,428.05	11,073.85
Excise and service tax matters	1,251.04	890.40
Income tax matters	2,244.42	2,943.33
Total	6,923.51	14,907.58
Advance paid/adjusted by authorities against above	733.81	1,934.83

b. Commitments

- a) Estimated amount of contracts to be executed on capital account ₹ 484.86 lakhs (net of advances ₹ 206.69 lakhs), [previous year ₹ 523.28 lakhs (net of advances ₹ 430.95 lakhs)].
- b) The Company has other commitments, for purchases/sales orders which are issued after considering requirements per operating cycle for purchase/sale of goods and services, in normal course of business.
- c) The Company did not have any long term commitments/contracts including derivative contracts for which there will be any material foreseeable losses.

c. Other matter

Disputed claims pertain to litigations with respect of Projects of the Company filed by the customers on account of delayed completion of project, poor quality of building design and infrastructure and poor quality of material and various other matters. The Company has gone into appeal in respect of these matters in various forums.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.34 PROFESSIONAL AND CONSULTANCY EXPENSES INCLUDE AUDITORS REMUNERATION (EXCLUDING TAXES) AS FOLLOWS:

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
To statutory auditors		
i. Audit fee	39.00	39.00
ii. Limited Review	21.00	21.00
iii. Reimbursement of expenses	3.66	1.05
	63.66	61.05

2.35 DISCLOSURE IN RESPECT OF REVENUE FROM CONTRACTS WITH CUSTOMERS

a. Disaggregation of revenue from contracts with customers

The Company derives revenue from the transfer of goods and services over time and at a point in time in the following major product lines and geographical regions:

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue by Geography		
Domestic	157,473.19	128,900.69
Overseas	5,140.63	5,223.83
Total revenue from contract with customers	162,613.82	134,124.52
Timing of revenue recognition		
At a point in time	112,718.68	103,309.02
Over time	49,895.14	30,815.50
Total revenue from contract with customers	162,613.82	134,124.52

b. Contract Balances

The following table provides information about receivables, contracts assets, and contract liabilities from contracts with customers.

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Receivables	8,819.78	3,136.08
Contract assets	847.14	640.41
Contract liabilities	1,767.88	1,078.73

c. Disclosure of 'revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period' and 'revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods.

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Revenue from steel building contracts	49,895.14	30,815.50
Amounts included in contract liabilities at the beginning of the year	-	-
Performance obligations satisfied in previous years	-	-

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

d. The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at March 31, are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
Within one year	14,879.94	20,841.81
More than one year	-	-

Note :

The transaction price allocated to the entire performance obligations (unsatisfied or partially unsatisfied) as at March 31, 2023 is of 14,879.94 lakhs. Management expects that entire transaction price allocated to unsatisfied contracts as of March 31, 2023 will be recognised as revenue during next reporting period depending upon the progress on each contracts.

2.36 OUTSTANDING FORWARD EXCHANGE CONTRACTS AS ON 31 MARCH, 2023:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Payables		
USD	-	15.47
INR	-	1,173.25

Foreign currency exposures that are not hedged by derivative instruments or otherwise are as follows:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Receivables		
USD	13.25	20.48
INR	1,089.54	1,552.43
EUR	0.33	-
INR	29.68	-
Payables		
USD	2.19	2.13
INR	180.14	161.73

Refer note 2.54 for sensitivity analysis

2.37 EMPLOYEE BENEFIT

a. Defined contribution plan

The Company makes superannuation fund contribution to defined contribution retirement plans for covered employees. The Company's contribution towards superannuation fund is deposited in trust. The Company recognised ₹ 37.36 lakhs (previous year ₹ 46.87 lakhs) for superannuation fund contributions in the Statement of Profit and Loss.

b. Defined benefit plan

i. Gratuity fund
The Company's contribution towards its gratuity liability is a defined benefit retirement plan. The Company makes contributions to the trust from time to time which in turn makes contributions to the Employee's Group Gratuity-cum-Life Assurance scheme of the Life Insurance Corporation of India. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to fifteen days salary payable for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

The following tables set out the funded status of the gratuity plan and amounts recognised in the Company's financial statements as at March 31, 2023:

(i) Reconciliation of fair value of plan assets and defined benefit obligation:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Defined Benefit Obligation	1,841.61	1,893.32
Fair Value of Plan Assets	2,030.18	2,158.99
Funded Status Surplus/(Deficit)	188.57	265.67

(ii) Amount recognised in Statement of Profit and Loss:

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Current service cost	165.99	145.77
Past service cost - plan amendments	-	-
Net Interest expenses	(19.42)	(25.11)
Amount recognised in Statement of Profit and Loss	146.57	120.66

(iii) Amount recognised in Other Comprehensive Income:

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Actuarial (gain)/loss due to DBO experience	(35.37)	146.25
Actuarial (gain)/loss due to DBO assumption changes	(20.16)	(33.07)
Return on plan assets (greater)/less than discount rate	91.31	(46.80)
Actuarial (gains)/ losses recognized in OCI	35.78	66.38

(iv) Changes in the present value of the defined benefit obligation are as follows:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Present value of defined benefit obligations at beginning of the year	1,893.32	1,886.33
Current service cost	165.99	145.77
Interest cost	107.27	97.56
Benefits paid	(269.44)	(349.52)
Past service cost - plan amendments	-	-
Actuarial (gain)/loss on obligations	(55.53)	113.18
Present value of defined benefit obligations at the end of the year	1,841.61	1,893.32

(v) Changes in the fair value of plan assets are as follows:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Fair value of plan assets at the beginning of the year	2,158.99	2,314.65
Interest Income on plan assets	126.60	122.67
Employer contribution	-	-
Return on plan assets greater/(lesser) than discount rate	(91.31)	46.80
Benefits paid	(164.10)	(325.13)
Fair value of plan assets at the end of the year	2,030.18	2,158.99

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(vi) The major categories of plan assets of the fair value of the total plan assets are as follows:

Investment details	As at March 31, 2023	As at March 31, 2021
Funded	Funded	Funded
With Government of India securities	80.78%	81.28%
With Debt instruments	8.84%	11.21%
With Equity shares	9.61%	5.12%
Other deposits	0.77%	2.39%
	100.00%	100.00%

The planned assets of the Company are managed by the Life Insurance Corporation of India in terms of an insurance policy taken to fund obligations of the Company with respect to its gratuity plan. Information on categories of plan assets as at March 31, 2022 has not been provided by the Life Insurance Corporation of India.

(vii) Principal actuarial assumptions used in determining gratuity obligations:

Assumptions	As at March 31, 2023	As at March 31, 2022
Discount rate	7.10%	6.10%
Salary escalation	9.00%	8.00%
Mortality rate	Indian Assured Lives Mortality (2006 -08) (Ult)	
Withdrawal rate	17.00%	15.00%

(viii) A quantitative sensitivity analysis for significant assumption as at March 31, 2022 is as shown below:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Discount Rate		
Effect on DBO due to 0.5% increase in Discount Rate	(35.77)	[39.70]
Effect on DBO due to 0.5% decrease in Discount Rate	36.45	36.45
Salary Escalation Rate		
Effect on DBO due to 0.5% increase in Salary Escalation Rate	35.54	35.54
Effect on DBO due to 0.5% decrease in Salary Escalation Rate	(35.45)	[39.31]

(ix) The following payments are expected contributions to the defined benefit plan in future years:

Particulars	As at March 31, 2023	As at March 31, 2022
31-Mar-23	-	331.14
31-Mar-24	334.02	350.57
31-Mar-25	364.63	314.39
31-Mar-26	321.68	288.63
31-Mar-27	300.32	-
March 31, 2027 to March 31, 2032	-	1,630.69
March 31, 2028 to March 31, 2033	1,679.27	-

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

II. Provident fund

The Company's contribution towards provident fund is a defined benefit retirement plan. The Company makes contributions to the trust from time to time which in turn makes contributions in approved securities. The Company is liable for contribution paid/payable under provident fund scheme and any deficiency in interest cost compared to interest computed based on the interest declared by the Central Government under Employee Provident Fund Scheme, 1952 is recognised as defined benefit obligation.

The following tables set out the funded status of provident fund in the Company's financial statements as at March 31, 2023:

(i) Reconciliation of fair value of plan assets and defined benefit obligation:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Defined Benefit Obligation	7,560.40	8,131.96
Fair Value of Plan Assets	8,151.04	8,253.67
Funded Status Surplus/(Deficit)	590.64	121.71

(ii) Amount recognised in Statement of Profit and Loss:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Current service cost	137.34	167.33
Net Interest expenses	-	-
Immediate recognition of (gain)/losses- other long term employee benefit plan	-	-
Other adjustments	-	-
Amount recognised in Statement of Profit and Loss*	137.34	167.33

* An employer expense of ₹ NIL has been shown as there is no net liability on account of the interest guarantee. Therefore no expense needs to be recognised.

(iii) Amount recognised in Other Comprehensive Income

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Actuarial (gain)/loss due to DBO experience	347.34	169.09
Actuarial (gain)/loss due to DBO assumption changes	(121.85)	(162.32)
Actuarial (gain)/loss arising during period	447.98	(495.83)
Return on plan assets (greater)/less than discount rate	(673.47)	489.06
Actuarial (gains)/ losses recognized in OCI*	-	-

* An employer expense of ₹ NIL has been shown as there is no net liability on account of the interest guarantee. Therefore no expense needs to be recognised.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

(iv) Changes in the present value of the defined benefit obligation are as follows

Particulars	₹ in Lakhs	As at March 31, 2023	As at March 31, 2022
Present value of defined benefit obligations at beginning of the year		8,131.96	8,427.50
Current service cost		137.34	167.33
Interest cost		444.65	446.39
Employee contribution		285.67	364.43
Acquisition (credit)/ cost		(344.24)	(242.16)
Other adjustments			
Benefits paid		(1,320.47)	(1,038.30)
Actuarial (gain)/loss on obligations		225.49	6.77
Present value of defined benefit obligations at the end of the year		7,560.40	8,131.96

(v) Changes in the fair value of plan assets are as follows:

Particulars	₹ in Lakhs	As at March 31, 2023	As at March 31, 2022
Fair value of plan assets at the beginning of the year		8,253.67	8,999.78
Interest Income on plan assets		465.60	491.65
Employer contribution		423.01	531.76
Acquisition adjustment		(344.24)	(242.16)
Return on plan assets greater/(lesser) than discount rate		673.47	(489.06)
Benefits paid		(1,320.47)	(1,038.30)
Fair value of plan assets at the end of the year		8,151.04	8,253.67

(vi) The major categories of plan assets of the fair value of the total plan assets are as follows:

Investment details	₹ in Lakhs	As at March 31, 2023	As at March 31, 2022
Government of India securities		37.44%	40.72%
PSU		32.22%	43.33%
Private sector bond		0.00%	0.00%
Special deposit scheme		29.99%	15.57%
Mutual Fund		0.35%	0.38%
Funded		100.00%	100.00%

(vii) Principal actuarial assumptions used in determining provident fund obligations:

Assumptions	₹ in Lakhs	As at March 31, 2023	As at March 31, 2022
Discount rate		7.10%	6.10%
Rate of return on EPFO		8.15%	8.10%
Mortality rate		Indian Assured Lives Mortality (2006 -08) (modified)	
Withdrawal rate		17.00%	15.00%

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.38 RELATED PARTY DISCLOSURES

a. List of related parties

i. Holding company

Falak Investment Private Limited

ii. Subsidiary companies

Everest Building Products, Mauritius

Everest Buildpro Pvt Limited (with effect from March 31, 2023)

Everestind FZE, United Arab Emirates(UAE) – subsidiary of Everest Building Products, Mauritius

iii. Key management personnel/Whole time director

Mr. Rajesh Joshi, Managing Director and CEO

Mr. Y. Srinivasa Rao, Executive Director (till April 09, 2021)

Mr. Neeraj Kohli, Company Secretary (till March 31, 2023)

Mr. Nikhil Dujari, Chief Financial Officer (till May 10, 2021)

Mr. Pramod Nair, Chief Financial Officer (from May 11, 2021)

Ms. Amruta Avasare, Company Secretary (from April 01, 2023)

iv. Non executive directors

Mr. Anant Talaunicar, Non Executive Chairman

Ms. Padmini Sekhsaria, Vice Chairperson

Mr. Narotam Sekhsaria, Director (till April 29, 2022)

Mr. Alok Nanda, Director

Mr. B.L.Taparia, Director

Ms. Bhavana Doshi, Director

Mr. M.L.Gupta, Director

Mr. Rajendra Chitale, Director

v. Entities on which key management personnel have control/significant influence

Everest Foundation (with effect from September 24, 2021)

b. Transactions with related parties during the year:

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
i. Dividend paid		
Falak Investment Private Limited	476.00	595.01
ii. Remuneration to key management personnel/ whole time director *		
Mr. Rajesh Joshi	342.65	318.56
Mr. Y. Srinivasa Rao	-	191.56
Mr. Neeraj Kohli	34.34	36.82
Mr. Nikhil Dujari	-	15.98
Mr. Pramod Nair	113.82	95.09

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
iii. Commission and Sitting fees paid to Non executive directors		
Mr. Anant Talaunicar	154.20	204.50
Ms. Padmini Sekhsaria	2.90	4.50
Mr. Narotam Sekhsaria	-	2.80
Mr. Alok Nanda	9.40	9.80
Mr. B.L.Taparia	12.35	12.60
Ms. Bhavana Doshi	9.40	10.70
Mr. M.L.Gupta	11.05	11.40
Mr. Rajendra Chitale	13.50	14.10
iv. Dividend paid to key management personnel		
Mr. Pramod Nair	0.04	-
Mr. Neeraj Kohli	0.06	0.09
v. Revenue from sale of products to		
Everestind FZE	2,363.79	3,870.83
vi. Purchase of traded goods		
Everestind FZE	-	-
vii. Contribution paid for CSR		
Everest Foundation	187.64	106.13

c. Balances outstanding with related parties at the year end:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
i. Performance incentive due to key management personnel		
Mr. Rajesh Joshi	63.00	76.58
Mr. Anant Talaunicar	150.00	200.00
ii. Trade receivables		
Everestind FZE	438.09	1,250.83

* As the future liabilities for gratuity and leave encashment are provided on actuarial valuation basis for the Company as whole, the amount pertaining to individual is not ascertainable and therefore not included above.

Terms and conditions

- i) All the outstanding balances are unsecured and are repayable as per terms of credit and settlement occurs in cash.
- ii) The Company has not recorded any impairment of receivables related to amount owed by related party.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.39 SEGMENT INFORMATION

a. Business segments:

The Company has determined following reporting segments based on the information reviewed by the Chief Operating Decision Maker (CODM). Building products includes manufacturing and trading of roofing products, boards and panels, other building products and accessories. Steel buildings consist of manufacture and erection of pre – engineered and smart steel buildings and its accessories.

b. Geographical segments:

Since the Company's activities/operations are primarily within the country and as such there is only one geographical segment.

c. Segment accounting policies:

In addition to the significant accounting policies applicable to the business segments as set out in note a above, the accounting policies in relation to segment accounting are as under:

i. Segment revenue and expenses:

Segment revenue and expenses include the respective amounts identifiable to each of the segments. Unallocable items in segment results include income from bank deposits and corporate expenses.

ii. Segment assets and liabilities:

Segment assets include all operating assets used by a segment and consist principally of operating cash, trade receivables, inventories and fixed assets, net of allowances and provisions, which are reported as direct offsets in the balance sheet. Segment liabilities include all operating liabilities and consist principally of creditors and accrued liabilities. Segment assets and liabilities do not include fixed deposits, advance income tax, borrowings and deferred income tax etc.

The measurement of each segment's revenues, expenses and assets is consistent with the accounting policies that are used in preparation of the Company's financial statements.

Information about business segments:

Particulars	Building products		Steel buildings		Total	
	For the year ended					
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
1 Segment Revenue						
External revenue	112,718.68	103,309.02	49,895.14	30,815.50	162,613.82	134,124.52
Other operating income	866.14	859.61	1,023.02	1,134.43	1,889.16	1,994.04
Total Revenue	113,584.82	104,168.63	50,918.16	31,949.93	164,502.98	136,118.56
2 Segment Results	7,836.16	11,492.58	4,009.95	(1,168.13)	11,846.11	10,324.45
Unallocated expenses (net of income)					4,328.20	3,353.72
Operating Profit	7,836.16	11,492.58	4,009.95	(1,168.13)	7,517.91	6,970.73
Finance costs					3,149.96	314.83
Profit before tax					4,367.95	6,655.90
Tax expense					47.93	2,243.59
Net Profit					4,320.02	4,412.31

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

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Particulars	Building products		Steel buildings		Total	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
3 Other Information						
a. Assets						
Segment assets	65,549.35	49,696.54	35,035.89	25,695.96	100,585.24	75,392.50
Unallocated assets					12,750.13	30,483.31
Total assets	65,549.35	49,696.54	35,035.89	25,695.96	113,335.37	105,875.81
b. Liabilities						
Segment liabilities	16,876.14	18,148.43	10,914.02	11,306.97	27,790.16	29,455.40
Unallocated liabilities					27,139.46	22,030.02
Total liabilities	16,876.14	18,148.43	10,914.02	11,306.97	54,929.62	51,485.42
c. Others*						

Particulars	Building products		Steel buildings		Total	
	For the year ended					
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Capital expenditure	2,020.44	1,652.87	432.54	367.98	2,452.98	2,020.85
Depreciation	1,864.35	1,677.95	480.03	543.68	2,344.38	2,221.63
Non – cash expenses other than depreciation (includes impairment of trade receivables and other receivables)	219.59	176.00	-	306.43	219.59	482.43

* Excluding unallocated items

2.40 DEFERRED TAXATION

Movement during the year ended 31 st March 2023	As at 31 March, 2022	Credit / (Charge) in the statement of profit and loss	Credit / (Charge) in Other Comprehensive Income	As at 31 March, 2023
Deferred tax Asset / (liabilities)				
Expenditure covered by Section 43B of the Income-tax Act, 1961	201.72	(61.03)	9.01	149.70
Impairment of trade receivables	942.78	(463.04)	-	479.74
Right to use assets	70.98	49.16	-	120.14
Interest on income tax refunds	823.87	(823.87)	-	-
Excess of depreciation allowable under the Income-tax Act, 1961 over depreciation provided in financial statements	(4,900.89)	1,247.89	-	(3,653.00)
Others	201.24	42.09	-	243.33
Total	(2,660.30)	(8.80)	9.01	(2,660.09)

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Movement during the year ended 31 st March 2022	As at 31 March, 2021	Credit / (Charge) in the statement of profit and loss	Credit / (Charge) in Other Comprehensive Income	As at 31 March, 2022
Deferred tax Asset / (liabilities)				
Expenditure covered by Section 43B of the Income-tax Act, 1961	211.96	[33.44]	23.20	201.72
Impairment of trade receivables	1,240.28	[297.50]	-	942.78
Right to use assets	27.70	43.28	-	70.98
Interest on income tax refunds	710.63	113.24	-	823.87
Excess of depreciation allowable under the Income-tax Act, 1961 over depreciation provided in financial statements	[4,863.66]	[37.23]	-	[4,900.89]
Others	(6.64)	207.88	-	201.24
Total	(2,679.73)	(3.77)	23.20	(2,660.30)

2.41 LEASE COMMITMENTS

Operating lease as lessee

The Company has certain leases of premises with lease terms of 12 months or less. The Company applies the short term lease and lease of low value assets recognition exemptions for these leases and has recognised rent of ₹ 264.16 lakhs (previous year ₹ 205.35 lakhs). There are no non-cancellable lease arrangements as at the end of the year.

