VINAY CEMENT LIMITED

Registered Office: Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam – 788931.
CIN: U26942AS1986PLC002553
Website: www.dalmiabharat.com; **Email**: corp.sec@dalmiabharat.com

NOTICE OF NATIONAL COMPANY LAW TRIBUNAL ("NCLT/TRBUNAL") CONVENED MEETING OF THE EQUITY SHAREHOLDERS		
Day	**:**	Tuesday
Date	**:**	06th August 2024
Time	**:**	11: 00 am
Venue	**:**	Registered Office: Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam – 788931

REMOTE E-VOTING

Start Date and time	9 a.m. on Saturday, 03rd August 2024
End Date and time	5 p.m. on Monday, 05th August 2024
Cut-off date ***[In accordance with Rule 20 of Companies (Management and Administration) Rules, 2024]***	Tuesday, 30th July 2024

Kindly note that the Equity Shareholders may cast their votes by way of remote e-voting during the remote e-voting period mentioned above. The Equity Shareholders who have casted their vote through the remote e-voting facility may participate in the NCLT Convened Meeting but shall not be allowed to vote again at the said meeting. The Shareholders who could not vote through remote e-voting may physically vote at the NCLT Convened Meeting by way of polling paper. The Shareholders whose names are recorded in the Register of Members or in the list of beneficial holders provided by depositories as on the cut-off date are only entitled to avail the facility of remote e-voting or voting at the NCLT Convened Meeting.

FORM NO. CAA. 2

[Pursuant to Section 230(3) of the Companies Act, 2013 and Rule 6 and 7 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

GUWAHATI BENCH

COMPANY SCHEME APPLICATION NO. CA (CAA)/6/GB/2024

In the matter of the Companies Act, 2013;

And

In the matter of Sections 230 and 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016;

And

In the matter of the Scheme of Arrangement between Vinay Cement Limited and Dalmia Cement (North East) Limited and their respective shareholders and creditors.

VINAY CEMENT LIMITED
CIN: U26942AS1986PLC002553
A Public Limited Company incorporated under the provisions of Companies Act, 1956, and having its registered office at Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam – 788931 ……….. **Applicant Company**

NOTICE CONVENING THE MEETING OF THE EQUITY SHAREHOLDERS OF THE APPLICANT COMPANY PURSUANT TO THE ORDER DATED 10.06.2024 PASSED BY THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, GUWAHATI BENCH

To,
The Equity Shareholders of Vinay Cement Limited

NOTICE is hereby given that by an order dated 10.06.2024, in the above mentioned Company Scheme Application ("the **Order**"), the National Company Law Tribunal, Guwahati Bench ("**NCLT**" or "**Tribunal**") has directed that meeting of the Equity Shareholders of the Applicant Company be held for the purpose of considering, and if thought fit, approving with or without modification(s), the Scheme of Arrangement amongst Vinay Cement Limited ("**VCL**" or "**Demerged Company**" or "**Transferor Company**" or **"Applicant Company" or** "**Company**") and Dalmia Cement (North East) Limited [formerly known as Calcom Cement India Limited] ("**Dalmia North East**" or "**Resulting Company**" or "**Transferee Company**") and their respective shareholders and creditors ("**Scheme**").

The Board of Directors of the Company, at its meeting held on 19th March, 2024 has approved the Scheme subject to approval of the shareholders and creditors of the Company, as may be required, and subject to the sanction of the NCLT and of such other authorities as may be necessary.

In pursuance of the said Order and as directed therein, a meeting of the Equity Shareholders of the Applicant Company ("**NCLT / Tribunal Convened Meeting**" or "**Meeting**") shall be held at the registered office of the Company situated at Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam - 788931 on Tuesday, the 06th day of August, 2024 at 11.00 am (IST), at which day, date, time and place you are requested to attend the meeting. At the Meeting, the following resolution will be considered and if thought fit, be passed, with or without modification(s) under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 with requisite majority:

*"**RESOLVED THAT** pursuant to provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Compromise, Arrangement and Amalgamation) Rules, 2016 and other applicable rules, regulations, guidelines and circulars made thereunder (including any statutory modification(s) or re-enactment(s) or amendment thereof, for the time being in force) and subject to the relevant provisions of any other applicable laws and enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to the approval of the NCLT and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "the Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any other person which the Board may nominate to exercise its powers conferred by this resolution), the Scheme of Arrangement between Vinay Cement Limited and Dalmia Cement (North East) Limited and their respective shareholders and creditors for demerger of undertaking comprising of cement and mining business operation of Vinay Cement Limited into Dalmia Cement (North East) Limited **("Demerger")** w.e.f. Appointed Date, i.e., 31st March, 2023, placed before this meeting and initialed by the Chairperson of the meeting for the purpose of identification, be and is hereby approved.*

***RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, without being required to seek any further approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution".*

TAKE FURTHER NOTICE that the persons entitled to attend and vote at the said Meeting, may vote in person or by proxy or through an authorized representative, provided that a proxy in the prescribed form, duly signed by you or your authorized representative, is deposited at the registered office of the Applicant Company at Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam - 788931, not later than 48 (forty eight) hours before the time fixed for holding the aforesaid Meeting. The form of proxy is attached herewith.

TAKE FURTHER NOTICE that copies of the Scheme, and notice of NCLT Convened Meeting of the Equity Shareholders of the Company including the Explanatory Statement under Sections 230, 232 and 102 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, along with the enclosures as indicated in the Index, are open for inspection and can be obtained free of charge at the registered office of the Applicant Company between 10.30 a.m. to 12.30 p.m. (except Saturdays, Sundays and public holidays) and also placed at the website of the Company, i.e., www@dalmiacement.com or from the office of our Advocates, CA Swati Tejawat, SKPT & Co. 4th Floor, B R Arcade, Janapath Ulubari Guwahati.

TAKE FURTHER NOTICE that the Tribunal has appointed CA Sumit Kabra (Membership No. FCA 061713) as the Chairperson of the said Meeting including for any adjournment or adjournments thereof. The Scheme, if approved in the aforesaid Meeting, will be subject to the subsequent approval of the NCLT.

The voting rights of the Equity Shareholders shall be in proportion to their paid up equity shareholding in the Company as on the cut off date.

This notice is given for transacting the special business to be passed through voting at such NCLT Convened Meeting by voting either by using remote e-voting facility or by voting in person or by proxy at the said Meeting. The explanatory statement under Sections 230, 232 and 102 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable rules, the Scheme and the other enclosures as indicated in the index are enclosed.

Sd/-

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CA Sumit Kabra
(Membership No. FCA 061713)
Chairman Appointed by NCLT

Date: June 18, 2024
Place: Guwahati

Notes:

1. The Shareholders whose names are recorded in the Register of Members or in the list of beneficial holders provided by depositories as on the cut-off date are only entitled to attend and avail the facility of remote e-voting or voting at the NCLT Convened Meeting.

2. **A REGISTERED SHAREHOLDER IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF VCL.** All alterations made in the Form of Proxy should be initialed. The Proxy Form duly filled in must be deposited at the Registered Office of the Company not less than 48 (Forty Eight) hours before the scheduled time for commencement of the Meeting.