The Company has lease contracts for rental property and computers used in its operations and administrative work. Leases of rental property and computers have lease terms of from 3 to 5 years which is non-cancellable period. The Company obligations under its leases are secured by the lessor's title to the leased assets. (refer note 2.04)

2.42 EARNINGS PER SHARE

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Number of equity shares of ₹10 each fully paid up at the beginning of the year	15,678,077	15,636,340
b. Number of equity shares of ₹ 10 each fully paid up at the year end	15,736,144	15,678,077
c. Weighted average number of equity shares used in computing earnings per share	15,700,312	15,644,777
d. Weighted average number of options granted	47,813	-
e. Weighted average number of options post adjustment for number of options granted	15,748,125	15,644,777
f. Net profit for the year - (₹ / lakhs)	4,320.02	4,412.31
g. Basic earnings per share (Rupees)	27.52	28.20
h. Diluted earnings per share (Rupees)	27.43	28.20
i. Nominal value of equity shares (Rupees)	10.00	10.00

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.43 COST OF RAW MATERIAL CONSUMED

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Opening stock	17,033.45	13,290.85
Add: Purchases	112,072.10	81,341.13
Less: Closing stock	129,105.55	94,631.98
Cost of materials consumed*	30,402.26	17,033.45
Materials consumed comprises:	98,703.29	77,598.53
i. Raw fibre	32,622.71	26,633.55
ii. Cement	19,656.00	17,285.62
iii. Steel	27,602.92	17,031.30
iv. Other items	18,821.66	16,648.06
	98,703.29	77,598.53

* excludes research and development expenses of ₹ 0.77 lakhs (previous year ₹ 3.51 lakhs).

2.44 DETAILS OF CLOSING FINISHED GOODS, WORK IN PROGRESS AND STOCK-IN-TRADE

Particulars	As at March 31, 2023	As at March 31, 2022
a. Finished goods		
i. Building products	9,262.36	7,672.86
ii. Steel buildings	1,692.81	1,426.80
	10,955.17	9,099.66
b. Work in progress		
i. Building products	6,387.40	4,891.89
ii. Steel buildings	388.99	170.48
	6,776.39	5,062.37
c. Stock-in-Trade		
i. Roofing accessories	150.54	79.19
ii. Other items	214.21	228.19
	364.75	307.38

2.45 DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER THE MSMED ACT, 2006

Particulars	As at March 31, 2023	As at March 31, 2022
Principal amount due to micro and small enterprises	1,602.63	1,418.77
Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-

According to the records available with the Company, dues payable to entities that are classified as Micro and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 during the year is ₹ 1,602.63 lakhs (previous year ₹ 1,418.77). Further no interest has been paid or was payable to such parties under the said Act during the year.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.46 EXPENDITURE ON RESEARCH AND DEVELOPMENT

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
a. Capital nature*		
Gross block	122.38	117.59
Accumulated depreciation	100.76	97.63
Net block	21.62	19.96
Additions during the year	4.79	
b. Revenue nature		
i. Cost of materials consumed	0.77	3.51
ii. Consumption of stores and spare parts	25.73	21.48
iii. Employee benefits expense		
- Salaries and wages	257.25	140.65
- Contributions to provident and other funds	9.52	10.54
iv. Miscellaneous expenses	100.60	67.88
	393.87	244.06
v. Depreciation	3.13	3.20
Total	397.00	247.26

* fixed assets utilised for research and development.

2.47 THE DETAILS RELATING TO CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENDITURE ARE AS FOLLOWS :

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Gross amount required to be spent by the Company during the year	152.42	166.96
Amount spent during the year (See Note below)	124.30	106.13
Shortfall at the end of the year *	28.12	63.34
Previous year shortfall	-	-
Reason for shortfall	pertains to ongoing projects	pertains to ongoing projects

Nature of CSR activities

Livelihood enhancement-training and skill development, Preventive healthcare and sanitation, Promotion of education & sport and Environment sustainability etc.

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Details of related party transactions		
Everest Foundation	187.64	106.13

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
i. Construction/ acquisition of assets	-	-
ii. On purposes other than (i) above	124.30	169.47

* The amount unspent during the year is deposited in escrow account on April 25, 2023

It excludes administrative charges

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.48 DISTRIBUTION MADE AND PROPOSED:

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Cash dividend on Equity shares declared and paid:		
Final dividend for the year ended on March 31, 2022 ₹ 6.00 Per share (March 31, 2021: ₹ 7.50 Per share)	940.68	1,173.23
Proposed dividends on Equity shares not recognised as liability:		
Final cash dividend for the year ended on March 31, 2023 ₹ 6.00 per share (March 31, 2022: ₹ 6.00 per share)	944.17	940.68

2.49 EMPLOYEE STOCK OPTION SCHEME

The Company has granted 1,98,316 stock options (previous year 1,31,992 stock options) to the employees during the year ended March 31, 2023. The exercise price per option shall be the average of the two weeks high and low price of the share preceding the date of grant of options on BSE/NSE or closing price of the Company's share on that stock exchange on the date prior to the date of grant of options, whichever is less. Options granted shall vest with the grantee after a period of one year from the date of grant. The exercise period of the options is a period of four years after the vesting of the options.

Particulars	ESOS 2017	ESOS 2018	ESOS 2019	ESOS 2021	ESOS 2021
Year in which scheme was established	2017-18	2018-19	2019-20	2020-21	2020-21
Number of options authorised and granted	1,60,000	1,70,000	16,450	131,992	198,316
Exercise price	₹571	₹477	₹127	₹635	₹580
Fair value	₹288.37	₹182.63	₹37.67	272.96	266.47
Vesting date	After one year from the date of grant of option	(see note below)			
Vesting requirement	One year service from the date of grant of option	(see note below)			
Exercise period	During four year after vesting date				

Note : (i) The first tranche comprising 20% of the number of options granted shall vest upon completion of one year from the date of grant. (ii) The second tranche comprising 30% of the number of options granted shall vest upon completion of two years from the date of grant (iii) The third tranche comprising 50% of the number of options granted shall vest upon completion of three years from the date of grant.

Option activity during the year under the plans is set out below:

Particulars	ESOS 2017	ESOS 2018	ESOS 2019	ESOS 2021	ESOS 2021
i. Opening balance	57,775	44,065	3,208	131,992	-
ii. Granted during the year	92,590	112,245	14,350	-	198,316
iii. Vested during the year	-	-	-	-	131,992
iv. Exercised during the year	[32,380]	[20,255]	[2,030]	[3,402]	-
v. Forfeited during the year	[5,240]	[27,505]	[8,992]	-	-
vi. Expired during the year	(10,200)	(4,910)	(320)	(13,321)	(8,730)
vii. Outstanding at the year end	(29,575)	(40,675)	(2,150)	-	-
viii. Options exercisable at the year end	(15,195)	-	-	-	-
ix. Remaining contractual life (years) at the year end	57,775	44,065	3,208	115,269	189,586
	57,775	44,065	3,208	131,992	-
	57,775	44,065	3,208	20,331	-
	57,775	44,065	3,208	-	-
	-	18,900	858	115,269	189,586
	57,775	-	18,900	858	-
	57,775	-	18,900	20,331	-
	57,775	44,065	3,208	-	-
	-	0.82	1.82	3.90	4.35
	0.82	1.82	2.98	4.90	-

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Previous year figures are in italics & brackets.

The fair value of stock based awards to employees is calculated through the use of option pricing models, requiring subjective assumptions which greatly affect the calculated values. The said fair value of the options have been calculated using Black-Scholes option pricing model, considering the expected term of the options to be 5 years, expected dividend yield on the underlying equity shares and volatility in the share price and a risk free rate of interest. The Company's calculations are based on a single option valuation approach, and forfeitures are recognised as they occur. The expected volatility is based on historical volatility of the share price during the year after eliminating the abnormal price fluctuations.

2.50 THE COMPANY HAS TRANSACTIONS WITH COMPANIES STRUCK OFF UNDER SECTION 248 OF THE COMPANIES ACT, 2013

Name of Struck off Company	Nature	Relationship	FY 2022-23		FY 2021-22	
			Transactions during the year 31 March, 2023	Balance outstanding as at 31 March, 2023	Transactions during the year 31 March, 2022	Balance outstanding as at 31 March, 2022
Sushil Machine Private Limited	Payable	Vendor	(12.66)	(0.57)	(10.65)	(2.16)
S.R.Fasteners Private Limited	Payable	Vendor	(53.17)	-	-	-
Lanxess India Private Limited	Payable	Vendor	-	-	(73.99)	(14.63)
La Casa Engineering Private Limited	Payable	Vendor	-	(0.48)	-	(0.48)
Apollo Pharmacy	Payable	Vendor	(0.41)	(0.04)	-	-
Microland Limited	Receivables	Vendor	-	-	-	0.10
Sew Eurodrive India Pvt.Ltd.	Payable	Vendor	-	-	(8.94)	-
Jai Hind Trading Company Limited	Payable	Customer	64.39	(2.19)	57.60	(1.07)
Quality Buildicon Private Limited	Receivables	Customer	-	-	483.10	48.52
Vinod Enterprises Private Limited	Receivables	Customer	-	-	3.92	-
Cyrex Infra Projects Private Limited	Payable	Customer	-	(0.02)	0.45	(0.02)
Rammangal Heart Foundation Private Limited	Payable	Customer	-	-	4.27	(2.76)
Radiant Enterprises Private Limited	Receivables	Customer	-	-	-	9.40
Vajra Builders Pvt.Ltd.	Payable	Customer	17.17	(0.01)	-	-
T & K Construction Private Limited	Payable	Customer	31.03	(13.42)	-	-
SS FARMS	Receivables	Customer	4.38	-	-	-

2.51 FINANCIAL INSTRUMENTS - FAIR VALUES

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

Particulars	Carrying value	
	As at March 31, 2023	As at March 31, 2022
Financial assets		
Measured at fair value		
- Derivative assets	-	0.96
Financial assets		

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Particulars	Carrying value	
	As at March 31, 2023	As at March 31, 2022
Measured at amortised cost		
- Security Deposits		
- Government subsidy receivables	1,029.42	763.80
- Balances held as margin money (deposit accounts)	442.11	535.03
- Interest accrued on deposits	21.54	422.64
- Insurance claim receivable	116.73	127.75
- Other recoverable	-	-
	306.67	
Trade receivable*	10,724.69	5,588.46
Cash & cash equivalents*	1,257.84	9,642.43
Other bank balances*	157.44	6,741.09
	13,749.77	24,128.83
Financial liabilities		
Measured at amortised cost		
Borrowings		
Borrowings	6,359.17	-
Lease liabilities	4,934.94	5,497.23
Trade payable*	16,493.56	16,925.22
Other financial liabilities*		
- Interest accrued but not due	13.82	59.02
- Unpaid dividend	37.79	41.69
- Payable for capital goods	101.76	57.56
- Retention monies	802.96	533.86
- Other payables	1,939.43	1,721.67
- Stockists' and other deposits	1,642.21	1,892.17
	32,325.64	26,728.42

* The management assessed that carrying values approximates their fair value largely due to the short-term maturities of these instruments.

2.52 FINANCIAL INSTRUMENTS - FAIR VALUE HIERARCHY

The fair value of financial instruments have been classified into three categories depending upon the input used in the valuation technique.

The categories used are as follows :

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2023:

Particulars	Level 1	Level 2	Level 3
Derivative assets	-	-	-

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2022:

Particulars	Level 1	Level 2	Level 3
Derivative assets	-	(0.96)	-

2.53 CAPITAL MANAGEMENT

For the purposes of the Company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Company's capital management is to maximise shareholder value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants. The Company take appropriate steps in order to maintain its capital structure. The Management monitors the return on capital, as well as the level of dividends to equity share holders. The Company is not subject to any externally imposed capital requirement.

The capital gearing ratio as on March 31, 2023 was (7.83%)

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Non Current Borrowing	-	-
Current Borrowing	6,359.17	-
Other Financial Liabilities (Long term debt)	-	-
Cash & Cash Equivalent *	(1,399.03)	(16,764.47)
Net Debt	4,960.14	(16,764.47)
Total Capital	58,405.75	54,390.39
Capital & Net Debt	63,365.89	37,625.92
Gearing Ratio	7.83%	N/A

*Includes deposits with banks classified under other bank balances and other non current assets

2.54 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities, other than derivatives comprises trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include advances, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk.

Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises risk of: currency risk and interest rate risk.

The Company is exposed to market risk primarily related to foreign exchange rate risk. Thus, the Company's exposure to market risk is a function of revenue generating and operating activities in foreign currencies.

Foreign exchange risk

The Company regularly evaluates exchange rate exposure arising from the foreign currency transaction.

The Company uses forward contracts and derivative instruments to mitigate foreign exchange related risk exposures. When a forward contract is entered into for the purpose of being a hedge, the Company negotiates the terms of those contracts

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

to match the terms of the hedged exposure. The Company's exposure to unhedged foreign currency risk as at March 31, 2023 and March 31, 2022 has been disclosed in note 2.36.

For the year ended March 31, 2023, every 5 percentage point depreciation/appreciation in the exchange rate between the Indian rupee and U.S. dollar, would have affected the Company's profit before tax by ₹ 63.48 Lakhs/ ₹ (63.48) Lakhs respectively.

For the year ended March 31, 2023, every 5 percentage point depreciation/appreciation in the exchange rate between the Indian rupee and Euro , would have affected the Company's profit before tax by ₹ 1.48 Lakhs/ ₹ (1.48) Lakhs respectively.

For the year ended March 31, 2022, every 5 percentage point depreciation/appreciation in the exchange rate between the Indian rupee and U.S. dollar, would have affected the Company's profit before tax by ₹ 85.71 Lakhs/ ₹ (85.71) Lakhs respectively.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company exposure to the risk of changes in market interest rates relates primarily to the Companies short-term debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

The exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Variable rate borrowings	6,359.17	-
Interest rate sensitivity	6,359.17	-

A change of 50 bps in interest rate would have following impact on profit before tax

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
50 bps increase would decrease the profit before tax by*	31.80	-
50 bps decrease would increase the profit before tax by*	31.80	-

* Interest rate sensitivity have been calculated assuming the borrowing outstanding at the reporting date have been outstanding for the entire reporting period.

Credit risk

Credit risk arises from the possibility that customers may not be able to settle their obligations as agreed. The Company is exposed to credit risk from its operating activities (primarily trade receivables and deposits) and from foreign exchange transactions.

Commodity risk

The Company is exposed to movement in metal commodity price of steel. Our sales contracts are on fixed price basis. Profitability in case of firm price orders is affected by movement in the prices of steel. To minimize the price volatility, company buy steel on spot price basis. For Roofing Business Company has long term contract for its main RM. However due to global scarcity of containers sea freight is abnormally increased which affected our input cost.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Trade receivables

To manage the credit risk the Company periodically assesses the financial reliability of customers taking into account the financial condition and ageing of accounts receivable. [refer note 2.10]

An impairment analysis is performed for all major customers at each reporting date on an individual basis. The calculation is based on historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note .

Reconciliation of the allowances for credit losses :

The details of changes in allowances for credit losses for the year ended March 31, 2023 and March 31, 2022 are as follows:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Balance as at beginning of the year	300.00	389.00
Provision/ (reversal) made during the year	(79.00)	(89.00)
Closing provision at the end of the year	221.00	300.00

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

The following are undiscounted contractual maturity of financial liabilities

Contractual maturities of financial liabilities	Carrying amount	Payable on demand	Within 12 months	1 to 5 years	more than 5 years	Total as at March 31, 2023
Borrowings						
Cash credit	734.63	734.63				734.63
Working capital demand loan	5,624.54	-	5,624.54			5,624.54
Lease liability	4,934.94		434.92	2,216.19	2,283.83	4,934.94
Trade payable	16,493.56		16,493.56			16,493.56
Deposit from dealers	1,642.21	1,642.21				1,642.21
Other financial liability	2,895.76		2,895.76			2,895.76

Contractual maturities of financial liabilities	Carrying amount	Payable on demand	Within 12 months	1 to 5 years	more than 5 years	Total as at March 31, 2022
Borrowings						
Cash credit	-	-				-
Working capital demand loan	-	-				-
Lease liability	5,497.23		659.59	1,936.88	2,900.76	5,497.23
Trade payable	16,925.22		16,925.22			16,925.22
Deposit from dealers	1,892.17	1,892.17				1,892.17
Other financial liability	2,413.80		2,413.80			2,413.80

As at March 31, 2023 and March 31, 2022, the Company had unutilised fund based and non fund based limits from banks of ₹ 18,888.97 lakhs and ₹ 25,470.00 lakhs respectively, the returns statement filed by the Company with the Banks are agreement with the books of the accounts of the Company.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.55 As per Section 115BAA the Company has an option to irrevocably shift to a lower tax regime by foregoing tax incentives, deductions and MAT credit. The Company has opted to shift to lower tax regime in the Financial year 2022-2023 which has reduced the current tax expense for the year. During the year, the Company has re-measured deferred tax assets and liabilities at the lower tax rate. Consequently, deferred tax for the year includes credit of ₹ 545 lakhs.