3. As per Section 105 of the Companies Act, 2013 and rules made thereunder, a person can act as a proxy on behalf of members not exceeding 50 (fifty) in number and holding in the aggregate not more than 10 (ten) percent of the total share capital of the company carrying voting rights. Further, a member holding more than 10 (ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

4. The entitled Shareholders of the Company may attend and vote (either in person or by proxy or by authorized representative of a body corporate as per Section 113 of the Companies Act, 2013) at the NCLT Convened Meeting. The authorized representative of a body corporate which is a registered shareholder of the Company may attend and vote at the shareholders' meeting provided a certified copy of the resolution of the board of directors or other governing body of the body corporate authorizing such representative to attend and vote at the shareholders' meeting as required under Section 113 of the Companies Act, 2013, is deposited at the Registered Office of the Company not later than 48 (forty eight) hours before the meeting.

5. During the period beginning 24 (twenty four) hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, an Equity Shareholder would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than 3 (three) days of notice in writing is given to the Company.

6. Members/ proxies/ authorized representatives attending the Meeting are requested to bring any of their identity proof, i.e., a Pan Card/ Aadhaar Card/ Passport / Driving License/ Voter ID Card and produce duly filled signed attendance slip at the entrance of the Meeting venue.

7. Registered shareholders who hold shares in dematerialized form are requested to bring their Client ID and DP ID details for easy identification of their attendance at the Meeting.

8. The quorum of the Meeting of the Equity Shareholders of the Company shall be 15 Equity Shareholders present either in person or by proxy or by authorized representative in terms of the order passed by the NCLT on 10.06.2024.

9. Members are informed that in case of joint holders attending the Meeting, only such joint holder whose name stands first in the Register of Members of the Company /list of beneficial owners as received from National Securities Depository Limited ("NSDL")/ Central Depository Services (India) Limited ("CDSL") in respect of such joint holding will be entitled to vote and in his/her absence by the next named member of the Company.

10. The Notice, together with the documents accompanying the same, is being sent to all the members, whose names appeared in the Register of Members/Beneficial Owners in records of depositories as on 31.05.2024. The Notice will be displayed on the website of the Applicant Company www.dalmiacement.com.

11. Voting rights shall be reckoned on the paid-up value of shares registered in the name of Equity Shareholders on the Register of members /beneficial owners in record of depositories as at the close of business hours on the cut-off date.

12. The Notice convening the aforesaid Meeting will be published through advertisement in Assam Tribune in English language and translation thereof in Ajir Asom in Assamese language, having wide circulation in the district where the registered office of the Company is situated, in accordance with the Oder.

13. The queries, if any, related to the Scheme should be sent to the Company in the name of Company Secretary at the Registered Office of the Company or addressed at its e-mail address corp.sec@dalmiabharat.com; goria.rachna@dalmiacement.com in such a way that the Company receives the same at least 7 days before the meeting.

14. The resolution shall be deemed to be passed on the date of the Meeting on, i.e., on 06.08.2024 subject to receipt of the requisite number of votes in favour of the resolution.

15. The Company has engaged the services of NSDL for facilitating e-voting for the said meeting to be held on 06.08.2024. Equity Shareholders desiring to exercise their vote by using e-voting facility are

requested to follow the instructions provided separately in this Notice.

16. Pursuant to directions of the Tribunal and Rule 6(2) of the Rules framed under the Companies Act, 2013, the notice of the NCLT Convened Meeting is being sent by electronic mode to those Equity Shareholders whose e-mail addresses are registered with the depository(ies) or the Company's Registrar and Share Transfer Agent, unless the Equity Shareholders have requested for a physical copy of the same. For Equity Shareholders who have not registered their e-mail addresses, physical copies are being sent by the permitted mode as per the Order.

17. Shareholders are requested to register/update their e-mail addresses with the Depository Participant (in case of Shares are held in dematerialized form).

18. The NCLT has appointed Ms. Shristi Todi, Advocate as the Scrutinizer to scrutinize the voting at the NCLT Convened Meeting (and remote e-voting) in a fair and transparent manner.

19. The Scrutinizer will submit his/her report to the Chairperson of the NCLT Convened Meeting after the completion of scrutiny, and the result of the voting will be announced by the Chairperson and reported to the NCLT within 7 days after the conclusion of the NCLT Convened Meeting. The scrutinizer's decision on the validity of the vote (including e-votes) shall be final. The results, together with the scrutinizer's reports, will be displayed on the notice board at the registered office of the Company and on the website of the Company www@dalmiacement.com.

20. Any queries/grievances in relation to the voting by e-voting may be addressed to Mrs. Rachna Goria, Company Secretary of the Applicant Company at the Registered Office, or through email to corp.sec@dalmiabharat.com; goria.rachna@dalmiacement.com

21. Route map showing direction to reach at the venue of the meeting is given in the Notice.

THE INSTRUCTIONS FOR EQUITY SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

The Equity Shareholders, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date), i.e., Tuesday, July 30, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

The remote e-voting period commences on Saturday, August 03, 2024 (9:00 am) and ends on Monday, August 05, 2024 (5:00 pm). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on the resolution is cast by the shareholder, he/she shall not be allowed to change it subsequently. Further, the shareholders who have casted their vote electronically may participate in the NCLT Convened Meeting but shall not be allowed to vote again.

How do I vote electronically using NSDL e-Voting system?
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 for Individual shareholders holding securities in demat mode: 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.	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services 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 options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-voting period. 2. If the user is 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. 3. 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 held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	4. Existing users who have opted for CDSL Easi / Easiest facility, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or to visit CDSL website www.cdslindia.com and click on login icon and New System Myeasi and then use your existing my easi username & password. 5. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 6. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 7. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	8.	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period & voting during the meeting.

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

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

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.com or call at 022 - 4886 7000

B) Login Method for evoting and joining the 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?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. 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:
   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) 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.

   c) How to retrieve your 'initial password'?
      (i) 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'.
      (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) 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.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

How to cast your vote electronically on NSDL e-Voting system?

1. 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 is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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. 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.
2. 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 or send a request at evoting@nsdl.com

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:

1. Shareholders holding shares in physical mode are requested to register their email id by visiting the link http://mdpl.in/form/email-update of the Company's Registrar and Share Transfer Agent (RTA) -M/s. Maheshwari Datamatics Pvt. Ltd. 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 RTA or the Company Secretary. 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 corp.sec@dalmiabharat.com; goria.rachna@dalmiacement.com. 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 for Individual shareholders holding securities in demat mode.

2. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

3. 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.

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

GUWAHATI BENCH

COMPANY SCHEME APPLICATION NO. CA (CAA)/6/GB/2024

In the matter of the Companies Act, 2013;

And

In the matter of Sections 230 and 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016;

And

In the matter of the Scheme of Arrangement between Vinay Cement Limited and Dalmia Cement (North East) Limited; and their respective shareholders and creditors.