2.56 During the year the Company has classified under assets held for sale the imported machinery in building product amounting to ₹ 1,192.29 as same has been proposed to be transfer to new wholly owned subsidiary. In addition to the same land at nashik office amounting to ₹ 25.32 lakhs has been classified to assets held for sale..

2.57 Pursuant to the various Income tax orders received during the year, the Company has evaluated related tax provisions. Basis the evaluation, Company has released tax provision amounting to ₹ 1,692 lakhs (included under 'Adjustment of tax relating to earlier periods'), accounted Interest Income on Tax refund of ₹ 1,610 lakhs (included under 'Other Income') and also made a provision for Interest expense of ₹ 2,371 lakhs on account of probable tax matters (included under 'Finance Cost').

2.58 During the year, the Company completed the long pending acquisition of freehold land at Kymore. In this regard, the consequential income-tax charge of ₹ 760 lakhs and an associated recovery of that amount is included in 'Current Taxes' and 'other Income' respectively, in the financial statements for the year ended 31 March, 2023.

2.59 The Board of directors has approved to set up a new manufacturing facility for the Boards & Panels plant through a wholly owned subsidiary. The same was incorporated on 31 March, 2023 as Everest Buildpro Private Limited.

2.60 Other Statutory Information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,
- (iv) The Company has not advanced or loaned or invested funds to any other person(s) or entity, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - (b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
 - (v) The Company has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
 - (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
 - (vi) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.61 RATIO ANALYSIS AND ITS ELEMENTS

Particulars	Numerator	Denominator	As at 31 March, 2023	As at 31 March, 2022	Change %	Reason for Variance in excess of 25%
Current ratio (in times)	Current Asset	Current Liabilities	1.46	1.39	[4.9%]	
Debt-Equity ratio	Total Borrowings	Total Shareholder's Equity	0.11	-	-	On account of short term borrowing utilised in CY.
Debt service coverage ratio (in times)	Earning Available for Debt Service - Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.	Interest + Lease Payments	4.26	9.19	53.6%	Change is due to reduction in profits on account of reduced margins and increase in Borrowing
Return on equity ratio (%)	Profit After Tax	Average Shareholder's Equity	7.7%	8.4%	8.5%	
Inventory turnover ratio	Cost of Good Sold	Average Inventory	2.28	2.53	10.0%	
Trade receivables turnover ratio	Net Sales	Average Account Receivable	19.94	23.52	15.2%	
Trade payables turnover ratio	Net Purchases	Average Account Payable	6.74	4.90	[37.6%]	Increase in input cost and high volume purchases
Net capital turnover ratio	Net Sales	Average Working Capital	8.31	9.96	16.6%	
Net profit ratio (%)	Net Profit	Net Sales	2.7%	3.3%	19.5%	
Return on capital employed (%)	Earning Before Interest and Tax -PBT+Interest cost (interest on borrowings, deposit on dealers and lease liability)	Average of (shareholders fund + deferred tax + lease liability+borrowings)	7.6%	11.9%	35.9%	Change is due to reduction in profits on account of reduced margins

2.62 The previous Year figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification/disclosures.

As per our report of even date

For **S R B C & CO LLP**
Chartered Accountants

ICAI Firm Registration No : 324982E/E300003

per **Vinayak Pujare**
Partner
Membership No : 101143

Mumbai
May 11, 2023

For and on behalf of the Board of Directors

Anant Talaunicar Chairman DIN No. 00031051	Rajesh Joshi Managing Director & CEO DIN No. 08855031	Pramod Nair Chief Financial Officer	Amruta Avasare Company Secretary
Mumbai May 11, 2023	Mumbai May 11, 2023	Mumbai May 11, 2023	Mumbai May 11, 2023

INDEPENDENT AUDITOR'S REPORT

To the Members of Everest Industries Limited

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the accompanying consolidated financial statements of Everest Industries Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31 2023, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated 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 accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31, 2023, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the consolidated 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

Consolidated Financial Statements' section of our report. We are independent of the Group, 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matters**(a) Revenue recognition for long term projects and recoverability of receivables** (as described in note 1.4(a) of the consolidated financial statement)

The Holding Company's significant portion of business is undertaken through long term engineering, procurement and construction contracts. Revenue from these contracts is recognized over a period of time in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers. Due to the nature of the contracts, revenue recognition involves usage of input method which is determined based on proportion of contract costs incurred to date compared to estimated total contract costs, which involves significant judgments, identification of contractual obligations and the Holding Company's rights to receive payments for performance completed till date, risk on collectability due to liquidation damages, other penalties imposed by the customers, changes in scope and consequential revised contract price and recognition of the liability for loss making contracts/ onerous obligations. Accuracy of revenues, onerous obligations, profits and net receivables may deviate significantly on account of change in judgements and estimates, therefore, this has been considered as key audit matter in our audit of the consolidated financial statements.

How our audit addressed the key audit matter

- Our audit procedures included testing of Holding Company's revenue recognition accounting policies in compliance with Ind AS 115.
- We obtained an understanding of the process followed by the Holding Company in determination of the estimates for evaluating contract obligations and contract revenue
- We performed test of controls over management process of estimation of contract obligations, recording of project costs incurred, computation of revenue recognized under the input method in Ind AS 115 and review of recoverability of receivables.
- We tested sample contracts to evaluate appropriate identification of contract obligations, recording of project costs incurred, reasonability of estimates of costs to complete including change orders, if any, and appropriateness of the timing of recognizing the revenue from the contracts
- We also tested the invoices raised and computation for revenue recognized, over a period of time under the input method as per Ind AS 115.
- We examined the management assessment of onerous contracts, liquidation damages, and other penalties charged by the customer
- We examined contracts where there were significant overdue receivable with marginal or no movement to determine the level of provisioning required in the receivable.
- We tested the adequacy of disclosure in the financial statements in compliance with Ind AS 115.

(b) Uncertain tax positions impacting valuation of tax provision (as described in note 1.4(b) of the consolidated financial statements)

The Holding Company has ongoing disputes with the Income tax departments on income tax computation for certain assessment years. These disputes are pending with different Appellate authorities and at the Courts. The management has assessed the future outcome of these ongoing proceedings and exposures which directly affects the valuation of tax provisions in the financial statements. As the future outcome of these matters and the accounting effects thereof, are based on assessment of complex matters which may take time to finally resolve, the valuation of tax provision related to uncertain tax position has been considered as key audit matter in our audit of the consolidated financial statements.

- We obtained details of completed tax assessment and demands for the assessment years under dispute as of March 31, 2023.
- We performed test of control over management process of assessment and estimates with regard to the existing tax disputes and uncertain tax positions.
- We inspected written communication between the Holding Company and the tax authorities and involved tax specialist to assess the management's underlying assumptions in estimating the tax provision and the possible outcome of the disputes.
- We also considered the effect of any new information in the current financial year 2022-23 in respect of carried forward uncertain tax positions to evaluate if there is a change in the management's position on these uncertainties.
- We tested the adequacy of provisioning and disclosure relating to uncertain tax positions in accordance with the requirements of Ind AS 12.

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

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

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

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

RESPONSIBILITIES OF MANAGEMENT FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group 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. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group 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 is also responsible for overseeing the financial reporting process of the Group.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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 financial statements.

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

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2023 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTER

- (a) We did not audit the financial statements and other financial information, in respect of two subsidiaries, viz., Everest Building Products, Mauritius and Everest Ind FZE, UAE whose financial statements include total assets of ₹ 270.20 lakhs as at March 31, 2023, and total revenues of ₹ 2,624.18 lakhs and net cash outflows of ₹ 153.53 lakhs for the year ended on that date. These financial statement and other financial information

have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of such other auditors.

- (b) The accompanying consolidated financial statements include unaudited financial statements and other unaudited financial information in respect of one subsidiary viz., Everest Buildpro Private Limited whose financial statements and other financial information reflect total assets of ₹ Nil as at March 31, 2023, and total revenues of ₹ Nil and net cash outflows/(inflows) of ₹ NIL for the year ended on that date. These unaudited financial statements and other unaudited financial information have been furnished to us by the management. Our opinion, in so far as it relates amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-sections (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, is based solely on such unaudited financial statements and other unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements and other financial information are not material to the Group.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit, we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

- (a) We/the other auditors whose report we have relied upon 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 of the aforesaid consolidated financial statements;
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company none of the directors of Holding Company is disqualified as on March 31, 2023 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 consolidated financial statements of the Holding Company and its subsidiary companies, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) In our opinion the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Holding Company incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules,

2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:

- i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, in its consolidated financial statements – Refer note 2.33 to the consolidated financial statements;
- ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2023;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, incorporated in India during the year ended March 31, 2023.
- iv. a) The management of the Holding Company whose financial statements have been audited under the Act, has represented to us that, to the best of its knowledge and belief, as disclosed in the note 2.60 to the consolidated financial statements, 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 Holding Company or its subsidiaries to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or its subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b) The respective managements of the Holding Company whose financial statements have been audited under the

- Act have represented to us that, to the best of its knowledge and belief, as disclosed in the note 2.60 to the consolidated financial statements, no funds have been received by the respective Holding Company or its subsidiaries from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us, nothing has come to our notice that has caused us to believe that the representations under subclause (a) and (b) contain any material misstatement
- v) a) The final dividend paid by the Holding Company during the year in respect of the same declared for the previous year

is in accordance with section 123 of the Act to the extent it applies to payment of dividend.

- b) As stated in note 2.48 to the consolidated financial statements, the Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend
- vi) As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable only w.e.f. April 1, 2023 for the Holding Company, its subsidiary companies incorporated in India, hence reporting under this clause is not applicable.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Vinayak Pujare**

Partner

Membership Number: 101143

UDIN: 23101143BGYWLY8435

Place of Signature: Mumbai

Date: May 11, 2023

ANNEXURE '1' REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' OF OUR REPORT OF EVEN DATE

Re: Everest Industries Limited ("the Company")

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 and having regard to the fact that financial statements of the subsidiary Company incorporated in India are unaudited, we state that:

Qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements are:

S. No	Name	CIN	Holding company/ subsidiary	Clause number of the CARO report which is qualified or is adverse
1	Everest Industries Limited	L74999MH1934PLC002093	Holding Company	i (c)

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Vinayak Pujare**

Partner

Membership Number: 101143

UDIN: 23101143BGYWLY8435

Place of Signature: Mumbai

Date: May 11, 2023

ANNEXURE '2' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF EVEREST INDUSTRIES LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of Everest Industries Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiaries which are companies incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Companies in the Group, which are the companies incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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 respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated 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, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by 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 consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated 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 CONSOLIDATED FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to consolidated 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 consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated 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 Group, which are companies incorporated in India within the Group, have maintained in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2023,

based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per **Vinayak Pujare**

Partner

Membership Number: 101143

UDIN: 23101143BGYWLY8435

Place of Signature: Mumbai

Date: May 11, 2023

CONSOLIDATED BALANCE SHEET

AS AT MARCH 31, 2023

Particulars	Notes Reference	(₹ in Lakhs)	
		As at March 31, 2023	As at March 31, 2022
A ASSETS			
1 Non-current assets			
Property, plant and equipment	2.01	33,737.68	34,139.47
Right-of-use asset	2.04	4,770.84	5,561.06
Capital work in progress	2.02	2,410.49	1,504.89
Intangible assets	2.03	266.62	108.03
Intangible Assets under Development	2.03A	153.15	400.04
Financial assets			
(i) Other financial assets	2.05	1,245.95	994.54
Other non current assets	2.06	502.57	43.00
Income tax assets (net)	2.07	1,723.85	1,924.60
Total - non-current assets		44,811.15	44,675.63
2 Current assets			
Inventories	2.08	50,773.01	33,276.41
Financial assets			
(i) Trade receivables	2.09	10,517.47	5,364.70
(ii) Cash and cash equivalent	2.10	1,267.64	9,805.77
(iii) Bank balances other than (ii) above	2.11	157.44	6,741.09
(iv) Other financial assets	2.05	367.74	1,165.85
Other current assets	2.06	5,247.70	4,806.57
Assets held for sales	2.55	25.32	
Total - current assets		68,356.32	61,160.39
TOTAL ASSETS		113,167.47	105,836.02
B EQUITY AND LIABILITIES			
1 Equity			
Equity share capital	2.12	1,573.61	1,567.81
Other Equity	2.13	56,571.97	52,661.65
Total equity		58,145.58	54,229.46
2 Non-current liabilities			
Financial Liabilities			
(i) Lease liabilities	2.15	4,500.02	4,837.64
Deferred tax liabilities (net)	2.39	2,660.09	2,660.30
Total - non-current liabilities		7,160.11	7,497.94
3 Current liabilities			
Financial liabilities			
(i) Borrowings	2.14	6,359.17	-
(ii) Lease liabilities	2.15	434.92	659.59
(iii) Trade payables	2.16		
(a) total outstanding dues of micro enterprises and small enterprises		1,602.63	1,418.77
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		14,935.93	15,538.59
(iv) Deposits from dealers	2.17	1,642.21	1,892.17
(v) Other financial liabilities	2.18	2,895.76	2,413.80
Provisions for retirement benefits	2.19	429.18	426.67
Other current liabilities	2.20	10,090.94	11,537.75
Income tax liabilities (net)	2.21	9,471.05	10,221.28
Total - current liabilities		47,861.78	44,108.62
TOTAL EQUITY AND LIABILITIES		113,167.47	105,836.02

See accompanying notes forming part of the consolidated financial statements

As per our report of even date

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration No : 324982E/E300003

per Vinayak Pujare

Partner

Membership No : 101143

Mumbai

May 11, 2023

For and on behalf of the Board of Directors

Anant Talaulicar	Rajesh Joshi	Pramod Nair	Amruta Avasare
Chairman	Managing Director & CEO	Chief Financial Officer	Company Secretary
DIN No. 00031051	DIN No. 08855031		
Mumbai	Mumbai	Mumbai	Mumbai
May 11, 2023	May 11, 2023	May 11, 2023	May 11, 2023

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2023

Particulars	Notes Reference	(₹ in Lakhs)	
		Year ended March 31, 2023	Year ended March 31, 2022
A Income			
Revenue from operations	2.22	164,763.36	136,470.59
Other income	2.23	4,059.60	2,935.40
Total income		168,822.96	139,405.99
B Expenses			
(a) Cost of raw material consumed	2.24	98,703.29	77,598.53
(b) Purchase of traded goods	2.25	655.74	464.92
(c) (Increase)/ decrease in inventories of finished goods, work-in progress and traded goods	2.26	(3,626.90)	(3,584.75)
(d) Employee benefits expense	2.27	14,971.21	13,006.40
(e) Finance costs	2.28	3,149.96	314.83
(f) Depreciation and amortization expense	2.29	3,377.62	2,863.53
(g) Other expenses	2.30	47,308.16	42,090.42
Total expenses		164,539.08	132,753.88
C Profit before tax			
Tax expenses			
(a) Current tax	2.31	2,025.96	2,239.82
(b) Adjustment of tax relating to earlier periods		(1,986.83)	-
(c) Deferred tax [Net of MAT credit entitlement]	2.31 & 2.39	8.80	3.77
Total tax expenses		47.93	2,243.59
D Profit for the year			
E Other comprehensive income			
(i) Items that will not be reclassified subsequently to the statement profit or loss			
(a) Re-measurement gains/(losses) on defined benefit plans		(35.78)	(66.38)
(b) Income tax effect		9.01	23.20
(c) Foreign currency translation reserve		(15.17)	(2.57)
Other comprehensive income/(loss) for the year, net of tax		(41.94)	(45.75)
F Total comprehensive income for the year , net of tax			
Earnings per equity share (refer note 2.41)			
[Face value - ₹ 10 per share]			
Basic earnings per share (Rupees)		26.98	28.18
Diluted earnings per share (Rupees)		26.90	28.18