VINAY CEMENT LIMITED
CIN: U26942AS1986PLC002553
A Public Limited Company incorporated under the provisions of Companies Act, 1956, and having its registered office at Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam – 788931 ....**Applicant Company**

EXPLANATORY STATEMENT UNDER SECTIONS 230, 232 AND 102 OF THE COMPANIES ACT, 2013 READ WITH RULE 6 OF THE COMPANIES (COMPROMISES, ARRANGEMENTS AND AMALGAMATIONS) RULES, 2016 TO THE NOTICE OF THE MEETING OF EQUITY SHAREHOLDERS OF VINAY CEMENT LIMITED CONVENED PURSUANT TO ORDER OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, GUWAHATI BENCH ("NCLT" or "TRIBUNAL") DATED 10.06.2024 ("NCLT ORDER")

1. Pursuant to an order dated 10.06.2024 passed by the NCLT, in the Company Scheme Application No. CA(CAA)/6/GB/2024 referred to hereinabove, Meeting of the Equity Shareholders of Vinay Cement Limited is being convened on Tuesday, the 06th day of August, 2024 at 11.00 AM, for the purpose of considering, and if thought fit, approving, with or without modification(s), the Scheme of Arrangement between Vinay Cement Limited and Dalmia Cement (North East) Limited [formerly known as Calcom Cement India Limited] and their respective shareholders and creditors pursuant to Sections 230 to 232 of the Companies Act, 2013 and other relevant provisions of the Act and rules thereunder.

2. In terms of the said Order, the quorum for the said Tribunal Convened Meeting of Equity Shareholders shall be 15 Equity Shareholders, present in person or by proxy or by authorized representative. Further in terms of the said Order, Hon'ble NCLT, has appointed CA Sumit Kabra, as the Chairperson of the Equity

Shareholders Meeting of the Company including for any adjournment or adjournments thereof. Further, the Hon'ble Tribunal has appointed Shristi Todi, Advocate as the Scrutinizer for the meeting, including for any adjournment or adjournments thereof.

3. This statement is being furnished as required under Sections 230(3), 232(1) and (2) and 102 of the Act, read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

4. As stated earlier, Hon'ble NCLT by its said Order has, inter alia, directed that meeting of the Equity Shareholders of the Applicant Company be convened for the purpose of considering, and if thought fit, approving, with or without modification(s), the Scheme of Arrangement. Equity Shareholders would be entitled to vote at the said Meeting either in person or through proxy or through authorized representative.

5. In accordance with the provisions of Sections 230 - 232 of the Act read with the Rules, the Scheme shall be acted upon only if majority of persons representing three fourths in value of the Unsecured Creditors, or Equity Shareholders of the Applicant Company, voting either themselves or by proxy, agree to the Scheme.

6. The Scheme provides for demerger of undertaking comprising of cement and mining business operation of the Company into Dalmia Cement (North East) Limited in accordance with Section 2(19AA) of the Income Tax Act, 1961 with effect from 31st March, 2023 (**"Appointed Date"**).

7. **Details of the meeting of the members of the Resulting and Demerged Company :**

Particulars	Venue	Date	Time
Dalmia Cement (North East) Limited	3rd & 4th Floor, Anil Plaza-II, ABC, G.S. Road, Guwahati Kamrup, Assam – 781005	05.08.2024	11:00 am
Vinay Cement Limited	Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam – 788931	06.08.2024	11:00 am

8. BACKGROUND OF THE COMPANIES:

8.1. DALMIA CEMENT (NORTH EAST) LIMITED ("Dalmia North East" / "Resulting Company")

8.1.1. Corporate Details of Dalmia Cement (North East) Limited

Particulars	Details
Corporate Identification Number (CIN)	U26942AS2004PLC007538
Permanent Account Number (PAN)	AACCC5142J
Date of Incorporation	20th September, 2004

Particulars	Details
Type of Company	Public Company
Registered Office Address	3rd & 4th Floor, Anil Plaza-II, ABC, G.S. Road, Guwahati Kamrup, Assam - 781005.
Details of change of Name, Registered Office and Objects of the Company during the last five years	The name of the company was changed from **Calcom Cement India Limited** to **Dalmia Cement (North East) Limited** vide certificate of incorporation issued by MCA on 12th May, 2023 **The below mentioned object clause was added pursuant to the Special Resolution passed through Postal Ballot by the members on June 02, 2023 which was registered vide certificate of registration dated September 5, 2023** *"To carry on in India or elsewhere the business of developing, constructing, establishing, commissioning, setting up, operating and maintaining electric power generating stations based on conventional resources / non-conventional resources by using wind, solar, water, coal, naphtha, fuel oil, furnace oil, natural gas, hydrogen, biomass including bagasse or any other carbohydrate available above the earth, or from offshore or onshore site in India or outside India for transmission, distribution or marketing the power generated/ transmitted in India or outside India at such voltages as required by the customers and invest in research & development of power from conventional or non-conventional or renewable energy sources of generation and also to offer consultancy for power generation, power transmission, distribution and power marketing to any customer."*
E-mail Address	corp.sec@dalmiabharat.com
Relationship with the Parties to the Scheme	Vinay Cement Limited ("**VCL**") is a subsidiary of the Dalmia North East with the latter holding 97.21% equity share capital of VCL. VCL holds 0.97% non-voting equity share capital of the Dalmia North East.

Particulars	Details
Name of the stock exchange (s) where securities of the company are listed, if applicable	N.A.

8.1.2. Share Capital of Dalmia Cement (North East) Limited

The share capital of Dalmia North East as on 31st May, 2024 is as under:

Particulars	Amount (Rs.)
Authorized share capital	
2,43,00,00,000 equity shares of Rs. 10 each	24,30,00,00,000
7,00,00,000 preference shares of Rs. 10 each	70,00,00,000
Total	**25,00,00,00,000**
Issued, subscribed and paid-up share capital	
1,94,20,11,480 equity shares of Rs. 10 each fully paid up	19,42,01,14,800
Total	**19,42,01,14,800**

Subsequent to the above date, there has been no change in the authorized, issued, subscribed and paid up share capital of the Company.

8.1.3. Names of the promoters and directors along with their addresses

8.1.3.1. Details of promoters

Sl No.	Name	Address as per Benpos
1.	Dalmia Cement (Bharat) Limited	11th & 12th Floor, Barakhamba Road, Hansalaya Building, New Delhi 110001
2.	Haigreve Khaitan (Escrow Account - DCBL)	B-1104 Sterling Sea Face, Dr. A B Road, Near Poonam Chambers, Worli, Mumbai, Maharashtra 400018
3.	Vinay Cement Limited	Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam – 788931
4.	RCL Cements Limited	Dirang Arcade, 4th Floor, Part B Opp Khadi Board GND Road, GUWAHATI KAMRUP, Assam 781003

8.1.3.2. Details of directors

Sl. No.	Name of the Director	Address

1.	Dr. Anoop Kumar Mittal DIN 05177010	D-502, Pearl Gateway Towers, Sector 44, Gautam Budhha Nagar, Noida, Uttar Pradesh – 201301
2.	Mr. Deepak Ambadas Thombre DIN 02421599	Titanium Park, Building A, Flat No. 604, Park Street Wakad, Pune-411057, Maharashtra
3.	Mr. Ganesh Wamanrao Jirkuntwar DIN 07479080	23/F, Tower No. 4, Rosedale Township, Action Area 3, Near Uniworld City, Kolkata, New Town, North 24, Parganas West Bengal – 700156
4.	Mr. Manvendra Pratap Singh, IAS 07708018	B-701, Assam Forest Residential Complex, Guwahati-8 Assam
5.	Mr. Rajiv Kumar Choubey DIN 08211030	Flat No 21101, ATS Advantage, Ahinsa Khand-I, Indirapuram, Shipra Sun City, Ghaziabad Uttar Pradesh - 201014
6.	Ms. Purbali Bora DIN 07148351	Jannoni Hazarika, Shankar Path, Hatigaon Chariali, Kamrup Metro, Assam 781038

8.1.4. **Business and Objects of Dalmia Cement (North East) Limited**

8.1.4.1. Dalmia Cement (North East) Limited is engaged in the business of manufacturing and selling of cement and clinker.