See accompanying notes forming part of the consolidated financial statements

As per our report of even date

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration No : 324982E/E300003

per Vinayak Pujare

Partner

Membership No : 101143

Mumbai

May 11, 2023

For and on behalf of the Board of Directors

Chartered Accountants

ICAI Firm Registration No : 324982E/E300003

Anant Talaulicar

Chairman

DIN No. 00031051

Mumbai

May 11, 2023

Rajesh Joshi

Managing Director & CEO

DIN No. 08855031

Mumbai

May 11, 2023

Pramod Nair

Chief Financial Officer

May 11, 2023

Mumbai

May 11, 2023

Amruta Avasare

Company Secretary

May 11, 2023

Mumbai

May 11, 2023

CONSOLIDATED STATEMENT OF CASH FLOW

FOR THE YEAR ENDED MARCH 31, 2023

Particulars	(₹ in Lakhs)	
	Year ended March 31, 2023	Year ended March 31, 2022
A. Cash flow from operating activities		
Profit before tax	4,283.88	6,652.11
Adjustments for:		
Depreciation and amortisation expenses	3,377.62	2,863.53
Finance costs	3,149.96	314.83
Interest income	(1,961.46)	(404.35)
Loss on sale of property, plant and equipment assets (net)	(15.78)	359.29
Liabilities / provisions no longer required written back	(446.19)	(2,377.55)
Provision for impairment of capital work in progress	-	176.29
Share based payment to employees	357.11	19.10
Impairment of doubtful trade receivables	(605.01)	306.43
Impact of fair valuation of financial instruments	0.96	8.69
Net unrealised [gain]/loss on exchange rate fluctuation	(15.17)	(3.57)
Operating profit before working capital changes	8,125.92	7,914.80
Working capital adjustments:		
decrease in inventories	(17,496.60)	(7,741.66)
(Increase)/decrease in trade receivables	(4,547.76)	22.35
(Increase)/decrease in other non current financial assets	(259.76)	(315.96)
(Increase)/decrease in other non current assets	-	42.61
(Increase)/decrease in other current financial assets	395.77	(402.31)
(Increase)/decrease other current Asset	(476.91)	(1,121.86)
Increase/(decrease) in trade payables	(0.61)	2,883.09
Increase/(decrease) in deposits from dealers	(249.96)	(1,151.48)
Increase/(decrease) in other financial liabilities	486.86	670.66
Increase/(decrease) in other current/ non current liabilities	(1,446.81)	4,589.87
Increase/(decrease) in provisions	2.51	(57.94)
Cash generated (used in)/from operations	(15,467.35)	5,332.17
Income tax paid	[1,349.96]	[2,116.69]
Net cash flows (used in)/from operating activities	(16,817.31)	3,215.49
B. Cash flow from investing activities		
Capital expenditure on Property, plant and equipment, including intangible assets	(3,336.70)	(3,380.14)
Proceeds from sale of fixed assets	22.55	376.18
Investment in fixed deposits not considered as cash & cash equivalents	6,984.75	6,190.28
Interest received	359.66	375.82
Net cash flow from investing activities	4,030.26	3,562.14

CONSOLIDATED STATEMENT OF CASH FLOW

FOR THE YEAR ENDED MARCH 31, 2023

Particulars	(₹ in Lakhs)	
	Year ended March 31, 2023	Year ended March 31, 2022
C. Cash flow from financing activities		
Proceeds from issue of equity shares	5.80	4.18
Securities premium received	299.88	168.37
Payment of financial Lease liabilities	(1,120.43)	(667.99)
Proceeds/(repayment) of short-term borrowings	6,359.17	-
Interest paid	(350.92)	(92.28)
Dividend paid during the year	(944.58)	(1,166.65)
Net cash flows from/(used in) financing activities	4,248.92	(1,754.37)
Net change in cash and cash equivalents [A]+[B]+[C]	(8,538.13)	5,023.25
Cash and cash equivalents at the beginning of the year	9,805.77	4,782.52
Cash and cash equivalents at year end	1,267.64	9,805.77

Note : (i) Figures in brackets ate outflows/deductions

(ii) The above cashflow statement is prepared under the "Indirect method" as set out in the Indian Accounting Standards [Ind AS 7] Statement of Cash Flow

(iii) refer note 2.14B for Change in liabilities arising from financing activities.

See accompanying notes forming part of the standalone financial statements

As per our report of even date

For **S R B C & CO LLP**

Chartered Accountants
ICAI Firm Registration No : 324982E/E300003

For and on behalf of the Board of Directors

per **Vinayak Pujare**

Partner
Membership No : 101143

Anant Talaunicar

Chairman
DIN No. 00031051

Rajesh Joshi

Managing Director & CEO
DIN No. 08855031

Pramod Nair

Chief Financial Officer
Company Secretary

Mumbai

Mumbai

Mumbai

Mumbai

May 11, 2023

May 11, 2023

May 11, 2023

May 11, 2023

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2023

A. EQUITY SHARE CAPITAL

Particulars	Numbers of share	Amount [₹ in Lakhs]
Balance as at March 31, 2021	15,636,340	1,563.63
Changes in equity share capital during the year	41,737.00	4.18
Balance as at March 31, 2022	15,678,077	1,567.81
Changes in equity share capital during the year	58,067	5.80
Balance as at March 31, 2023	15,736,144	1,573.61

B. OTHER EQUITY

Particulars	Attributable to equity shareholders of the Company Reserves and surplus					Total other equity [₹ in Lakhs]
	Securities premium	General reserve	Share based payment reserve	Retained earnings	Foreign currency translation Reserve	
As at March 31, 2021	1,617.73	9,848.91	476.69	37,422.44	[80.13]	49,285.64
Profit for the year	-	-	-	4,408.52	-	4,408.52
Other comprehensive income	-	-	-	[43.18]	[3.57]	[46.75]
Total comprehensive income for the year	1,617.73	9,848.91	476.69	41,787.78	[83.70]	53,647.41
Dividend paid during the year	-	-	-	[1,173.23]	-	[1,173.23]
Compensation options granted during the year/Changes during the year	-	-	19.10	-	-	19.10
Securities premium on shares issued during the year	168.37	-	-	-	-	168.37
Transferred from share based payment reserve on exercise and lapse of options	229.11	-	(229.11)	-	-	-
Balance as at March 31, 2022	2,015.21	9,848.91	266.68	40,614.55	[83.70]	52,661.65
Balance as at March 31, 2022	2,015.21	9,848.91	266.68	40,614.55	[83.70]	52,661.65
Profit for the year	-	-	-	4,235.95	-	4,235.95
Other comprehensive income	-	-	-	[26.77]	[15.17]	[41.94]
Total comprehensive income for the year	2,015.21	9,848.91	266.68	44,823.73	[98.87]	56,855.66
Dividend paid during the year	-	-	-	(940.68)	-	(940.68)
Compensation options granted during the year/Changes during the year	-	-	357.11	-	-	357.11
Securities premium on shares issued during the year	299.88	-	-	-	-	299.88
Transferred from share based payment reserve on exercise and lapse of options	246.19	-	(246.19)	-	-	-
Balance as at March 31, 2023	2,561.28	9,848.91	377.60	43,883.05	[98.87]	56,571.97

See accompanying notes forming part of the consolidated financial statements

As per our report of even date

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No : 324982E/E300003

per Vinayak Pujare
Partner
Membership No : 101143

For and on behalf of the Board of Directors

Anant Talaulicar Rajesh Joshi Pramod Nair Amruta Avasare
Chairman Managing Director & CEO Chief Financial Officer Company Secretary
DIN No. 00031051 DIN No. 08855031

Mumbai
May 11, 2023

Mumbai
May 11, 2023 Mumbai May 11, 2023 Mumbai May 11, 2023

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

NOTE 1.1

The consolidated financial statements comprise financial statements of Everest Industries Limited (the company) and its subsidiaries (collectively, "the Group") for the year ended 31 March 2023. Group is primarily engaged in manufacturing and trading of building products like roofing products, boards and panels, other building products and accessories and manufacturing of components of pre-engineered steel buildings and related accessories.

The financial statements for the year ended March 31, 2023 were approved by the Board of Directors and authorised for issue on May 11, 2023.

NOTE 1.2

Basis of preparation of consolidated financial statements

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

These consolidated financial statements have been prepared on the historical cost or at amortised cost, except for the following assets and liabilities:

- derivative financial instruments are measured at fair value;
- employee defined benefit assets/(liability) are recognised as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation;

Following subsidiary companies have been considered in the preparation of the consolidated financial statements:

Name of the entity	Relationship	Country of Incorporation	Ownership held by	% of Holding and voting power either directly or indirectly through subsidiary	
				31 March, 2023	31 March, 2022
Everest Building Products (w.e.f., 9 September, 2013)	Subsidiary	Mauritius	Company	100	100

Name of the entity	Relationship	Country of Incorporation	Ownership held by	% of Holding and voting power either directly or indirectly through subsidiary	
				31 March, 2023	31 March, 2022
Everest Buildpro Private Limited (w.e.f. 31 March, 2023)	Subsidiary	India	Company	100	-

Name of the entity	Relationship	Country of Incorporation	Ownership held by	% of Holding and voting power either directly or indirectly through subsidiary
31 March, 2023	31 March, 2022			
Everestind FZE (w.e.f., 18 December, 2013)	Subsidiary	United Arab Emirates (UAE)	Everest Building Products	100

Everest Building Products was incorporated on 9 September, 2013 with limited liability as a wholly owned subsidiary of the Company to promote business of the Company in the overseas market and to carry out the business of international trading of building products and accessories thereof.

Everestind FZE was incorporated on 18 December, 2013 as a free zone establishment with limited liability as a wholly owned subsidiary of Everest Building Products to carry out the business of international trading of building products and accessories thereof.

Everest Buildpro Private Limited was incorporated on 31 March 2023 as a wholly owned subsidiary of the Company to manufacture Boards and Panel products.

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company i.e. its subsidiaries. Subsidiaries are all entities that are controlled by the Company. Control is achieved when the Company is exposed to, or has rights to the variable returns of the entity and the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in these consolidated financial statements from the date that control commences until the date that control ceases. The results of disposed businesses are included in the consolidated financial statements up to their date of disposal, being the date control ceases.

NOTE 1.3

Summary of significant accounting policies

(i) Basis of consolidation

The consolidated financial statements relate to Everest Industries Limited (the Company), and its subsidiaries. The consolidated financial statements have been prepared on the following basis:

- The financial statements of the entities that are consolidated are drawn upto the same reporting date as that of the Company i.e., 31 March, 2023.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

- The financial statements of the Company and its subsidiary companies have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and resulting unrealised profits or losses.
- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- Non Controlling Interest's share of profit/loss of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.
- Non Controlling Interest's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders.
- The consolidated financial statements have been prepared using uniform accounting policies in the same manner as the Company's separate financial statements

(ii) Current Vs Non-Current Classification

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

- Expected to be 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 reporting period

All other assets are classified as non-current.

A liability is current when:

- Expected to be settled in normal operating cycle
- Held primarily for the purpose of trading

- 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 Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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

(iii) Fair values measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value.

All assets and liabilities for which fair value is measured or disclosed in the Consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

- Level 1** - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2** - Other techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3** - Techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

(iv) Property, Plant and Equipment

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property plant and equipment recognised as at April 1, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property plant and equipment.

Property, plant & equipment and capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use. Such cost includes the cost of replacing part of the plant and equipment.

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of repairs and maintenance are recognised in the statement of profit and loss as incurred.

The Group identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the Statement of Profit or Loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of Property, plant and equipment are reviewed at each financial year end and adjusted, if appropriate.

(v) Depreciation on Property, plant & equipment

- Leasehold improvements (LHI) & leasehold lands are amortised on straight line basis over the period of lease or useful life whichever is lower.
- Depreciation on other Property, plant & equipment is provided on straight line basis at the rates based on the estimated useful life of the assets. The Group, based on management estimates, depreciates the assets over estimated useful lives which coincides with the useful life prescribed in Schedule II to the Companies Act, 2013.

The Group, based on technical assessment made by technical expert and management estimate, depreciates certain items of plant and equipment over estimated useful lives of 15 years which are different from the useful life of 8 years, prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used

- Depreciation on Property, plant & equipment added/ disposed off during the year is provided on pro-rata basis with respect to date of acquisition/ disposal.

(vi) Intangible assets

Intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Technical know-how is amortised over the term of the agreement. Computer software is amortised over the estimated useful life of 3 years.

An item of intangible assets is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the Statement of Profit or Loss when the asset is derecognised. The residual values, useful lives and methods of amortisation of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

(vii) Research and development costs

Research and development costs of revenue nature are charged to the Statement of Profit and Loss when incurred. Fixed assets utilised for research and development are capitalised and depreciated in accordance with the rates set out in Note 1.3(v) above.

(viii) Revenue Recognition

- Revenue from contract with customers**
Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

In respect of pre-engineered building contracts, revenue is recognised over a period of time using the input method (equivalent to percentage-of-completion method; POCM) of accounting with contract costs incurred determining the degree of completion of the performance obligation.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers on behalf of the government.

Effective April 1, 2018, the Group has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts.

The effect of initially applying this standard is recognised at the date of initial application (i.e. April 1, 2018). The Group has adopted Ind AS 115 using the modified retrospective approach. Under the modified retrospective approach, there were no significant adjustments required to the retained earnings at April 1, 2018. Also, the application of Ind AS 115 did not have any significant impact on recognition and measurement of revenue and related items in the financial statements.

• Interest

For all debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR).

EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. Interest income is included in finance income in the statement of profit and loss.

(ix) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

• Financial assets

Initial recognition and measurement

On initial recognition, a financial asset except trade receivables is recognised at fair value, in case of financial assets which are recognised at fair value through profit and loss (FVTPL), their transaction costs are recognised in the statement of profit and loss. In other cases, the transaction costs are attributed to the acquisition value of the financial asset. Trade Receivable that do not contain a significant financing component are measured at transaction price.

Subsequent measurement

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) 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. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade receivables, Security deposits & other receivables.

Investments in subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognized in the statement of profit and loss.

Derecognition

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

Impairment of financial assets

The Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the trade receivable.

Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for

estimated losses on the current portfolio. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

• Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method.

Other financial liabilities (Loans and borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

The EIR amortisation is included as finance costs in the statement of profit and loss

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Derivative financial instruments and hedge accounting

The Group uses derivative financial instruments such as foreign exchange forward contracts, option contracts and swap contracts to hedge its foreign currency risk.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value at the end of each reporting period.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss,

(x) Inventories

Inventories are valued at the lower of cost and the net realisable value after providing for obsolescence and other losses, where considered necessary and includes all applicable costs incurred in bringing goods to their present location and condition. The basis for determining cost for various categories of inventories is as follows:

Stores and spare parts -	Moving Weighted average
Raw materials	- Moving Weighted average
Materials in transit	- At cost
Work in progress and Finished goods	- Material cost determined on moving weighted average basis plus appropriate share of labour, manufacturing and other overheads.
Stock in trade	- Weighted average

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

(xi) Retirement and other Employee Benefits

Employee benefits include provident fund, superannuation, performance incentives, gratuity and compensated absences.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange of services rendered by employees is recognised during the period when the employee renders the services. These benefits include compensated absences and performance incentives.

Post-employment benefit plans

The Group has various schemes of retirement benefits namely provident fund, superannuation schemes and gratuity, which are administered by trustees of independently constituted trusts recognised by the Income-tax authorities.

The Group's contributions towards provident fund are deposited in a trust formed by the Group under the Employees Provident Fund and Miscellaneous Provisions Act, 1952. Contributions to superannuation fund are deposited in a separate trust. These trusts are recognised by the Income Tax authorities. The contributions to the trusts are managed by the trustees of the respective trusts.

The Group's superannuation scheme is considered as defined contribution scheme. The Group has no obligation, other than the contribution payable to the super-annuation fund. The Group recognizes contribution payable to the super-annuation fund scheme as an expense, when an employee renders the related service.

The Provident Fund (administered by a Trust) is a defined benefit scheme where by the Group deposits an amount determined as a fixed percentage of basic pay to the fund every month. The benefit vests upon commencement of employment. The interest credited to the accounts of the employees is adjusted on an annual basis to confirm to the interest rate declared by the government for the Employees Provident Fund. The Group has adopted actuary valuation based on project unit credit method to arrive at provident fund liability as at year end. The Provident Fund scheme additionally requires the Group to guarantee payment of interest at rates notified by the Central Government from time to time, for which shortfall as at the Balance Sheet date, if any, is provided for.

The Group operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Remeasurements, comprising of actuarial gains and losses, and the return on plan assets (excluding net interest), are recognised to OCI in the period in which they occur and are not reclassified to profit or loss.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Benefits comprising compensated absences constitute other employee benefits. The liability for compensated absences is provided on the basis of an actuarial valuation done by an independent actuary at the year end. Actuarial gains/losses are immediately taken to the statement of profit and loss for the period in which they are occur.

(xii) Borrowing Costs

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 capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period 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.

(xiii) Foreign Exchange Transactions and balances

The functional currency of the Group is Indian Rupees.

Initial recognition

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

Conversion

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

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

(xiv) Taxation

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

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the reporting date and includes any adjustment to tax payable in respect of previous years. Subject to exceptions below, deferred tax is provided, using the balance sheet method, on all deductible temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, on carry forward of unused tax credits and unused tax loss; deferred income tax is not recognised on the initial recognition (including MAT) of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and deferred tax assets are recognised only to the extent that it is more likely than not that they will be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Tax relating to items recognized outside profit or loss is recognised outside profit or loss (either in other comprehensive income or equity).

The carrying amount of deferred tax assets (including MAT credit available) is reviewed at each reporting date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

(xv) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, that have changed the number of equity shares outstanding, without a corresponding change in resources.

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For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(xvi) Impairment of Non-financial Assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal or 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 group 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.

Impairment losses, are recognised in the statement of profit and loss

Intangible assets with indefinite useful lives are tested for impairment annually, as appropriate and when circumstances indicate that the carrying value may be impaired

(xvii) Provisions and contingencies

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. The expense relating to any provision is presented in the statement of profit or loss, net of any reimbursement.

(xviii) Contingent liability

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

(xix) Share based payment transaction

Selected employees of the Group receive remuneration in the form of equity settled instruments, for rendering services over a defined vesting period. Equity instruments granted are measured by reference to the fair value of the instrument at the date of grant.

The fair value determined at the grant date of the equity-settled share based payments is expensed on a straight line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity

(xx) Leases

The Group assesses at contract inception whether a contract is, or contains, a lease i.e. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section 1.3 (iv) Impairment of tangible and intangible assets.

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(ii) Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(iii) Short-term leases and leases of low-value assets

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

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Contingent rents are recognised as revenue in the period in which they are earned.

(xxi) Segment reporting

Operating segment are reported in a manner consistent with the internal reporting provided to chief operating

decision maker (CODM). The managing director is considered to be the 'Chief Operating Decision Maker' (CODM).