8.1.4.2. The principal main objects, as stated in the Memorandum of Association, inter-alia are set out hereunder:

i. To produce, manufacture, treat, process, refine, distribute in bulk, export from and import into India, set up overseas ventures with or without foreign collaboration, purchase, sell and or otherwise deal with cement and cement grades of all kinds, ready-mix concrete, lime-stone, aggregates, clinker and/or by-products thereof, manufacture and prepare porcelain clay and its adjuncts or incidental products, bricks, tiles and other articles from such adjuncts and incidental products and to act as brokers, agents, stockists, distributors and suppliers of all kinds of cement (whether ordinary, white, coloured, portland, pozzalana, alumina, blast furnaces, silica or otherwise), cement products of any description, such as pipes, poles, slabs, asbestos, sheets, blocks, tiles, garden wares and articles, things, compounds and preparations connected with the aforesaid products and in connection there-with to take on lease or acquire, erect, construct, establish, work, operate and maintain cement factories, quarries, mines, workshops and other works and recharge and recycle waste products from other industries and convert them into value-added products through the route of cement.

ii. To manufacture, design, develop, export from and import into India, buy, sell and otherwise deal in and provide services in relation to all kinds of products and equipments to be used for civil construction, construction of thermal power plants, dams, bridges, roads, housing etc., purchase, take on lease or otherwise acquire the undertaking, business and property or any part thereof of any Company or companies carrying on any business as manufacturers of cement in India or elsewhere or any other business which the Company is entitled to carry on.

iii. To produce, manufacture, process, treat, purchase, sell or otherwise deal with either as Principals or Agents either solely or in partnership with others, cement, alumina cement, concrete, asbestos, gypsum, coal, jute, hessian, cloth, gunny bags, lime plasters, whiting clay, bauxite, soap stone, paints, fixing materials, gravel, sand bricks, tiles, pipes, pottery, earthenware, artificial stone and manufacturers of lime, plaster of paris and other building materials of all kinds, chemicals of all kinds including acids, alkalis, and salts, manures, fertilizers, dyes, caustic soda, soda-ash sulphur magnesite, dry ice catechu, celotex, asbestos, building boards to be used in ceiling, floor or walls, made from any fibrous materials such as bagasse, bamboo wood, paper, jute, hemp, fireclay and firebricks, flooring tiles, roofing materials etc. builders and dyers requisites and conveniences of all kinds.

iv. To establish pollution control systems for environment protection, resource and energy conservation, improvement of process technology and rural development, reclamation and rehabilitation of waste products and using the so-called pollutants and converting them into blended cement. (Green Cement).

v. To carry on in India or elsewhere the business of developing, constructing, establishing, commissioning, setting up, operating and maintaining electric power generating stations based on conventional resources / non-conventional resources by using wind, solar, water, coal, naphtha, fuel oil, furnace oil, natural gas, hydrogen, biomass including bagasse or any other carbohydrate available above the earth, or from offshore or onshore site in India or outside India for transmission, distribution or marketing the power generated/transmitted in India or outside India at such voltages as required by the customers and invest in research & development of power from conventional or non-conventional or renewable energy sources of generation and also to offer consultancy for power generation, power transmission, distribution and power marketing to any customer.

8.2. VINAY CEMENT LIMITED ("VCL" / "Demerged Company")

8.2.1. Corporate Details of VCL

Particulars	Details
Corporate Identification Number (CIN)	U26942AS1986PLC002553
Permanent Account Number (PAN)	AABCV1410F
Date of Incorporation	09th July, 1986
Type of Company	Public Company
Registered Office Address	Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam - 788931.
Details of change of Name, Registered Office and Objects of the Company during the last five years	No change
E- mail Address	corp.sec@dalmiabharat.com

Particulars	Details
Relationship with the Parties to the Scheme	VCL is a subsidiary of the Dalmia Cement (North East) Limited ("**Dalmia North East**") with the latter holding 97.21% equity share capital of VCL. VCL holds 0.97% equity share capital of the Dalmia North East.
Name of the stock exchange (s) where securities of the company are listed, if applicable	N.A.

8.2.2. Share Capital of VCL

The share capital of VCL as on 31st May, 2024 is as under:

Particulars	Amount (Rs.)
Authorized share capital	
3,00,00,000 equity shares of Rs. 10 each	30,00,00,000
Total	**30,00,00,000**
Issued, subscribed and paid-up share capital	
1,88,99,870 equity shares of Rs. 10 each fully paid up	18,89,98,700
Total	**18,89,98,700**

Subsequent to the above date, there has been no change in the authorised, issued, subscribed and paid up share capital of VCL.

8.2.3. Names of the promoters and directors along with their addresses

8.2.3.1. Details of promoters

Sl No.	Name	Address
1.	Dalmia Cement (North East) Limited (*formerly known as Calcom Cement India Limited*)	3rd and 4th Floor, Anil Plaza II, ABC G S Road, Guwahati, Guwahati-781005

8.2.3.2. Details of directors

Sl. No.	Name of the Director	Address
1.	Dr. Anoop Kumar Mittal DIN 05177010	D-502, Pearl Gateway Towers, Sector 44, Gautam Budhha Nagar, Noida, Uttar Pradesh – 201301
2.	Mr. Deepak Ambadas Thombre DIN 02421599	Titanium Park, Building A, Flat No. 604, Park Street Wakad, Pune-411057, Maharashtra

3.	Mr. Ganesh Wamanrao Jirkuntwar DIN 07479080	23/F, Tower No. 4, Rosedale Township, Action Area 3, Near Uniworld City, Kolkata, New Town, North 24, Parganas West Bengal – 700156
5.	Mr. Rajiv Kumar Choubey DIN 08211030	Flat No 21101, ATS Advantage, Ahinsa Khand-I, Indirapuram, Shipra Sun City, Ghaziabad Uttar Pradesh - 201014

8.2.4. Business and Objects of VCL

8.2.4.1. Vinay Cement Limited business includes, inter alia, manufacturing and selling of crushed limestone; extract, process, treat, alter or otherwise deal with minerals of all kinds; carry on business of prospecting of mineral deposits and obtaining certificates of approval, prospecting licences and mining leases; and design, develop, produce, and otherwise deal in, and provide services in relation to, all kinds of cement and other kinds of mineral products.