See note no. 2.38 for segment information presented.

(xxii) Government grants and subsidies

Grants and subsidies from the government are recognised when there is reasonable assurance that the Company will comply with the conditions attached to them, and the grant/subsidy will be received.

When the grant or subsidy relates to revenue, it is recognised as income on a systematic basis in profit or loss over the periods necessary to match them with the related costs, which they are intended to compensate.

Where the grant relates to an asset, it is recognised as deferred income and released to income when on a systematic basis when related conditions or obligations are met by the Company.

(xxiii) Contract balances

Contract assets

A contract asset is initially recognised for revenue earned from installation services because the receipt of consideration is conditional on successful completion of the installation. Upon completion of the installation and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables. Contract assets are subject to impairment assessment. Financial instruments - initial recognition and subsequent measurement.

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (t) Financial instruments - initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when

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the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

(xxiv) Cash and cash equivalents

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments 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, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdraft as they are considered an integral part of the Group's cash management.

(xxv) Rounding of amounts

All amounts disclosed in the consolidated financial statements and notes have been rounded off the nearest two decimal lakhs as per the requirement of schedule III, unless otherwise stated.

NOTE 1.4

Significant accounting judgments, estimates and assumptions.

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

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of asset and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur

(a) Uncertainty on the Estimation of the Total Construction Revenue and Total Construction Cost:

The holding company recognises revenue from the construction contracts over the period of contract as per the input method of IND AS 115 "Revenue from contracts with the customers". The contract revenue is determined based on proportion of contract cost incurred to date compared to estimated total contract cost which involves significant judgement, identification of contractual obligations, and the company's right to receive payments for performance completed till date, risk on collectability due to liquidation damages and other penalties imposed by the customers, possible effects from Covid 19 pandemic change in scope and consequential revised contact price and recognition of the liability for loss making contracts/ onerous obligations etc. The Group has efficient, coordinated system for calculation and forecasting its revenue and expense reporting. However actual project outcome may deviate positively or negatively from the company's calculation and forecasting which could impact the revenue recognition up to the stage of project completion and is recognised prospectively in the financial statements

(b) Tax Uncertainties:

The holding company has open tax issues at various levels of authorities. Where management makes a judgement that an outflow of funds is probable and a reliable estimate of the outcome of the dispute can be made, provision is made for the best estimate of the liability. In estimating any such liability, the Group applies a risk-based approach. These estimates take into account the specific circumstances of each dispute and relevant external advice, are inherently judgemental and could change substantially over time as each dispute progresses and new facts emerge.

The holding company continues to believe that it has made adequate provision for the liabilities likely to arise from open assessments. Where open issues exist the ultimate liability for such matters may vary from the amounts provided and is dependent upon the outcome of assessments with the relevant tax authorities or the litigation proceedings.

(c) Useful Lives of Property, Plant and Equipment:

The Group uses its technical expertise along with historical and industry trends for determining the economic life

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

of an asset/component of an asset. The useful lives are reviewed by the management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the assets.

(d) Measurement of Defined Benefit Obligation:

The cost of the defined benefit gratuity plan and other Long term employee benefits (Compensated Absences) and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions.

(e) Share-based Payments:

The Group measures the cost of equity-settled transactions with employees using Black-Scholes model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions require

determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

(f) Impairment in subsidiaries: Determining whether the investments in subsidiaries are impaired requires an estimate of the value in use of investments. In considering the value in use, the management anticipates the future commodity prices, capacity utilisation of plant, operating margins, discount rates and other factors of the underlying businesses/operations of the subsidiaries.

(g) Expected Credit Loss: The Company makes provision of expected credit losses on trade receivables using a provision matrix. The provision matrix is based on its historical observed default rates, adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and Company makes appropriate provision wherever outstanding is for longer period and involves higher risk.

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Particulars	Freehold Land	Leasehold Land	Buildings on Freehold Land	Building on Leasehold Land	Lease Hold Improvements	Plant and Equipment	Vehicles and fixtures	Office Equipments	Others (Roads)	Total
Cost										
At March 31, 2021	1,408.13	2,611.13	4,232.21	8,300.72	47.83	25,904.89	865.36	190.27	685.34	372.28
Additions	-	-	227.18	95.61	663.04	1,002.69	154.50	-	163.48	10.34
Disposals	-	-	-	-	-	[576.27]	[4.97]	[104.35]	[10.56]	-
At March 31, 2022	1,408.13	2,611.13	4,459.39	8,396.33	710.87	26,331.31	1,014.89	85.92	838.26	382.62
Additions	40.00	-	14.75	-	1,836.85	11.16	-	20.58	-	1,923.34
Adjustment	[25.32]	-	-	-	-	(100.95)	(7.45)	(5.64)	-	[25.32]
Disposals	-	-	-	-	-	[114.04]	-	-	-	-
At March 31, 2023	1,422.81	2,611.13	4,459.39	8,411.08	710.87	28,067.21	1,018.60	85.92	853.20	382.62
Disposals	-	-	-	-	-	[48.28]	-	-	-	[48.28]
Accumulated depreciation										
At March 31, 2021	155.19	742.50	1,091.12	5.68	6,886.35	451.12	21.22	538.83	205.28	10,097.29
Depreciation charge for the year	-	75.29	167.12	177.37	7.09	1,542.74	82.52	23.23	39.56	36.82
Disposals	-	-	-	-	-	(100.84)	(4.39)	(38.32)	(6.10)	(149.65)
At March 31, 2022	230.48	909.62	1,268.49	12.77	8,328.25	529.25	6.13	572.29	242.10	12,099.38
Depreciation charge for the year	-	32.58	171.80	227.19	71.04	1,515.73	92.15	13.10	73.73	36.73
Disposals	-	-	-	-	-	(37.30)	(6.22)	-	(4.76)	(48.28)
At March 31, 2023	263.06	1,081.42	1,495.68	83.81	9,806.68	615.18	19.23	641.26	278.83	14,285.15
Net Book Value										
At March 31, 2022	1,408.13	2,380.65	3,569.77	7,127.84	698.10	18,003.06	485.64	79.79	265.97	140.52
At March 31, 2023	1,422.81	2,348.07	3,377.97	6,915.40	627.06	18,260.53	403.42	66.69	211.94	103.79
Note :										
(a) Property, plant and equipment with carrying amount of ₹ 18,116.28 lakhs [as at March 31, 2022 ₹ 17,566.97 lakhs] have been mortgaged as security for fund based and non fund based credit facilities from bank										
(b) The title deeds of the free hold lands are not held in the name of the Company. The lease agreements for the lease hold property where the Company is the Lessee are duly executed in the favour of the Company.										

Description of Property	Gross carrying Value (Amount in Lakhs)	Held in name of or their relative or Employee or their promoter, Director	Period held - Indicate	Reason for not being held in name of company
Freehold Land	40	ACC Limited	No	Under process of Transfer

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
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2.02 CAPITAL WORK IN PROGRESS

Particulars	At March 31, 2023	At March 31, 2022
Capital work in progress	2,410.49	1,504.89
Total	2,410.49	1,504.89

Capital work in progress (CWIP) Ageing Schedule

As at 31 March 2023

Particulars	Amount in CWIP for a period of			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects in progress	909.47	289.09	-	1,211.93
Projects temporarily suspended	-	-	-	-
Total	909.47	289.09	-	1,211.93
				2,410.49

As at 31 March 2022

Particulars	Amount in CWIP for a period of			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Projects in progress	358.89	-	21.91	1,124.09
Projects temporarily suspended	-	-	-	-
Total	358.89	-	21.91	1,124.09
				1,504.89

2.03 INTANGIBLE ASSETS

Particulars	Computer Software	Total
Cost		
At March 31, 2021	742.44	742.44
Addition	4.00	4.00
Disposals	-	-
At March 31, 2022	746.44	746.44
Addition	379.94	379.94
Disposals	-	-
At March 31, 2023	1,126.38	1,126.38
Accumulated amortisation		
At March 31, 2021	495.92	495.92
Amortisation for the year	142.49	142.49
At March 31, 2022	638.41	638.41
Amortisation for the year	221.35	221.35
At March 31, 2023	859.76	859.76
Net book Value		
At March 31, 2022	108.03	108.03
At March 31, 2023	266.62	266.62

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.03A INTANGIBLE ASSETS UNDER DEVELOPMENT

Particulars		At March 31, 2023	At March 31, 2022
Intangible Assets under Development		153.15	400.04
Total		153.15	400.04

Intangible assets under development Ageing Schedule

As at 31 March 2023

Particulars	Amount in IAUD for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	2.91	150.24	-	-	153.15
Projects temporarily suspended	-	-	-	-	-
Total	2.91	150.24	-	-	153.15

As at 31 March 2022

Particulars	Amount in IAUD for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	400.04	-	-	-	400.04
Projects temporarily suspended	-	-	-	-	-
Total	400.04	-	-	-	400.04

2.04 RIGHT-OF-USE ASSETS

Particulars	Category of ROU assets			
	Leasehold Land	Building	Computer	Total
Cost				
At March 31, 2021	925.45	358.13	-	1,283.58
Addition		5,327.37	240.80	5,568.17
Disposals		(358.13)		(358.13)
At March 31, 2022	925.45	5,327.37	240.80	6,493.62
Addition		132.00		132.00
Disposals	(925.45)			(925.45)
At March 31, 2023	-	5,327.37	372.80	5,700.17
Accumulated depreciation				
At March 31, 2021	462.73	69.64	-	532.37
Depreciation charge for the year	231.36	292.72	45.22	569.30
Disposals	-	(169.11)		(169.11)
At March 31, 2022	694.09	193.25	45.22	932.56
Depreciation charge for the year	231.36	616.39	74.47	922.22
Disposals	(925.45)	-	-	(925.45)
At March 31, 2023	-	809.64	119.69	929.33
Net book Value				
At March 31, 2022	231.36	5,134.12	195.58	5,561.06
At March 31, 2023	-	4,517.73	253.11	4,770.84

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

Set out below are the carrying amount of lease liabilities and the movement during the period :

Particulars	As at March 31, 2023	As at March 31, 2022
At March 31, 2022		
Opening lease liability	5,497.23	830.47
Lease liability addition	132.00	5,301.21
Accretion of interest on lease liability	472.44	222.55
Payment of lease rentals	1,120.43	667.99
Deletion	46.30	189.01
Lease liability as at March 31, 2023	4,934.94	5,497.23
Current lease liability (see note 2.15)	434.92	659.59
Non-current lease liability (see note 2.15)	4,500.02	4,837.64
The maturity analysis of lease liabilities are disclosed		
The effective interest rate for lease liabilities is 9% with maturity between 2023-2031		
Maturity analysis		
Less than 1 year	434.92	659.59
Between 1 and 5 year	2,216.19	1,936.88
More than 5 year	2,283.83	2,900.76
The following are the amount recognised in profit or loss:		
Depreciation expense of right of use assets	922.22	569.30
Interest expense on lease liability	472.44	222.55
Total amount recognised in profit or loss	1,394.66	791.85

2.05 OTHER FINANCIAL ASSETS

Particulars	As at March 31, 2023	As at March 31, 2022
Non Current		
Unsecured, considered good (at amortised cost)		
a. Security deposits	1,029.42	763.80
b. Government subsidy receivable	213.82	217.28
c. Balances held as margin money (deposit accounts)*	1.71	12.46
d. Deposit accounts with remaining maturity of more than 12 months	1.00	1.00
Total unsecured, considered good	1,245.95	994.54
Current		
Unsecured, consider good		
a. Security deposits	3.89	3.54
b. Interest accrued but not due #	116.73	127.75
c. Government subsidy receivable	228.29	317.75
d. Balances held as margin money*	18.83	409.18
e. Derivative assets	-	0.96
f. Other receivables	-	306.67
	367.74	1,165.85

* In current year margin money deposit given to bank for bank guarantee whereas in previous year it was given for bank guarantee and letter of credits.
It includes Interest on Income tax receivable.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.06 OTHER ASSETS

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Non Current		
Unsecured, consider good		
a. Capital advances	502.57	43.00
	502.57	43.00
Current		
Unsecured, consider good		
a. Prepaid lease rental	-	4.20
b. Advances to employees	84.22	106.13
c. Prepaid expenses	439.39	609.62
d. Prepaid gratuity	188.57	265.67
e. Advance to supplier	1,613.77	1,110.34
f. Input credit receivables	2,074.61	2,070.20
g. Contract Asset	847.14	640.41
	5,247.70	4,806.57

2.07 INCOME TAX ASSETS (NET)

Particulars	(₹ in Lakhs)	
	At March 31, 2023	At March 31, 2022
Advance income tax (net of provision)	1,723.85	1,924.60
1,723.85		

[Net of provision for current tax - ₹ 9,298.34 lakhs (previous year ₹ 6,167.98 lakhs)]. Also refer Note 2.56

2.08 INVENTORIES

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Raw materials (At cost)		
i. On hand	29,043.07	16,044.12
ii. In transit	1,359.19	989.33
	30,402.26	17,033.45
b. Work-in-progress	6,776.39	5,062.37
c. Finished goods	10,955.17	9,099.66
d. Stock-in-trade	364.75	307.38
e. Stores and spares	2,180.87	1,670.03
f. Packing materials	93.57	103.52
	50,773.01	33,276.41

Note :

- (a) The mode of valuation of inventories has been stated in note 1.3 (x)
- (b) The above inventories has been hypothecated as security for fund based and non fund based credit facilities from the banks.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.09 TRADE RECEIVABLES

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Trade receivables		
i. Secured, considered good		
	2,684.58	3,403.85
ii. Unsecured, considered good		
	7,832.89	1,960.85
iii. Credit impaired		
	2,310.45	3,135.05
	12,827.92	8,499.75
Less: Impairment of trade receivables		
	2,310.45	3,135.05
	10,517.47	5,364.70

Note :

- (a) The Company has used a practical expedient by computing the expected loss allowance for trade receivables based on historical credit loss experience and adjustments for forward looking information. (Refer note 2.53)
- (b) The above trade receivables has been hypothecated as security for fund based and non fund based credit facilities from the banks.
- (c) The secured trade receivable including security against Bank Guarantee and Letter of Credit of ₹ 803.99 lakhs (Previous year ₹ 608.06 lakhs)
- (d) Trade receivables are non-interest bearing and are generally on term of 0 to 90 days.

AGING OF TRADE RECEIVABLE

As at March 31, 2023

Particulars	Outstanding for following periods from due date of payment #						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	2,010.26	7,900.81	249.08	46.99	16.03	294.30	10,517.47
(ii) Undisputed Trade receivables - credit impaired	-	212.50	8.15	188.02	520.48	1,381.30	2,310.45
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	2,010.26	8,113.31	257.23	235.01	536.51	1,675.60	12,827.92

Where due date of payment is not available date of transaction has been considered

As at March 31, 2022

Particulars	Outstanding for following periods from due date of payment #						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	775.62	3,770.30	444.14	43.67	281.29	49.68	5,364.70
(ii) Undisputed Trade receivables - credit impaired	-	100.18	269.04	617.49	1,372.19	776.15	3,135.05
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-	-
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	775.62	3,870.48	713.18	661.16	1,653.48	825.83	8,499.75

Where due date of payment is not available date of transaction has been considered

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.10 CASH AND CASH EQUIVALENT

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Cash on hand	3.22	3.18
b. Balances with banks		
i. Current accounts	1,264.42	2,672.58
ii. Balance in fixed deposits having original maturity of less than 3 months	-	7,130.01
	1,267.64	9,805.77

2.11 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENT

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
i. Unpaid dividend (Earmarked accounts)	37.79	41.69
ii. Deposit with banks having original maturity of more than 3 months	119.65	6,699.40
	157.44	6,741.09

2.12 EQUITY SHARE CAPITAL

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
1. Authorised Share capital	1,705.00	1,705.00
1,70,50,000 equity shares of ₹ 10 each		
(as at March 31, 2022 -1,70,50,000 equity shares of ₹ 10 each)		
2. Issued Share capital	1,573.61	1,567.81
1,57,36,144 equity shares of ₹ 10 each		
(as at March 31, 2022 -1,56,78,077 equity shares of ₹ 10 each)		
3. Subscribed and fully paid up	1,573.61	1,567.81
1,57,36,144 equity shares of ₹ 10 each		
(as at March 31, 2022 -1,56,78,077 equity shares of ₹ 10 each)		
4. Details of share holders holding more than 5% of shares :		
Holding Company :		
Falak Investment Private Limited	50.42	50.60
	79,33,409	79,33,409
Foreign Institutional Investors		
Massachusetts Institute of Technology	9.89	3.83
	15,57,000	6,00,000
5. Reconciliation of the number of shares outstanding :		
Number of shares at the beginning of the year	15,678,077	15,636,340
Issued during the year	58,067	41,737
Number of shares at the end of the year	15,736,144	15,678,077
6. Disclosure of shareholding of promoters		
Falak Investment Private Limited		
Number of shares at the beginning of the year	7,933,409	7,933,409
Issued during the year	-	-
Number of shares at the end of the year	7,933,409	7,933,409
% of total shares	50.42	50.60
% change during the year	-	-
7. Rights, preferences and restrictions attached to equity shares		
The Group has one class of equity shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held.		
The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.		

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.13 OTHER EQUITY

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Securities premium	2,561.28	2,015.21
General reserve	9,848.91	9,848.91
Share based payment Reserve	377.60	266.68
Retained Earning	43,883.05	40,614.55
Foreign currency translation reserve	(98.87)	(83.70)
	56,571.97	52,661.65
1. Securities premium		
Add: Premium on shares issued during the year (Including transfer from Share based payment reserve)	546.07	397.48
	Closing balance	2,561.28
2. General reserve		
Opening balance	9,848.91	9,848.91
Add: Transferred from surplus in Statement of Profit and Loss	-	-
	Closing balance	9,848.91
3. Share based payment reserve		
Opening balance	266.68	476.69
Add: Share based payment expense to employees	357.11	19.10
Less: Transferred from share based payment reserve on exercise and lapse of options	(246.19)	(229.11)
	Closing balance	377.60
4. Retained earning		
Opening balance	40,614.55	37,422.44
Add: Profit for the year	4,235.95	4,408.52
Remeasurement gain/(loss) of defined benefit plan	(26.77)	(43.18)
Less: Dividend paid during the year for 2021-22 @ ₹ 6.00 per share (Previous year final dividend year 2020-21 @ ₹ 7.50 per share)	(940.68)	(1,173.23)
	Closing balance	43,883.05
5. Foreign currency translation reserve		
Opening balance	(83.70)	(80.13)
Add: Addition during the year	(15.17)	(3.57)
	Closing balance	(98.87)
	56,571.97	52,661.65

In respect of the year ended March 31, 2023, the directors propose that a final dividend of ₹ 6.00 per share be paid on fully paid equity shares. This equity dividend is subject to approval by shareholders at the Annual General Meeting and has not been included as liability in these financial statements. The proposed equity dividend is payable to all holders of fully paid equity shares. The total estimated equity dividend to be paid is ₹ 944.17 Lakhs. (refer note 2.47)

Nature and Purpose of Reserves:

Securities Premium

Securities Premium is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act, 2013.

General Reserve

General Reserve is used to transfer profits from retained earnings for appropriation purposes. The amount is to be utilised in accordance with the provision of the Companies Act, 2013.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Share Based payment reserve

The share-based payment reserve account is used to record the value of equity-settled share-based payment transactions with employees. The amounts recorded in this account are transferred to share premium upon exercise of stock options by employees.

Retained Earnings

Retained Earnings are the profits of the Group earned till date net of appropriations.

Foreign currency translation reserve

Foreign exchange translation reserve arising on translation of the foreign operations are recognised in other comprehensive income as described in accounting policy and accumulated in a separate reserve within equity.

2.14 BORROWING AT AMORTISED COST

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Secured		
Current (refer note 2.53 and 2.60)		
i. Working capital loan(Overdraft facility)	734.63	-
ii. Working capital demand loan	5,624.54	-
	6,359.17	-

2.14 A

Particulars , Terms of Repayment and Interest Rate	Nature of security
Working capital loan (Bank Overdraft), balance outstanding amounting to 734.63 Lakhs (previous year nil) payable on demand	Loans from banks are secured by a first pari-passu charge by way of hypothecation of stocks, present and future, book debts and receivables, first pari-passu charge on land and building situated at Podanur, second pari-passu charges on all movable fixed assets situated at Kymore, Podanur, Kolkata, Lakhmapur and Bhagwanpur and second pari-passu charges on land and building situated at Kymore, Lakhmapur and Bhagwanpur.
Working capital demand loan, balance outstanding amounting to ₹ 832.52 lakhs (previous year nil) bearing interest rate @ 9.30% which are payable on demand	
Working capital demand loan, balance outstanding amounting to ₹ 3531.03 lakhs (previous year nil) bearing interest rate @ 8.01% which are payable on demand	
Working capital demand loan, balance outstanding amounting to ₹ 1020.90 lakhs (previous year nil) bearing interest rate @ 9.40% which are payable on demand	
Working capital demand loan, balance outstanding amounting to ₹ 240.09 lakhs (previous year nil) bearing interest rate @ 9.7% which are payable on demand	
refer note 2.53 for liquidity risk borrowings	

2.14B CHANGE IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

Particulars	1-Apr-22	Cash flows	New leases	Other #	(₹ in Lakhs)
					31-Mar-23
Current borrowings	-	6,359.17	-	-	6,359.17
Lease liabilities *	5,497.23	(1,120.43)	132.00	426.14	4,934.94
Total liabilities from financing activities	5,497.23	5,238.74	132.00	426.14	11,294.11

Particulars	1-Apr-21	Cash flows	New leases	Other #	(₹ in Lakhs)
					31-Mar-22
Current borrowings	-	-	-	-	-
Lease liabilities *	830.47	(667.99)	5,301.21	33.54	5,497.23
Total liabilities from financing activities	830.47	(667.99)	5,301.21	33.54	5,497.23

* Lease liabilities includes current and non-current lease liabilities

Other includes accretion of interest and deletion of lease liability

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.15 LEASE LIABILITIES

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Non-current	4,500.02	4,837.64
b. Current	434.92	659.59
	4,934.94	5,497.23

The maturity analysis of lease liability is disclosed in note 2.04

2.16 TRADE PAYABLES

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. total outstanding dues of micro enterprises and small enterprises (refer note 2.44)	1,602.63	1,418.77
b. total outstanding dues of creditors other than micro enterprises and small enterprises	14,935.93	15,538.59
	16,538.56	16,957.36

AGEING OF TRADE PAYABLE

As at March 31, 2023

Category	(₹ in Lakhs)					
	Not due	0 - 1 year	1-2 Years	2-3 Years	More than 3 Years	Grand Total
i) MSME	845.28	629.14	66.61	40.27	21.32	1,602.63
ii) Others	13,662.56	459.74	504.50	67.79	241.31	14,935.90
iii) Disputed dues -MSME	-	-	-	-	-	-
iv) Disputed dues -Others	-	-	-	-	-	-
Grand Total	14,507.84	1,088.88	571.11	108.06	262.63	16,538.53

Where due date of payment is not available date of transaction has been considered

As at March 31, 2022

Category	(₹ in Lakhs)					
	Not Due	Less than 6 months	6 months	1-2 years	2-3 years	Total
i) MSME	1,355.28	40.27	13.85	9.37	1,418.77	
ii) Others	8,859.26	6,026.07	200.38	12.73	440.15	15,538.59
iii) Disputed dues -MSME	-	-	-	-	-	-
iv) Disputed dues -Others	-	-	-	-	-	-
Grand Total	8,859.26	7,381.35	240.65	26.58	449.52	16,957.36

Where due date of payment is not available date of transaction has been considered

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.17 DEPOSITS FROM DEALERS

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Stockists' and other deposits	1,642.21	1,892.17
	1,642.21	1,892.17

2.18 OTHER FINANCIAL LIABILITIES

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Interest accrued but not due*	13.82	59.02
b. Unpaid dividends	37.79	41.69
c. Payables for purchase of property, plant and equipment	101.76	57.56
d. Retention monies	802.96	533.86
e. Other payables	1,939.43	1,721.67
	2,895.76	2,413.80

* In Previous Year it includes Interest on Income tax payable.

2.19 PROVISIONS FOR RETIREMENT BENEFITS

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Provision for employee benefits:		
i. 'Provision for compensated absences	429.18	426.67
	429.18	426.67

2.20 OTHER CURRENT LIABILITIES

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
a. Advances from customers	7,512.82	9,523.48
b. Payables in respect of statutory dues*	471.39	935.54
c. Contract Liability	1,767.88	1,078.73
d. Deferred Revenue	338.85	
	10,090.94	11,537.75

* It includes payable towards GST, TDS and employee related statutory obligations.

2.21 INCOME TAX LIABILITIES (NET)

Particulars	(₹ in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Income tax liabilities (net of advance) [Also refer note 2.56]	9,471.05	10,221.28
	9,471.05	10,221.28

[Net of advance tax ₹ 3,447.07 lakhs (previous year ₹ 7,043.73 lakhs)]

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.22 REVENUE FROM OPERATION

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Revenue from sale of products	112,334.66	102,937.42
i. Revenue from building products	644.40	723.63
ii. Revenue from traded products	49,895.14	30,815.50
b. Revenue from steel building contracts	162,874.20	134,476.55
Sub total *		
c. Other operating revenues	1,388.34	1,298.82
i. Sale of scrap	87.84	70.19
ii. Export incentives	188.20	-
iii. Sale of raw material	224.78	625.03
iv. Others (including other incentives) #	1,889.16	1,994.04
	164,763.36	136,470.59

*As per Ind AS 115 , the revenue is reported net of GST .

It included subsidy in the form of reimbursement of SGST

2.23 OTHER INCOME

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Interest income on financial assets carried at amortised cost	209.11	303.98
i. Interest from banks on deposits	30.84	78.02
ii. Other interest	239.95	382.00
b. Interest on Income tax refund	1,719.14	-
c. Other non-operating income	-	36.41
i. Net loss on foreign currency transactions and translation	15.78	-
ii. Gain on sale of property, plant and equipment (net)	2.37	22.35
iii. Interest Income on Deposit	446.19	2,377.55
iv. Liabilities / provisions no longer required written back	824.60	-
v. Doubtful trade receivables written back	811.56	117.09
vi. Miscellaneous income	2,100.51	2,553.40
	4,059.60	2,935.40

2.24 COST OF RAW MATERIAL CONSUMED

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Cost of materials consumed [refer note 2.42]	98,703.29	77,598.53
	98,703.29	77,598.53

* excludes research and development expenses of ₹ 0.77 lakhs (previous year ₹ 3.51 lakhs).

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.25 PURCHASE OF TRADED GOODS

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Other items	655.74	464.92
	655.74	464.92

2.26 (INCREASE)/DECREASE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Inventories at the end of the year:		
i. Finished goods	10,955.17	9,099.66
ii. Work-in-progress	6,776.39	5,062.37
iii. Stock-in-trade	364.75	307.38
	18,096.31	14,469.41
Inventories at the beginning of the year:		
i. Finished goods	9,099.66	6,922.83
ii. Work-in-progress	5,062.37	3,636.41
iii. Stock-in-trade	307.38	325.42
	14,469.41	10,884.66
	[3,626.90]	[3,584.75]

2.27 EMPLOYEE BENEFITS EXPENSE

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Salaries and wages *	12,826.17	11,494.69
b. Contributions to provident and other funds (refer Note 2.36)	738.14	704.28
c. Share based payment to employees (refer note 2.48)	357.11	19.10
d. Staff welfare expenses	1,049.79	788.33
	14,971.21	13,006.40

* excludes research and development expenses of ₹ 266.77 lakhs (previous year ₹ 151.19 lakhs).

2.28 FINANCE COSTS

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Interest on borrowings	233.18	19.11
b. Interest on Lease liabilities	472.44	222.55
c. Interest on deposit from dealers	72.54	73.17
d. Interest on income tax payable (net)	2,371.80	-
	3,149.96	314.83

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.29 DEPRECIATION AND AMORTISATION EXPENSES

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Depreciation on property, plant and equipment * (refer note 2.01)	2,234.05	2,151.74
b. Depreciation on right to use asset (refer note 2.04)	922.22	569.30
c. Amortisation on intangible assets (refer note 2.03)	221.35	142.49
	3,377.62	2,863.53

* includes research and development expenses of ₹ 3.13 lakhs (previous year ₹ 3.20 lakhs).

2.30 OTHER EXPENSES

Particulars	(₹ in Lakhs)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Consumption of stores and spare parts	5,550.63	4,582.97
b. Consumption of packing materials	1,483.04	1,355.77
c. Power and fuel	4,887.38	4,339.73
d. Repairs and maintenance		
- Building	425.29	320.91
- Machinery	695.37	565.20
- Others	1,066.41	868.95
e. Rent (refer note 2.40)	269.29	215.43
f. Rates and taxes	714.83	237.44
g. Insurance	475.24	519.18
h. Travelling	1,726.51	1,051.88
i. Advertisement and sales promotion expenses	1,817.31	1,668.27
j. Cost for erection of steel buildings	3,695.91	3,063.82
k. Loss on sale of property, plant and equipment (net)	-	359.29
l. Net loss on foreign currency transactions and translation	125.66	59.90
m. Outward freight charges on finished goods	14,763.04	14,275.83
n. Professional and consultancy expenses (refer note 2.33)	1,708.36	1,639.45
o. Contract labour	4,900.08	4,188.23
p. Research and development expenses (refer note 2.45)	393.89	244.06
q. Provision for impairment in property, plant and equipment including capital work in progress	-	176.29
r. Bad Debts written off	219.59	-
s. Impairment of trade receivables	-	306.43
t. Expenditure on corporate social responsibility (refer note 2.46)	152.42	169.47
u. Miscellaneous expenses	2,237.91	1,881.92
	47,308.16	42,090.42

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.31 INCOME TAX EXPENSES

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Tax expenses recognized in profit or loss		(₹ in Lakhs)
(a) Current tax	2,025.96	2,239.82
(b) Adjustment of tax relating to earlier periods	(1,986.83)	
(c) Deferred tax (Net of MAT credit entitlement)	8.80	3.77
Total tax expenses	47.93	2,243.59
b. Tax on other comprehensive income		
Current Tax		
Remeasurement of defined benefit plans	(9.01)	(23.20)
The income tax expenses for the year can be reconciled to the accounting profit as follows:		
Profit before Income Tax Expense	4,283.88	6,652.11
Enacted Statutory Income Tax Rate in India applicable to the Group	25.168%	34.944%
Computed Expected Income Tax Expense	1,078.17	2,324.51
Adjustments:		
Interest on Income Tax	882.09	
Impact on provision for impairment of CWIP (being disallowed in income tax computation)	-	(181.78)
Impact of rate difference	(544.94)	
Effect of deduction under Section 80G of Income Tax Act, 1961	-	29.32
Impact due to stamp duty valuation of land	549.89	
Adjustment of tax relating to earlier periods	(1,986.83)	
Others	69.55	71.54
Current tax expenses recognised in Statement of Profit and Loss	47.93	2,243.59

2.32 CONTINGENT LIABILITIES AND COMMITMENTS

a. Contingent liabilities

Claims against the Company not acknowledged as liabilities in respect of:

Particulars	As at March 31, 2023	As at March 31, 2022
Sales tax matters	3,428.05	11,073.85
Excise and service tax matters	1,251.04	890.40
Income tax matters	2,244.42	2,943.33
Total	6,934.51	14,907.58
Advance paid/adjusted by authorities against above	733.81	1,934.83

b. Commitments

- a) Estimated amount of contracts to be executed on capital account ₹ 484.86 lakhs (net of advances ₹ 206.695 lakhs), [previous year ₹ 523.28 lakhs (net of advances ₹ 430.95 lakhs)].
- b) The Group has other commitments, for purchases/sales orders which are issued after considering requirements per operating cycle for purchase/sale of goods and services, in normal course of business.
- c) The Group did not have any long term commitments/contracts including derivative contracts for which there will be any material foreseeable losses.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

c. Other matter

Disputed claims pertain to litigations with respect of Projects of the Company filed by the customers on account of delayed completion of project, poor quality of building design and infrastructure and poor quality of material and various other matters. The Company has gone into appeal in respect of these matters in various forums.

2.33 PROFESSIONAL AND CONSULTANCY EXPENSES INCLUDE AUDITORS REMUNERATION (EXCLUDING TAXES) AS FOLLOWS:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
To statutory auditors		₹ in Lakhs
i. Audit fee	39.00	39.00
ii. Limited Review	21.00	21.00
iii. Reimbursement of expenses	3.66	1.05
	63.66	61.05

2.34 DISCLOSURE IN RESPECT OF REVENUE FROM CONTRACTS WITH CUSTOMERS

a. Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following major product lines and geographical regions:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue by Geography		
Domestic	157,733.57	129,252.72
Overseas	5,140.63	5,223.83
Total revenue from contract with customers		
	162,874.20	134,476.55
Timing of revenue recognition		
At a point in time	112,979.06	103,661.05
Over time	49,895.14	30,815.50
Total revenue from contract with customers		
	162,874.20	134,476.55

b. Contract Balances

The following table provides information about receivables, contracts assets, and contract liabilities from contracts with customers.

Particulars	As at March 31, 2023	As at March 31, 2022
Receivables	8,819.78	3,136.08
Contract assets	847.14	640.41
Contract liabilities	1,767.88	1,078.73

c. Disclosure of 'revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period' and 'revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods.'

Particulars	As at March 31, 2023	As at March 31, 2022
Revenue from steel building contracts	49,895.14	30,815.50
Amounts included in contract liabilities at the beginning of the year	-	-
Performance obligations satisfied in previous years	-	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

- d. The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 March are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
Within one year	14,879.94	20,841.81
More than one year	-	-

Note :

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at March 31, 2023 is of 14,879.94 lakhs. Management expects that around 90% to 95% of the transaction price allocated to unsatisfied contracts as of March 31, 2023 will be recognised as revenue during next reporting period depending upon the progress on each contracts.