8.2.4.2. The principal main objects, as stated in the Memorandum of Association, inter-alia are set out hereunder:

i. to extract or obtain in any other manner and to process, treat, alter, export from and import into India or otherwise deal with minerals and mineral oils of all kinds;

ii. to carry on business of prospecting of mineral deposits and obtaining certificates of approval, prospecting licences and mining leases;

iii. to carry on the business of designing, developing, producing, treating, importing into and exporting from India, buying, selling and otherwise dealing in and providing services in relation to, all kinds of cement, bricks, stones, tiles, lime, plasters, gravel, sand and other builders requisites;

iv. to design, develop, produce, export from and import into India, buy, sell and otherwise deal in, and provide services in relation to, all kinds of cement and other kinds of mineral products;

v. to design, develop, produce, export from and import into India, buy, sell and otherwise deal in, and provide services in relation to, machinery equipment or parts thereof required for all or any of the purposes mentioned in sub-clauses 2 to 4 of clause IIIA, hereof; and

vi. to carry on consultancy and implementation services in technical, management and other areas for mineral industries.

9. The fact and details of any relationship subsisting between such companies which are parties to such scheme of compromise or arrangement, including holding, subsidiary or of associate companies.

VCL is a subsidiary of the Dalmia North East with the latter holding 97.21% equity share capital of VCL. VCL holds 0.97% equity share capital of the Dalmia North East.

10. **The date of the board meeting at which the scheme was approved by the board of directors including the name of the directors who voted in favour of the resolution, who voted against the resolution and who did not vote/ participate on such resolution.**

Sl No.	Details	Dalmia Cement (North East) Limited	Vinay Cement Limited
1.	Date of Board Meeting	19th March, 2024	19th March, 2024
2.	Name of the directors who voted in favor of the Resolution	Mr. Anoop Kumar Mittal, Mr. Deepak Ambadas Thombre, Mr. Ganesh Wamanrao Jirkuntwar, Ms. Purbali Bora Mr. Rajiv Kumar Chaubey	Mr. Anoop Kumar Mittal, Mr. Deepak Ambadas Thombre, Mr. Dharmender Tuteja Mr. Ganesh Wamanrao Jirkuntwar, Mr. Rajiv Kumar Chaubey
3.	Name of the directors who voted against the Resolution	None	None
4.	Name of the directors who did not vote or participate on such resolution	Mr. Manvendra Pratap Singh did not vote as he could not attend the meeting and was granted leave of absence.	None

11. **Explanatory statement disclosing details of the Scheme of Arrangement:**

Sl No.	Particulars	Details
1.	Parties involved in the scheme of amalgamation	The proposed Scheme of Arrangement (“**Scheme**”) involves demerger of undertaking comprising of cement and mining business operation of Vinay Cement Limited (“**Demerged Company**” or “**VCL**”) into Dalmia Cement (North East) Limited (“**Resulting Company**” or “**Dalmia North East**”).
2.	Appointed Date	31st March, 2023
3.	Effective Date	As per sub-clause 1.1 of clause 1 of Part I of the Scheme of Arrangement, “Effective Date” shall mean the last of the dates on which all the conditions and matters as referred to in Clause 20 of the Scheme occur or have been fulfilled or obtained or waived, as applicable, in accordance with this Scheme. References in this Scheme to date of ‘this Scheme becoming effective’ or ‘this Scheme coming into effect’ shall mean the Effective Date.
4.	Summary of valuation report (if applicable) including basis of valuation and fairness opinion of the registered	I. Demerger of undertaking comprising of cement and mining business operation from VCL into Dalmia North East & Issue of 11% Non-Cumulative Redeemable Preference Share – Summary of Valuation Report

Sl No.	Particulars	Details
	valuer, if any, and the declaration that the valuation report is available for inspection at the registered office of the company;	obtained from Mr. Pradhan Priya Dass (IBBI Registration No. IBBI/RV/06/2022/14558) dated 19th March, 2024 is as under : 1. The fair value of the Demerged Undertaking (comprising of cement and mining business operations) of VCL to be demerged into Dalmia North East is determined as ₹ 2,220 Lacs. 2. Net Assets Value method under cost approach and Discounted Cash-flow Method under Income Approach has been used for valuation of the Demerged Undertaking 3. The fair value per 11% Non-Cumulative Redeemable Preference Share to be issued by Dalmia North East as consideration to the Equity Shareholders of VCL pursuant to the demerger is ₹ 10. 4. Discounted Cash-flow Method under Income Approach has been used as a basis for valuation of the Non-Cumulative Redeemable Preference Share II. Summary of Share Exchange Ratio Report obtained from Mr. Pradhan Priya Dass (IBBI Registration No. IBBI/RV/06/2022/14558) dated 19th March, 2024 : 1. 1.174 fully paid up 11% Non- Cumulative Redeemable Preference Shares of face value of ₹10 each of Dalmia North East for every 1 fully paid up equity share of face value of ₹10 each held in VCL. 2. The Share Exchange Ratio has been determined basis the fair value of the Demerged Undertaking of VCL on a going concern basis and 11% Non-Cumulative Redeemable Preference Share of Dalmia North East arrived at vide the aforementioned Demerged Undertaking and 11% Non-Cumulative Redeemable Preference Share Valuation Report dated 19th March, 2024.

Sl No.	Particulars	Details
		The above reports are available for inspection at the registered office of the Company.
5.	Details of capital or debt restructuring, if any	There are no reduction in share capital & capital debt restructuring proposed through the scheme
6.	Rationale for the scheme of arrangement	The objective of the Scheme is to transfer the Demerged Undertaking of VCL which is related to the core business of manufacturing and selling of cement and clinker of its holding company, Dalmia North East. The Scheme is proposed with a view, inter alia, to achieve the following benefits: a) The Scheme will result in pooling of existing resources of VCL having expertise in the cement and mining related operations with Dalmia North East leading to a centralized and more efficient management of funds, greater economies of scale and a bigger and stronger resource base for future growth of the group's cement business. b) The Scheme will drive synergies resulting in benefits of cost optimization and cost reduction by bringing similar lines of business under same roof and facilitating focused growth thereof. The Scheme will aid Dalmia North East in sharpening its competitiveness through cost saving. c) The Scheme will enable Dalmia North East to reduce cost of production through backward integration of supply chains i.e. use of limestone mines leased to VCL. d) The Scheme will result in rationalization of operations with greater degree of operational efficiency and optimum utilization of various resources. e) The Scheme will facilitate group's vision of consolidating cement business operations. f) The Demerger will enable both VCL and Dalmia North East to achieve and fulfil their objectives more efficiently and offer opportunities to the management

Sl No.	Particulars	Details
		of both the Companies to pursue growth and expansion opportunity. g) This Scheme, as envisaged, is in the best interests of the shareholders, employees, creditors and other stakeholders of the Companies by pursuing a focused business approach under Dalmia North East, thereby resulting in overall maximization of value creation of all the stakeholders involved.
7.	Conditionality of the Scheme	This Scheme shall become effective only if the following conditions are either all satisfied or (to the extent permissible under Applicable Laws) any of conditions waived by the Board of Directors of the Companies: a) The Scheme being approved by the requisite majority (in number and value) of the various classes of shareholders and/or creditors, as may be applicable, as required under the 2013 Act, of Demerged Company and Resulting Company or receipt of order of the Hon'ble NCLT providing dispensation from convening meeting of shareholders and/or creditors and/or other classes of persons, as the case may be. b) The sanction of the Scheme by the Hon'ble NCLT under Sections 230 to 232 and other applicable provisions of the 2013 Act c) Approval of any Governmental Authority, as may be required, for transfer of mining lease and/or any other lease(s), if any, and./or prospective lease(s) to Resulting Company and all other approvals as required in the lease agreements entered into by the Demerged Company.

Sl No.	Particulars	Details
		d) Certified copies of the order(s) of the Hon'ble NCLT sanctioning the Scheme being filed with the Registrar of Companies by the Companies.
8.	Accounting Treatment	**<u>In the books of the Demerged Company:</u>** Upon the scheme coming into effect, the Demerged Company shall account for the Demerger in its books of accounts as per the applicable Indian accounting standards specified under Section 133 of the Companies Act, 2013 ('2013 Act') read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other generally accepted accounting principles in India, as under: a. The Demerged Company, shall reduce the carrying value of assets and liabilities pertaining to the Demerged Undertaking, as identified by the Board of the Demerged Company, transferred to the Resulting Company, at their respective book values as appearing in the financial statements of the Demerged Company. b. The Net Assets (carrying value of assets as reduced by carrying value of liabilities) pertaining to the Demerged Undertaking as per a) above, will be adjusted against the Retained Earnings (Other equity) in the books of the Demerged Company. **<u>In the books of Resulting Company:</u>** Upon the effectiveness of this scheme, the Resulting Company shall account for the Demerged Undertaking in its books of accounts in accordance with accounting

Sl No.	Particulars	Details
		prescribed under "pooling of interest" method as laid down in Appendix C of the Indian Accounting Standard 103 (Ind AS 103) (Business Combination of entities under common control) notified under section 133 of the Act, the Companies (Indian Accounting Standard) Rules, 2015, as under: a. The Resulting Company shall record the assets and Liabilities of the Demerged Undertaking vested in it pursuant to this Scheme, at their book values as appearing in the Demerged Company financial statements which is similar in the consolidated financial statements of the Resulting Company. b. To the extent that there are inter-company loans, advances, deposits, or other obligations as between Demerged Undertaking and Resulting Company, the obligation in respect thereof will come to an end and corresponding effect shall be given in the books of account and records of Resulting Company for the reduction of any assets or Liabilities as the case may be and there would be no accrual of interest or any other charges in respect of such inter-company loans, advances, deposits or balances. c. Resulting Company shall record issuance of Non-convertible Redeemable Preference shares at fair value to the shareholders of the Demerged Company except the shares held by the Resulting Company. The carrying amount of investment held by the Resulting Company in the Demerged Company shall be reduced by the value determined for the Demerged Undertaking which is determined basis the relative fair values of the Demerged Undertaking and Remaining Business in the Demerged Company. d. The surplus, if any arising after taking the effect of clauses (a), (b) and (c) shall be transferred to "Capital Reserve Account" in the financial statements of the Resulting Company and shall be presented separately from other reserves with disclosure of its nature and purpose in its notes. If the difference is a deficit, the

Sl No.	Particulars	Details
		same shall be adjusted from the capital / revenue reserves of the Resulting Company, in that order, and balance unadjusted if any, shall be disclosed separately as Amalgamation Adjustment Reserve under 'Other Equity'. e. The comparative financial information in respect of prior periods presented in the financial statements of the Resulting Company shall be restated for the accounting impact of arrangement as stated above, as if the arrangement had occurred from the beginning of such comparative period presented in the financial statements, irrespective of the date of business combination. f. In case of any differences in accounting policies between Demerged Company and Resulting Company, the accounting policies of the Resulting Company will prevail and the impact of the same will be quantified and appropriately adjusted against the retained earnings of the Resulting Company, so as to ensure that the financial statements of Resulting Company reflect the financial position on the basis of consistent accounting policies.
9.	Consideration & Share Exchange Ratio	**Consideration** Upon this Scheme becoming effective and upon vesting of the Demerged Undertaking of the Demerged Company into the Resulting Company in terms of this Scheme, the Resulting Company shall without any further act, application or deed, issue and allot Shares, credited as fully paid-up, to the extent indicated below, to the shareholders of the Demerged Company (except itself), holding fully paid-up equity shares in the Demerged Company and whose names appear in the register of members of the Demerged Company on the Record Date. **Share Exchange Ratio** 1.174 fully paid up Non-Convertible Redeemable Preference Shares of face value of INR 10 each of the

Sl No.	Particulars	Details
		Resulting Company shall be issued and allotted for every 1 (one) fully paid up equity shares of face value of INR 10 each held in the Demerged Company.
10.	Benefits of the compromise or arrangement perceived by the Board of Directors to the company, members, creditors and others (as applicable);	The proposed Scheme will be in the best interests of the shareholders, creditors and other stakeholders of the Transferor and Transferee Company, as it would result in the rationalization of operations, improve operational efficiencies and bring in economies of scale.
11.	Amount due to unsecured creditors	Unsecured Creditors as on February 29, 2024: Dalmia Cement (North East) Ltd.: ₹ 3,48,55,58,783 Vinay Cements Ltd.: ₹ 36,77,178

12. Effect of the Scheme on Stakeholders

The effect of the Scheme on various stakeholders is summarized below:

12.1. Key Managerial Personnel ("KMP"), promoter and non-promoter members

The effect of the Scheme on KMPs, promoter and non-promoter shareholders of Demerged Company and Resulting Company is given in the reports adopted by the Board of Directors of the Company and the Transferee Company on 19th March, 2024 pursuant to the provisions of Section 232(2)(c) of the Act which are attached to this Statement.

12.2. Directors

The Scheme will have no effect on the office of the existing Directors of both Demerged and Resulting Company, who hold nil shares in respective Companies.
Further, no change in the Board of Directors of both Demerged and Resulting Company is envisaged on account of the Scheme.

12.3. Employees

In terms of the Scheme, employees of the Demerged Company not forming part of the cement and mining business operation undertaking will continue to be employees of the Demerged Company, on the same terms and conditions on which they were engaged.

All in-scope employees forming part of the cement and mining business operation undertaking shall be transferred to the Resulting Company on the same terms and conditions on which they are engaged by the Demerged Company with effect from the Effective Date.

Thus, the Scheme will have no adverse effect on the employees of both Demerged and Resulting Company.

Upon the Scheme coming into effect, the employees of the Resulting Company shall continue on the same terms and conditions and the Scheme will have no adverse effect on them.

12.4. Creditors

The aggregate assets of Dalmia North East post Demerger of VCL would be sufficient to meet the aggregate liabilities of VCL in relation to Demerged Undertaking and Dalmia North East and the Scheme will not adversely affect the rights of any creditors of Dalmia North East and VCL in any manner and due provisions have been made for payment of all liabilities as and when the same fall due in the usual course of business**.**

12.5. Debenture holders and Debenture Trustee

Both Demerged and Resulting Company have not issued any debentures and does not have any debenture trustee.

12.6. Depositors and Deposit Trustee

Both Demerged and Resulting Company have not accepted any deposits within the meaning of the Act. Hence, no deposit trustees have been appointed.

13. Disclosure about effect of arrangement on material interests of Directors, Key Managerial Personnel (KMP) and Debenture trustee

13.1. None of the Directors, KMPs of the VCL have any interest in the Scheme. Save as aforesaid, none of the said Directors or the KMPs or their respective relatives has any material interest in the Scheme. Further, VCL has not issued any debentures and hence, does not have Debenture Trustee.