2.35 FOREIGN EXCHANGE DISCLOSURE**Outstanding forward exchange contracts as on March 31, 2023:**

Particulars	As at March 31, 2023	As at March 31, 2022
Payables		
USD	-	15.47
INR	-	1,173.25

Foreign currency exposures that are not hedged by derivative instruments or otherwise are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
Receivables		
USD	13.25	20.48
INR	1,089.54	1,552.43
EUR	0.33	-
INR	29.68	-
Payables		
USD	2.19	2.13
INR	180.14	161.73

Refer note 2.53 for sensitivity analysis

2.36 EMPLOYEE BENEFIT**a. Defined contribution plan**

The Group makes superannuation fund contribution to defined contribution retirement plans for covered employees. The Group contribution towards superannuation fund is deposited in trust. The Company recognised ₹ 37.36 lakhs (previous year ₹ 46.87 lakhs) for superannuation fund contributions in the Statement of Profit and Loss.

b. Defined benefit plan**i. Gratuity fund**

The Group's contribution towards its gratuity liability is a defined benefit retirement plan. The Group makes contributions to the trust from time to time which in turn makes contributions to the Employee's Group Gratuity-cum-Life Assurance scheme of the Life Insurance Corporation of India. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to fifteen days salary payable for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

The following tables set out the funded status of the gratuity plan and amounts recognised in the Group's financial statements as at March 31, 2023:

(i) Reconciliation of fair value of plan assets and defined benefit obligation:

Particulars	As at March 31, 2023	As at March 31, 2022
Defined Benefit Obligation	1,841.61	1,893.32
Fair Value of Plan Assets	2,030.18	2,158.99
Funded Status Surplus/(Deficit)	188.57	265.67

(ii) Amount recognised in Statement of Profit and Loss:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Current service cost	165.99	145.77
Past service cost - plan amendments	-	-
Net Interest expenses	(19.42)	(25.11)
Amount recognised in Statement of Profit and Loss	146.57	120.66

(iii) Amount recognised in Other Comprehensive Income:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Actuarial (gain)/loss due to DBO experience	(35.37)	146.25
Actuarial (gain)/loss due to DBO assumption changes	(20.16)	(33.07)
Return on plan assets (greater)/less than discount rate	91.31	(46.80)
Actuarial (gains)/ losses recognized in OCI	35.78	66.38

(iv) Changes in the present value of the defined benefit obligation are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of defined benefit obligations at beginning of the year	1,893.32	1,886.33
Current service cost	165.99	145.77
Interest cost	107.27	97.56
Benefits paid	(269.44)	(349.52)
Past service cost - plan amendments	-	-
Actuarial (gain)/loss on obligations	(55.53)	113.18
Present value of defined benefit obligations at the end of the year	1,841.61	1,893.32

**NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
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(v) Changes in the fair value of plan assets are as follows:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Fair value of plan assets at the beginning of the year	2,158.99	2,314.65
Interest Income on plan assets	126.60	122.67
Employer contribution	-	-
Return on plan assets greater/[lesser] than discount rate	[91.31]	46.80
Benefits paid	(164.10)	(325.13)
Fair value of plan assets at the end of the year	2,030.18	2,158.99

(vi) The major categories of plan assets of the fair value of the total plan assets are as follows:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
	Funded	Funded
With Government of India securities	80.78%	81.28%
With Debt instruments	8.84%	11.21%
With Equity shares	9.61%	5.12%
Other deposits	0.77%	2.39%
100.00%	100.00%	

The planned assets of the Company are managed by the Life Insurance Corporation of India in terms of an insurance policy taken to fund obligations of the Company with respect to its gratuity plan. Information on categories of plan assets as at March 31, 2023 has not been provided by the Life Insurance Corporation of India.

(vii) Principal actuarial assumptions used in determining gratuity obligations:

Assumptions	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Discount rate	7.10%	6.10%
Salary escalation	9.00%	8.00%
Mortality rate	Indian Assured Lives Mortality (2006 -08) (Ult)	
Withdrawal rate	17.00%	15.00%

(viii) A quantitative sensitivity analysis for significant assumption as at March 31, 2021 is as shown below:

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Discount Rate		
Effect on DBO due to 0.5% increase in Discount Rate	(35.77)	(39.70)
Effect on DBO due to 0.5% decrease in Discount Rate	36.45	36.45
Salary Escalation Rate		
Effect on DBO due to 0.5% increase in Salary Escalation Rate	35.54	35.54
Effect on DBO due to 0.5% decrease in Salary Escalation Rate	(35.45)	(39.31)

**NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
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(ix) The following payments are expected contributions to the defined benefit plan in future years:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
31-Mar-23	-	331.14
31-Mar-24	334.02	350.57
31-Mar-25	364.63	314.39
31-Mar-26	321.68	288.63
31-Mar-27	300.32	-
March 31, 2027 to March 31, 2032	-	1,630.69
March 31, 2028 to March 31, 2033	1,679.27	-

II. Provident fund

The Group's contribution towards provident fund is a defined benefit retirement plan. The Group makes contributions to the trust from time to time which in turn makes contributions in approved securities. The Group is liable for contribution paid/payable under provident fund scheme and any deficiency in interest cost compared to interest computed based on the interest declared by the Central Government under Employee Provident Fund Scheme, 1952 is recognised as defined benefit obligation.

The following tables set out the funded status of provident fund in the Company's financial statements as at March 31, 2023:

(i) Reconciliation of fair value of plan assets and defined benefit obligation:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Defined Benefit Obligation	7,560.40	8,131.96
Fair Value of Plan Assets	8,151.04	8,253.67
Funded Status Surplus/(Deficit)	590.64	121.71

(ii) Amount recognised in Statement of Profit and Loss:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Current service cost	137.34	167.33
Net Interest expenses	-	-
Immediate recognition of (gain)/losses- other long term employee benefit plan	-	-
Other adjustments	-	-
Amount recognised in Statement of Profit and Loss*	137.34	167.33

* An employer expense of ₹ NIL has been shown as there is no net liability on account of the interest guarantee. Therefore no expense needs to be recognised.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(iii) Amount recognised in Other Comprehensive Income

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Actuarial (gain)/loss due to DBO experience	347.34	169.09
Actuarial (gain)/loss due to DBO assumption changes	(121.85)	(162.32)
Actuarial (gain)/loss arising during period	447.98	(495.83)
Return on plan assets (greater)/less than discount rate	(673.47)	489.06
Actuarial (gains)/ losses recognized in OCI*	-	-

* An employer expense of ₹ NIL has been shown as there is no net liability on account of the interest guarantee. Therefore no expense needs to be recognised.

(iv) Changes in the present value of the defined benefit obligation are as follows

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Present value of defined benefit obligations at beginning of the year	8,131.96	8,427.50
Current service cost	137.34	167.33
Interest cost	444.65	446.39
Employee contribution	285.67	364.43
Acquisition (credit)/ cost	(344.24)	(242.16)
Other adjustments		
Benefits paid	(1,320.47)	(1,038.30)
Actuarial (gain)/loss on obligations	225.49	6.77
Present value of defined benefit obligations at the end of the year	7,560.40	8,131.96

(v) Changes in the fair value of plan assets are as follows:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Fair value of plan assets at the beginning of the year	8,253.67	8,999.78
Interest Income on plan assets	465.60	491.65
Employer contribution	423.01	531.76
Acquisition adjustment	(344.24)	(242.16)
Return on plan assets greater/(lesser) than discount rate	673.47	(489.06)
Benefits paid	(1,320.47)	(1,038.30)
Fair value of plan assets at the end of the year	8,151.04	8,253.67

(vi) The major categories of plan assets of the fair value of the total plan assets are as follows:

Investment details	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
	Funded	Funded
Government of India securities	37.44%	40.72%
PSU	32.22%	43.33%
Private sector bond	0.00%	0.00%
Special deposit scheme	29.99%	15.57%
Mutual Fund	0.35%	0.38%
Total	100.00%	100.00%

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(vii) Principal actuarial assumptions used in determining provident fund obligations:

Assumptions	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Discount rate	7.10%	6.10%
Rate of return on EPFO	8.15%	8.10%
Mortality rate	Indian Assured Lives Mortality (2006 -08) (modified)	
Withdrawal rate	17.00%	15.00%

2.37 RELATED PARTY DISCLOSURES

a. List of related parties

i. Holding company

Falak Investment Private Limited

ii. Key management personnel/Whole time director

Mr. Rajesh Joshi, Managing Director and CEO (from September 01, 2020)
Mr. Y. Srinivasa Rao, Executive Director (till April 09, 2021)
Mr. Neeraj Kohli, Company Secretary (till March 31, 2023)
Mr. Nikhil Dujari, Chief Financial Officer (till May 10, 2021)
Mr. Pramod Nair, Chief Financial Officer (from May 11, 2021)
Ms. Amruta Avasare, Company Secretary (from April 01, 2023)

iii. Non executive directors

Mr. Anant Talaunicar, Non Executive Chairman
Ms. Padmini Sekhsaria, Vice Chairperson
Mr. Narotam Sekhsaria, Director (till April 29, 2022)
Mr. Alok Nanda, Director
Mr. B.L. Taparia, Director
Ms. Bhavana Doshi, Director
Mr. M.L. Gupta, Director
Mr. Rajendra Chitale, Director

iv. Entities on which key management personnel have control/significant influence

Everest Foundation (with effect from September 24, 2021)

b. Transactions with related parties during the year:

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
i. Dividend paid		
Falak Investment Private Limited	476.00	595.01
ii. Remuneration to key management personnel/ whole time director		
Mr. Rajesh Joshi	342.65	318.56
Mr. Y. Srinivasa Rao	-	191.56
Mr. Neeraj Kohli	34.34	36.82

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Mr. Nikhil Dujari	-	15.98
Mr. Pramod Nair	113.82	95.09
iii. Commission and Sitting fees paid to Non executive directors		
Mr.Anant Talaulicar	154.20	204.50
Ms.Padmini Sekhsaria	2.90	4.50
Mr.Narotam Sekhsaria	-	2.80
Mr. Alok Nanda	9.40	9.80
Mr. B.L.Taparia	12.35	12.60
Ms. Bhavana Doshi	9.40	10.70
Mr. M.L.Gupta	11.05	11.40
Mr. Rajendra Chitale	13.50	14.10
iv. Dividend paid to key management personnel		
Mr.Pramod Nair	0.04	-
Mr. Neeraj Kohli	0.06	0.09
vii. Contribution paid for CSR		
Everest Foundation	187.64	106.13

c. Balances outstanding with related parties at the year end:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
i. Performance incentive due to key management personnel		
Mr. Rajesh Joshi	63.00	76.58
Mr. Anant Talaulicar	150.00	200.00

* As the future liabilities for gratuity and leave encashment are provided on actuarial valuation basis for the Company as whole, the amount pertaining to individual is not ascertainable and therefore not included above.

Terms and conditions

- i) All the outstanding balances are unsecured and are repayable as per terms of credit and settlement occurs in cash.
- ii) The Group has not recorded any impairment of receivables related to amount owed by related party.

2.38 SEGMENT INFORMATION

a. Business segments:

The Group has determined following reporting segments based on the information reviewed by the Chief Operating Decision Maker (CODM).Building products includes manufacturing and trading of roofing products, boards and panels, other building products and accessories. Steel buildings consist of manufacture and erection of pre – engineered and smart steel buildings and its accessories.

b. Geographical segments:

Since the Group's activities/operations are primarily within the country and as such there is only one geographical segment.

c. Segment accounting policies:

In addition to the significant accounting policies applicable to the business segments as set out in note a above, the accounting policies in relation to segment accounting are as under:

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

i. Segment revenue and expenses:

Segment revenue and expenses include the respective amounts identifiable to each of the segments. Unallocable items in segment results include income from bank deposits and corporate expenses.

ii. Segment assets and liabilities:

Segment assets include all operating assets used by a segment and consist principally of operating cash, trade receivables, inventories and fixed assets, net of allowances and provisions, which are reported as direct offsets in the balance sheet. Segment liabilities include all operating liabilities and consist principally of creditors and accrued liabilities. Segment assets and liabilities do not include fixed deposits, advance income tax, borrowings and deferred income tax etc.

The measurement of each segment's revenues, expenses and assets is consistent with the accounting policies that are used in preparation of the Group's Financial statements.

Information about business segments:

Particulars	Building products		Steel buildings		Total	
	For the year ended					
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
1 Segment Revenue						
External revenue	112,979.06	103,661.05	49,895.14	30,815.50	162,874.20	134,476.55
Other operating income	866.14	859.61	1,023.02	1,134.43	1,889.16	1,994.04
Total Revenue	113,845.20	104,520.66	50,918.16	31,949.93	164,763.36	136,470.59
2 Segment Results	7,752.09	11,488.80	4,009.95	(1,168.13)	11,762.04	10,320.67
Unallocated expenses (net of income)					4,328.20	3,353.72
Operating Profit	7,752.09	11,488.80	4,009.95	(1,168.13)	7,433.84	6,966.95
Finance costs					3,149.96	314.83
Profit before tax					4,283.88	6,652.12
Tax expense					47.93	2,243.59
Net Profit					4,235.95	4,408.53

Particulars	Building products		Steel buildings		Total	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
3 Other Information						
a. Assets						
Segment assets	65,381.45	49,656.75	35,035.89	25,695.96	100,417.34	75,352.71
Unallocated assets					12,750.13	30,483.31
Total assets	65,381.45	49,656.75	35,035.89	25,695.96	113,167.47	105,836.02
b. Liabilities						
Segment liabilities	16,968.41	18,269.57	10,914.02	11,306.97	27,882.43	29,576.54
Unallocated liabilities					27,139.46	22,030.02
Total liabilities	16,968.41	18,269.57	10,914.02	11,306.97	55,021.89	51,606.56

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

C. Others*	Building products		Steel buildings		Total	
	For the year ended					
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Capital expenditure	2,020.44	1,652.87	432.54	367.98	2,452.98	2,020.85
Depreciation	1,864.35	1,677.95	480.03	543.68	2,344.38	2,221.63
Non - cash expenses other than depreciation (includes impairment of trade receivables and other receivables)	219.59	176.00	-	306.43	219.59	482.43

* Excluding unallocated items

2.39 DEFERRED TAXATION

Movement during the year ended 31 st March 2023	As at 31 March, 2022	Credit / [Charge] in the statement of profit and loss	Credit / [Charge] in Other Comprehensive Income	As at 31 March, 2023
Deferred tax Asset / (liabilities)				
Expenditure covered by Section 43B of the Income-tax Act, 1961	201.72	[61.03]	9.01	149.70
Impairment of trade receivables	942.78	[463.04]	-	479.74
Right to use assets	70.98	49.16	-	120.14
Interest on income tax refunds	823.87	[823.87]	-	-
Excess of depreciation allowable under the Income-tax Act, 1961 over depreciation provided in financial statements	(4,900.89)	1,247.89	-	[3,653.00]
Others	201.24	42.09	-	243.33
Total	(2,660.30)	(8.80)	9.01	(2,660.09)
Movement during the year ended 31 st March 2022	As at 31 March, 2021	Credit / [Charge] in the statement of profit and loss	Credit / [Charge] in Other Comprehensive Income	As at 31 March, 2022
Deferred tax Asset / (liabilities)				
Expenditure covered by Section 43B of the Income-tax Act, 1961	211.96	(33.44)	23.20	201.72
Impairment of trade receivables	1,240.28	(297.50)	-	942.78
Right to use assets	27.70	43.28	-	70.98
Interest on income tax refunds	710.63	113.24	-	823.87
Excess of depreciation allowable under the Income-tax Act, 1961 over depreciation provided in financial statements	(4,863.66)	(37.23)	-	(4,900.89)
Others	(6.64)	207.88	-	201.24
Total	(2,679.73)	(3.77)	23.20	(2,660.30)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.40 LEASE COMMITMENTS

Operating lease as lessee

The Group has certain leases of premises with lease terms of 12 months or less. The Group applies the short term lease and lease of low value assets recognition exemptions for these leases and has recognised rent of ₹ 269.29 lakhs (previous year ₹ 215.43 lakhs). There are no non-cancellable lease arrangements as at the end of the year.

The Group has lease contracts for rental property and computers used in its operations and administrative work. Leases of rental property and computers have lease terms of from 3 to 5 years which is non-cancellable period. The Group obligations under its leases are secured by the lessor's title to the leased assets. (refer note 2.04)

2.41 EARNINGS PER SHARE

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Number of equity shares of ₹10 each fully paid up at the beginning of the year	15,678,077	15,636,340
b. Number of equity shares of ₹ 10 each fully paid up at the year end	15,736,144	15,678,077
c. Weighted average number of equity shares used in computing earnings per share	15,700,312	15,644,777
d. Weighted average number of options granted	47,813	-
e. Weighted average number of options post adjustment for number of options granted	15,748,125	15,644,777
f. Net profit for the year – (₹ / lakhs)	4,235.95	4,408.52
g. Basic earnings per share (Rupees)	26.98	28.18
h. Diluted earnings per share (Rupees)	26.90	28.18
i. Nominal value of equity shares (Rupees)	10.00	10.00

2.42 COST OF RAW MATERIAL CONSUMED

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Opening stock	17,033.45	13,293.88
Add: Purchases	112,072.10	81,338.10
Less: Closing stock	129,105.55	94,631.98
Cost of materials consumed*	30,402.26	17,033.45
Materials consumed comprises:	98,703.29	77,598.53
i. Raw fibre	32,622.71	26,633.55
ii. Cement	19,656.00	17,285.62
iii. Steel	27,602.92	17,031.30
iv. Other items	18,821.66	16,648.06
	98,703.29	77,598.53

* excludes research and development expenses of ₹0.77 lakhs (previous year ₹ 3.51 lakhs).

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.43 DETAILS OF FINISHED GOODS, WORK IN PROGRESS AND STOCK-IN-TRADE

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
a. Finished goods		
i. Building products	9,262.36	7,672.86
ii. Steel buildings	1,692.81	1,426.80
	10,955.17	9,099.66
b. Work in progress		
i. Building products	6,387.40	4,891.89
ii. Steel buildings	388.99	170.48
	6,776.39	5,062.37
c. Stock-in-Trade		
i. Roofing accessories	150.54	79.19
ii. Other items	214.21	228.19
	364.75	307.38

2.44 DETAILS OF DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES AS DEFINED UNDER THE MSMED ACT, 2006

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Principal amount due to micro, small and medium enterprises	1,602.63	1,418.77
Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-

According to the records available with the Company, dues payable to entities that are classified as Micro and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 during the year is ₹ 1,602.63 lakhs (previous year ₹ 1,418.77 lakhs). Further no interest has been paid or was payable to such parties under the said Act during the year.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

2.45 EXPENDITURE ON RESEARCH AND DEVELOPMENT

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
a. Capital nature*		
Gross block	122.38	117.59
Accumulated depreciation	100.76	97.63
Net block	21.62	19.96
Additions during the year	4.79	-
b. Revenue nature		
i. Cost of materials consumed	0.77	3.51
ii. Consumption of stores and spare parts	25.73	21.48
iii. Employee benefits expense		
- Salaries and wages	257.25	140.65
- Contributions to provident and other funds	9.52	10.54
iv. Miscellaneous expenses	100.60	67.88
v. Depreciation	393.87	244.06
Total	3.13	3.20

* fixed assets utilised for research and development.