13.2. None of the Directors, KMPs of the Dalmia North East have any interest in the Scheme. Save as aforesaid, none of the said Directors or the KMPs or their respective relatives has any material interest in the Scheme. Further, Dalmia North East has not issued any debentures and hence, does not have Debenture Trustee.

14. Investigation or proceedings, if any, pending against the company under the Companies Act, 2013 and/or Companies Act, 1956:

14.1. There are no investigations or proceedings which are pending against both Demerged and Resulting Company under the Companies Act, 2013 and/or Companies Act, 1956. Dalmia North East and VCL are in receipt of notices calling for information under Section 217(2) against which necessary replies have been submitted.

15. Details of the availability of the following documents for obtaining extract from or for making/obtaining copies of or for inspection by the members and creditors, namely:

The following documents are open for inspection or for obtaining extract from or for making and obtaining copies of by the Members of the Applicant Company(ies) at the Registered Office of the Company(ies) during normal business hours (10.30 a.m. to 12.30 p.m.) on all working days (except Saturdays, Sundays and Public Holidays), up to 1 (one) day prior to the date of the Meeting of the Equity Shareholders of the Company and at the venue of the proposed meeting of Equity Shareholders from the time of commencement of the meeting upto the conclusion of the said meeting:

a) Latest audited financial statements of Dalmia North East and VCL for the period ended 31st March 2024;

b) Copy of the Scheme of Arrangement as approved by the Board of Directors of VCL & Dalmia North East held on 19th March, 2024;

c) Copy of the Company Scheme Application No. **C.A. (CAA) No. 06/GB/2024** of 2024;

d) Certified copy of the order passed by the National Company Law Tribunal, Guwahati Bench, in Company Scheme Application No. **C.A. (CAA) No. 06/GB/2024** of 2024, dated 10th June, 2024;

e) Certificate issued by statutory auditor of both Demerged and Resulting Company to the effect that the accounting treatment proposed in the Scheme of Arrangement is in conformity with the Accounting standards prescribed under section 133 of the Companies Act, 2013;

f) Certified true copy of the Valuation report dated 19th March, 2024 issued by M/s Pradhan Priya Das, Independent Chartered Accountants for the valuation of demerged undertaking of VCL and Non-convertible Redeemable Preference Shares and prescribing share exchange ratio for the Proposed Demerger;

g) Memorandum and Articles of Association of VCL & Dalmia North East;

h) Resolution passed by the Audit Committee recommending the Scheme and the Board of Directors approving the Scheme;

16. **Details of approvals, sanctions or no-objection(s), if any, from regulatory or any other government authorities required, received or pending for the purpose of scheme of compromise or arrangement**.

Notice along with copy of the proposed Scheme of Arrangement has been served upon the following authorities in terms of the NCLT Order:

a. Regional Director, North Eastern Region;
b. Registrar of Companies, Guwahati;
c. Official Liquidator;
d. Reserve Bank of India; and
e. Income Tax Department

17. **A statement to the effect that the persons to whom the notice is sent may vote in the meeting either in person or by proxies, or where applicable, by voting through electronic means.**

The persons to whom the Notice is sent may vote through remote e-voting or at the meeting in person or by proxy.

Sd/-

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CA Sumit Kabra
(Membership No. FCA 061713)
Chairman Appointed by NCLT

Date: June 18, 2024
Place: Guwahati

SCHEME OF ARRANGEMENT

(UNDER SECTIONS 230 TO 232 AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 AND RULES THEREUNDER)

BETWEEN

VINAY CEMENT LIMITED

AND

DALMIA CEMENT (NORTH EAST) LIMITED

AND

THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS

A. PREAMBLE

This Scheme of Arrangement is presented pursuant to the provisions of Sections 230 to 232 and other relevant provisions of the 2013 Act (*defined in Part I below*), as may be applicable, and in compliance with Section 2(19AA) of the Income Tax Act, 1961 amongst Vinay Cement Limited ("**VCL**") and Dalmia Cement (North East) Limited ("**Dalmia North East**") for Demerger *(defined in Part I below)* of Demerged Undertaking (*defined in Part I below*) from VCL to Dalmia North East.

B. BACKGROUND OF THE COMPANIES

1. **Dalmia Cement (North East) Limited ("Dalmia North East")**

   (a) Dalmia North East (CIN:U26942AS2004PLC007538) (PAN: AACCC5142) is an unlisted public company limited by shares incorporated on 20th September, 2004 under the provisions of the 1956 Act (*defined in Part I below*). The registered office of Dalmia North East is situated at 3rd & 4th Floor, Anil Plaza-II, ABC, G.S. Road, Kamrup, Guwahati, Assam-781005.

   (b) Dalmia North East is engaged in the business of manufacturing and selling of cement and clinker.

   (c) Dalmia North East is a subsidiary of Dalmia Cement (Bharat) Limited ("DCBL") wherein DCBL holds 92.83% of equity share capital.

2. **Vinay Cement Limited ("VCL")**

   (a) VCL (CIN: U26942AS1986PLC002553) (PAN: AABCV1410F) is an unlisted public company limited by shares incorporated on 9th July, 1986 under the provisions of the 1956 Act. The registered office of VCL is situated at Jamuna Nagar, Umrangshu Dist: North Cachar Hills, Assam 788931.

   (b) VCL business includes, inter alia, manufacturing and selling of crushed limestone; extract, process, treat, alter or otherwise deal with minerals of all kinds; carry on business of prospecting of mineral deposits and obtaining certificates of approval, prospecting licences and mining leases; and design, develop, produce, and otherwise deal in, and provide services in relation to, all kinds of cement and other kinds of mineral products.

   (c) VCL is a subsidiary of Dalmia North East wherein Dalmia North East holds 97.21% of equity share capital.

3. Dalmia North East and VCL are collectively referred to as the "**Companies**"

C. RATIONALE

1. The objective of the Scheme is to transfer the Demerged Undertaking of VCL which is related to the core business of manufacturing and selling of cement and clinker of its holding company,

Dalmia North East. The Scheme is proposed with a view, inter alia, to achieve the following benefits:

(a) The Scheme will result in pooling of existing resources of VCL having expertise in the cement and mining related operations with Dalmia North East leading to a centralized and more efficient management of funds, greater economies of scale and a bigger and stronger resource base for future growth of the group's cement business.

(b) The Scheme will drive synergies resulting in benefits of cost optimization and cost reduction by bringing similar lines of business under same roof and facilitating focused growth thereof. The Scheme will aid Dalmia North East in sharpening its competitiveness through cost saving.

(c) The Scheme will enable Dalmia North East to reduce cost of production through backward integration of supply chains i.e. use of limestone mines leased to VCL.

(d) The Scheme will result in rationalization of operations with greater degree of operational efficiency and optimum utilization of various resources.

(e) The Scheme will facilitate group's vision of consolidating cement business operations.

(f) The Demerger will enable both VCL and Dalmia North East to achieve and fulfil their objectives more efficiently and offer opportunities to the management of both the Companies (defined in Part I below) to pursue growth and expansion opportunity.

(g) This Scheme, as envisaged, is in the best interests of the shareholders, employees, creditors and other stakeholders of the Companies by pursuing a focused business approach under Dalmia North East, thereby resulting in overall maximization of value creation of all the stakeholders involved.