2.46 THE DETAILS RELATING TO CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENDITURE ARE AS FOLLOWS :

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Gross amount required to be spent by the Company during the year	152.42	166.96
Amount spent during the year (See Note below)	124.30	106.13
Shortfall at the end of the year *	28.12	63.34
Previous year shortfall	-	-
Reason for shortfall		
Nature of CSR activities		
Details of related party transactions		
Everest Foundation	187.64	106.13

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
i. Construction/ acquisition of assets	-	-
ii. On purposes other than [i] above	124.30	169.47

* The amount unspent during the year is deposited in escrow account on April 25, 2023
It excludes administrative charges

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.47 DISTRIBUTION MADE AND PROPOSED:

Particulars	₹ in Lakhs	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Cash dividend on Equity shares declared and paid: Final dividend for the year ended on March 31, 2022 ₹ 6.00 Per share (March 31, 2021: ₹ 7.50 Per share)	940.68	1,173.23
Proposed dividends on Equity shares not recognised as liability: Final cash dividend for the year ended on March 31, 2023 ₹ 6.00 per share (March 31, 2022: ₹ 6.00 per share)	944.17	940.68

2.48 EMPLOYEE STOCK OPTION SCHEME

The Company has granted 1,98,316 stock options (previous year 1,31,992 stock options) to the employees during the year ended March 31, 2023. The exercise price per option shall be the average of the two weeks high and low price of the share preceding the date of grant of options on BSE/NSE or closing price of the Company's share on that stock exchange on the date prior to the date of grant of options, whichever is less. Options granted shall vest with the grantee after a period of one year from the date of grant. The exercise period of the options is a period of four years after the vesting of the options.

Particulars	ESOS 2017	ESOS 2018	ESOS 2019	ESOS 2021	ESOS 2021
Year in which scheme was established	2017-18	2018-19	2019-20	2020-21	2020-21
Number of options authorised and granted	1,60,000	1,70,000	16,450	131,992	198,316
Exercise price	₹571	₹477	₹127	₹635	₹580
Fair value	₹288.37	₹182.63	₹37.67	₹272.96	₹266.47
Vesting date	After one year from the date of grant of option				
Vesting requirement	One year service from the date of grant of option			(see note below)	
Exercise period	During four year after vesting date				

Note : (i) The first tranche comprising 20% of the number of options granted shall vest upon completion of one year from the date of grant. (ii) The second tranche comprising 30% of the number of options granted shall vest upon completion of two years from the date of grant (iii) The third tranche comprising 50% of the number of options granted shall vest upon completion of three years from the date of grant.

Option activity during the year under the plans is set out below:

Particulars	ESOS 2017	ESOS 2018	ESOS 2019	ESOS 2021	ESOS 2021
i. Opening balance	57,775	44,065	3,208	131,992	-
	92,590	112,245	14,350	-	-
ii. Granted during the year	-	-	-	-	198,316
	-	-	-	131,992	-
iii. Vested during the year	-	-	-	-	-
iv. Exercised during the year	(32,380)	(20,255)	(2,030)	(3,402)	-
	(5,240)	(27,505)	(8,992)	-	-
v. Forfeited during the year	(10,200)	(4,910)	(320)	(13,321)	(8,730)
	(29,575)	(40,675)	(2,150)	-	-
vi. Expired during the year	(15,195)	-	-	-	-
vii. Outstanding at the year end	-	18,900	858	115,269	189,586
	57,775	44,065	3,208	131,992	-
viii. Options exercisable at the year end	-	18,900	858	20,331	-
	57,775	44,065	3,208	-	-
ix. Remaining contractual life (years) at the year end	-	0.82	1.82	3.90	4.35
	0.82	1.82	2.98	4.90	-

Previous year figures are in italics & brackets.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

The fair value of stock based awards to employees is calculated through the use of option pricing models, requiring subjective assumptions which greatly affect the calculated values. The said fair value of the options have been calculated using Black-Scholes option pricing model, considering the expected term of the options to be 5 years, expected dividend yield on the underlying equity shares and volatility in the share price and a risk free rate of interest. The Company's calculations are based on a single option valuation approach, and forfeitures are recognised as they occur. The expected volatility is based on historical volatility of the share price during the year after eliminating the abnormal price fluctuations.

2.49 THE GROUP HAS TRANSACTIONS WITH COMPANIES STRUCK OFF UNDER SECTION 248 OF THE COMPANIES ACT, 2013

Name of Struck off Company	Nature	Relationship	FY 2022-23		FY 2021-22	
			Transactions during the year	Balance outstanding as at 31 March, 2023	Transactions during the year	Balance outstanding as at 31 March, 2022
Sushil Machine Private Limited	Payable	Vendor	(12.66)	(0.57)	(10.65)	(2.16)
S.R.Fasteners Private Limited	Payable	Vendor	(53.17)	-	-	-
Lanxess India Private Limited	Payable	Vendor	-	-	(73.99)	(14.63)
La Casa Engineering Private Limited	Payable	Vendor	-	(0.48)	-	(0.48)
Apollo Pharmacy	Payable	Vendor	(0.41)	(0.04)	-	-
Microland Limited	Receivables	Vendor	-	-	0.10	-
Sew Eurodrive India Pvt.Ltd.	Payable	Vendor	-	-	(8.94)	-
Jai Hind Trading Company Limited	Payable	Customer	64.39	(2.19)	57.60	(1.07)
Quality Buildcon Private Limited	Receivables	Customer	-	-	483.10	48.52
Vinod Enterprises Private Limited	Receivables	Customer	-	-	3.92	-
Cyrex Infra Projects Private Limited	Payable	Customer	-	(0.02)	0.45	(0.02)
Rammangal Heart Foundation Private Limited	Payable	Customer	-	-	4.27	(2.76)
Radiant Enterprises Private Limited	Receivables	Customer	-	-	-	9.40
Vajra Builders Pvt.Ltd.	Payable	Customer	17.17	(0.01)	-	-
T & K Construction Private Limited	Payable	Customer	31.03	(13.42)	-	-
SS FARMS	Receivables	Customer	4.38	-	-	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

2.50 FINANCIAL INSTRUMENTS - FAIR VALUES

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

Particulars	₹ in Lakhs	
	Carrying value As at March 31, 2023	As at March 31, 2022
Financial Assets		
Measured at fair value		
- Derivative assets	-	0.96
Measured at amortised cost		
- Security Deposits	1,033.31	767.33
- Government subsidy receivables	442.11	535.03
- Balances held as margin money (deposit accounts)	21.54	422.64
- Interest accrued on deposits	116.73	127.75
- Insurance claim receivable	-	-
- Other recoverable	-	306.67
Trade receivable*	10,517.47	5,364.70
Cash & cash equivalents*	1,267.64	9,805.77
Other bank balances*	157.44	6,741.09
	13,556.25	24,071.94
Financial liabilities		
Measured at amortised cost		
Borrowing	6,359.17	-
Lease liabilities	4,934.94	5,497.23
Trade Payable*	16,538.56	16,957.36
Other Financial Liabilities*		
- Interest accrued but not due	13.82	59.02
- Unpaid dividend	37.79	41.69
- Payable for capital goods	101.76	57.56
- Retention monies	802.96	533.86
- Other payables	1,939.43	1,721.67
- Stockists' and other deposits	1,642.21	1,892.17
	32,370.63	26,760.56

* The management assessed that carrying values approximates their fair value largely due to the short-term maturities of these instruments.

2.51 FINANCIAL INSTRUMENTS - FAIR VALUE HIERARCHY

The fair value of financial instruments have been classified into three categories depending upon the input used in the valuation technique.

The categories used are as follows :

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2023:

Particulars	Level 1	Level 2	Level 3
Derivative assets	-	-	-

The following table presents the fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2022:

Particulars	Level 1	Level 2	Level 3
Derivative assets	-	-	[0.96]

2.52 CAPITAL MANAGEMENT

For the purposes of the Group's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Group's capital management is to maximise shareholder value. The Group manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants. The Group take appropriate steps in order to maintain its capital structure. The Group monitors capital using gearing ratio, which is total debt divided by total capital plus debt.

The capital gearing ratio as on March 31, 2023 was (7.85%).

Particulars	₹ in Lakhs	As at March 31, 2023	As at March 31, 2022
Non Current Borrowing	-	-	-
Current Borrowing	6,359.17	-	-
Other Financial Liabilities (Long term debt)	-	-	-
Cash & Cash Equivalent *	(1,408.83)	(16,927.81)	
Net Debt	4,950.34	(16,927.81)	
Total Capital	58,145.58	54,229.46	
Capital & Net Debt	63,095.91	37,301.64	
Gearing Ratio	(7.85%)	N/A	

*Includes deposits with banks classified under other bank balances and other non current assets

2.53 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities, other than derivatives comprises trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include advances, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Group's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises risk of: currency risk and interest rate risk.

The Group is exposed to market risk primarily related to foreign exchange rate risk. Thus, the Group's exposure to market risk is a function of revenue generating and operating activities in foreign currencies.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Foreign exchange risk

The Group regularly evaluates exchange rate exposure arising from the foreign currency transaction.

The Group uses forward contracts and derivative instruments to mitigate foreign exchange related risk exposures. When a forward contract is entered into for the purpose of being a hedge, the Group negotiates the terms of those contracts to match the terms of the hedged exposure. The Group's exposure to unhedged foreign currency risk as at March 31, 2023 and March 31, 2022 has been disclosed in note 2.35.

For the year ended March 31, 2023, every 5 percentage point depreciation/appreciation in the exchange rate between the Indian rupee and U.S. dollar, would have affected the Group's profit before tax by ₹ 41.58 Lakhs/₹ (41.58) Lakhs respectively.

For the year ended March 31, 2023, every 5 percentage point depreciation/appreciation in the exchange rate between the Indian rupee and Euro , would have affected the Group's profit before tax by ₹ 1.48 Lakhs/ ₹ (1.48) Lakhs respectively.

For the year ended March 31, 2022, every 5 percentage point depreciation/appreciation in the exchange rate between the Indian rupee and U.S. dollar, would have affected the Group's profit before tax by ₹ 85.71 Lakhs/₹ (85.71) Lakhs respectively.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group exposure to the risk of changes in market interest rates relates primarily to the Group short-term debt obligations with floating interest rates. The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

The exposure of the Group's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Variable rate borrowings	6,359.17	-
	6,359.17	-

A change of 50 bps in interest rate would have following impact on profit before tax

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
50 bps increase would decrease the profit before tax by*	31.80	-
50 bps decrease would increase the profit before tax by*	31.80	-

* Interest rate sensitivity have been calculated assuming the borrowing outstanding at the reporting date have been outstanding for the entire reporting period.

Credit risk

Credit risk arises from the possibility that customers may not be able to settle their obligations as agreed. The Group is exposed to credit risk from its operating activities (primarily trade receivables and deposits) and from foreign exchange transactions.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

Commodity risk

The Group is exposed to movement in metal commodity price of steel. Our sales contracts are on fixed price basis. Profitability in case of firm price orders is affected by movement in the prices of steel. To minimize the price volatility, company buy steel on spot price basis. For Roofing Business Group has long term contract for its main RM. However due to global scarcity of containers sea freight is abnormally increased which affected our input cost.

Trade receivables

To manage the credit risk the Group periodically assesses the financial reliability of customers taking into account the financial condition and ageing of accounts receivable. (refer note 2.09)

An impairment analysis is performed for all major customers at each reporting date on an individual basis. The calculation is based on historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note.

Reconciliation of the allowances for credit losses :

The details of changes in allowances for credit losses for the year ended March 31, 2023 and March 31, 2022 are as follows:

Particulars	₹ in Lakhs	
	As at March 31, 2023	As at March 31, 2022
Balance as at beginning of the year	300.00	389.00
Provision/ (reversal) made during the year	(79.00)	(89.00)
Closing provision at the end of the year	221.00	300.00

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

The following are undiscounted contractual maturity of financial liabilities

Contractual maturities of financial liabilities	Carrying amount	Payable on demand	Within 12 months	1 to 5 years	more than 5 years	Total as at March 31, 2023
Borrowings						
Cash credit	734.63	734.63				734.63
Working capital demand loan	5,624.54		5,624.54			5,624.54
Lease liability	4,934.94		434.92	2,216.19	2,283.83	4,934.94
Trade payable	16,538.56		16,538.56			16,538.56
Deposit from dealers	1,642.21	1,642.21				1,642.21
Other financial liability	2,895.76		2,895.76			2,895.76

Contractual maturities of financial liabilities	Carrying amount	Payable on demand	Within 12 months	1 to 5 years	more than 5 years	Total as at March 31, 2022
Borrowings						
Cash credit	-	-				-
Working capital demand loan	-	-				-
Lease liability	5,497.23		659.59	1,936.88	2,900.76	5,497.23
Trade payable	16,957.36		16,957.36			16,957.36
Deposit from dealers	1,892.17	1,892.17				1,892.17
Other financial liability	2,413.80		2,413.80			2,413.80

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

As at March 31, 2023 and March 31, 2022, the Group had unutilised fund based and non fund based limits from banks of ₹ 18,888.97 lakhs and ₹ 25,470.00 lakhs respectively, the returns statement filed by the Group with the Banks are agreement with the books of the accounts of the Group.

2.54 As per Section 115BAA the Parent Company has an option to irrevocably shift to a lower tax regime by foregoing tax incentives, deductions and MAT credit. The Company has opted to shift to lower tax regime in the Financial year 2022-2023 which has reduced the current tax expense for the year. During the year, the Company has re-measured deferred tax assets and liabilities at the lower tax rate. Consequently, deferred tax for the year includes credit of ₹ 545 lakhs.

2.55 During the year the Group has classified land at Nashik amounting to ₹ 25.32 lakhs as assets held for sales.

2.56 Pursuant to the various Income tax orders received during the year, the Parent Company has evaluated related tax provisions. Basis the evaluation, Company has released tax provision amounting to ₹ 1,692 lakhs (included under 'Adjustment of tax relating to earlier periods'), accounted Interest Income on Tax refund of ₹ 1,610 lakhs (included under 'Other Income') and also made a provision for Interest expense of ₹ 2,371 lakhs on account of probable tax matters (included under 'Finance Cost').

2.57 DISCLOSURES AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013 WITH RESPECT TO CONSOLIDATED FINANCIAL STATEMENT

As at and for the year ended 31 March, 2023

Name of the entity in the Group	As at 31 March, 2023		For the year ended 31 March, 2023		For the year ended 31 March, 2023		For the year ended 31 March, 2023	
	Net assets		Share in profit & loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	₹ in Lakhs	As % of consolidated profit or loss	₹ in Lakhs	As % of consolidated other comprehensive income	₹ in Lakhs	As % of consolidated total comprehensive income	₹ in Lakhs
Holding Company								
Everest Industries Limited	100.45%	58,405.75	101.98%	4,320.02	63.83%	(26.77)	102.37%	4,293.25
Subsidiaries (Group's share)								
Foreign								
Everest Building Products	0.00%	[0.87]	[0.03%]	[1.42]	-	[0.03%]	[1.42]	
Everest FZE	(0.45%)	(259.25)	(1.95%)	(82.65)	36.17%	(15.17)	(2.33%)	(97.82)
Exchange differences on translation of foreign operation								
Total	100.0%	58,145.63	100.0%	4,235.95	100.0%	(41.94)	100.0%	4,194.01

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

Name of the entity in the Group	As at 31 March, 2022		For the year ended 31 March, 2022		For the year ended 31 March, 2022		For the year ended 31 March, 2022	
	Net assets		Share in profit & loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	₹ in Lakhs	As % of consolidated profit or loss	₹ in Lakhs	As % of consolidated other comprehensive income	₹ in Lakhs	As % of consolidated total comprehensive income	₹ in Lakhs
Holding Company								
Everest Industries Limited	100.30%	54,390.39	100.11%	4,412.31	94.36%	(43.18)	100.2%	4,369.13
Subsidiaries (Group's share)								
Foreign								
Everest Building Products	0.00%	0.54	(0.06%)	(2.53)	(0.11%)	0.05	(0.1%)	(2.48)
Everest FZE	(0.30%)	(161.43)	(0.05%)	(2.25)	13.55%	(6.20)	(0.2%)	(8.45)
Exchange differences on translation of foreign operation								
Total	100.00%	54,229.50	100.0%	4,407.53	100.00%	(45.76)	100.0%	4,361.77

2.58 During the year, the Parent Company completed the long pending acquisition of freehold land at Kymore. In this regard, the consequential income-tax charge of ₹ 760 lakhs and an associated recovery of that amount is included in 'Current Taxes' and 'other Income' respectively, in the results for the year ended 31 March, 2023.

2.59 On September 24, 2021, the Group incorporated Everest Foundation, a wholly owned Section 8 Company under the Companies Act, 2013, to further the CSR activities of the Group. The objective is not to obtain economic benefits through the activities of Everest Foundation and accordingly it has been excluded for the purpose of preparation of consolidated financial statements.

2.60 The Board of directors has approved to set up a new manufacturing facility for the Boards & Panels plant through a wholly owned subsidiary. The same was incorporated on 31 March, 2023 as Everest Buildpro Private Limited.

2.61 OTHER STATUTORY INFORMATION

- (i) The Group do not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- (ii) The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year
- (iii) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,
- (iv) The Group has not advanced or loaned or invested funds to any other person(s) or entity, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2023

- (v) The Group has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (vi) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

2.62 The previous Year figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification/disclosures.

As per our report of even date

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration No : 324982E/E300003

For and on behalf of the Board of Directors

per **Vinayak Pujare**
Partner
Membership No : 101143

Anant Talaunicar **Rajesh Joshi** **Pramod Nair** **Amruta Avasare**
Chairman Managing Director & CEO Chief Financial Officer Company Secretary
DIN No. 00031051 DIN No. 08855031

Mumbai
May 11, 2023

Mumbai Mumbai Mumbai Mumbai
May 11, 2023 May 11, 2023 May 11, 2023 May 11, 2023



Driven by our values to
fuel reimagination

Respect | Excellence | Integrity

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