2. The respective Board of Directors (*defined in Part I below*) of Dalmia North East and VCL, at their respective meetings held on 19th March, 2024 have approved the Demerger (as defined in Part I Below) as provided in this Scheme hereinafter.

D. GENERAL

1. This Scheme is divided into the following parts:

(a) **Part I** provides for the definitions and interpretations;

(b) **Part II** gives the capital structure of VCL & Dalmia North East;

(c) **Part III** provides for transfer and vesting of Demerged Undertaking of VCL as a going concern, to Dalmia North East by way of Demerger, Accounting Treatment, Consideration and other matters incidental thereto;

(d) **Part IV** deals with other general terms and conditions as applicable to the Scheme.

PART I – DEFINITIONS AND INTERPRETATIONS

1. **DEFINITIONS AND INTERPRETATIONS**

1.1. In this Scheme, unless repugnant to the meaning or context thereof, the following terms and expressions shall have the meanings as given against them:

"1956 Act" means the Companies Act, 1956 and the rules and regulations made thereunder as may be applicable;

"2013 Act" means the Companies Act, 2013 and the rules and regulations made thereunder, and includes any alterations, modifications, amendments made thereto from time to time and/or any re-enactment thereof for the time being in force;

"Applicable Laws" shall mean any statute, notification, bye-laws, rules, regulations, guidelines, rule of common law, policy, code, directives, ordinance, orders, judgements, decisions or instructions having the force of law enacted or issued by any Appropriate Authority, including any statutory modification or re-enactment thereof for the time being in force in India;

"Appointed Date" means 31st March, 2023 or such other date as the Hon'ble NCLT *(as defined below)* may decide/ approve, being the date with effect from which the Scheme shall become operative and / or be deemed to have become operative as stated herein;

"Appropriate Authority" means and includes any applicable governmental body (central, state or local Government), legislative body, statutory body, departmental or public body, regulatory or administrative authority Registrar of Companies, Regional Director, agency or commission or any court, tribunal, board, bureau, instrumentality, judicial or arbitral body, Reserve Bank of India, or any other organization to the extent that the rules, regulations and standards, requirements, procedures or orders of such authority, body or other organization have the force of law, including the Central Government, Registrar of Companies *(as defined below)*, Hon'ble NCLT, Income Tax authorities and other applicable authorities;

"**Board of Directors**" or "**Board**" in relation to the Companies, as the case may be, means the board of directors of such company, and shall include any committee or sub-committee thereof constituted or appointed and authorised for the purposes of matters pertaining to the Scheme and/or any other matter relating thereto;

"**CIN**" means Corporate Identity Number issued by the Registrar of Companies;

"Companies" shall collectively mean VCL and Dalmia North East;

"Dalmia North East" or "**Resulting Company**" means Dalmia Cement (North East) Limited, an unlisted public company limited by shares, having CIN: U26942AS2004PLC007538 and having its registered office at 3rd & 4th Floor, Anil Plaza-II, ABC, G.S. Road, Guwahati, Kamrup, Assam 781005.

"**Demerged Undertaking**" means the cement and mining business operation of Demerged Company *(as defined below)* including all related properties, assets, debts, liabilities, duties, obligations, rights, benefits, incentives (including application therefor), exemptions, subsidies, concessions, mining lease, refunds and powers, on a going concern basis, representing an undertaking in compliance with Section 2(19AA) of the Income Tax Act, as on the Appointed Date, which shall be transferred to and vested in the Resulting Company *(as defined below)* upon Demerger from the Demerged Company in terms of Part III of this Scheme. Without prejudice and limitation to the generality of the above, the Demerged Undertaking means and includes:

(i) all assets and movable properties wherever situated whether tangible or intangible, absolute, accrued, fixed or otherwise including property, goodwill and intangible assets, whether or not recorded in the books of Demerged Company (excluding assets pertaining to Remaining Business *(as defined below)*), plant and machinery, vehicles, offices, work-in-progress, furniture, fixtures, office equipment, appliances, computers (software as well as hardware), accessories, in each case in connection with operating of or relatable to the cement and mining business including but not limited to all permissions, rights (including rights under any contracts, memoranda of understanding, etc.), entitlements, copyrights, patents, trademarks, trade names, domain names and other industrial designs, trade secrets, or intellectual property rights of any nature, and all inventories, stock-in-trade or stock-in-transit and merchandising including raw materials, supplies, finished goods, wrapping supply and packaging items, all statutory licenses, quotas, registrations and /or permissions to carry on the operations of the cement and mining business, and all deposits, advances and/ or moneys paid or received to/ by the cement and mining business, earnest moneys and/or security deposits, cash and bank balances, advances, receivables, loans, securities, investments, post-dated cheques, ECS mandates, direct debit mandates, collection / escrow mechanism or other such payment mechanism, any other financial assets, benefit of any bank guarantees, performance guarantees and letter of credit, leases (including lease rights), rights and obligations under any agreement, customer contracts, hire purchase contracts and assets, lending contracts, receivables and Liabilities related thereto, benefit of any security arrangements or under any guarantees, incentives(if any) in each case in relation to and for the benefit of the cement and mining business, deferred tax benefits, privileges, exemptions, and approvals of whatsoever nature (including but not limited to benefits of tax relief included under the Income Tax Act such as all tax holidays and exemptions, benefits under the value added tax, incentives, exemptions, subsidies, concessions, refunds, benefits of any unutilised CENVAT / service tax credits / GST Input Credit, etc.), all other claims, rights and benefits, power and facilities of every kind, nature and description whatsoever, rights to use and avail of telephones, telexes, facsimile connections, email connection, other communication facilities, connections and installations, utilities, electricity and other services, provisions, funds and all other interests in connection with or relating to the cement and mining business.

(ii) immovable property, both freehold and leasehold and any document of title, rights and easements in relation thereto, if any, together with all that pieces or parcels of freehold and leasehold lands and hereditaments and premises, situated, lying and being thereat together with all the buildings and structures standing thereon relating to the cement and mining business as more particularly set out in Schedule II;

(iii) all the rights and obligations under the contracts / agreements including but not limited to service provider contracts, preferred financing contracts, connector agreements, revenue sharing agreements, leave and license agreements, direct selling agent agreements, non-disclosure agreements, memorandum of understandings, expression of interest letters, vendor agreements, master service agreements, mandate agreements, agreements executed with legal and technical vendors / valuers, framework agreements, collaboration agreements, lease agreements, master license agreements, annual maintenance contracts, agreements, license usage agreements, digital marketing agreements, project marketing agreements, total cost of service agreements, software licensing agreements, introduction agreements, mutual confidential disclosure agreements, sourcing agreements, master lease agreements, escrow agreements, trust retention account agreements, operating lease agreements / contracts, agreement to provide the facility attendants, collection agency agreements, stock yard contracts, online auction agreements, relationship referral agreements, repossession agreements, all the rights and obligations with respect to credit enhancement obligations together with corresponding collateral and interest and surplus received or receivable to meet credit enhancement obligations and all the rights and obligations with respect to collection and payout obligations, in connection with or relatable to the cement and mining business;

(iv) all deposits and balances with government, semi-government, local and other authorities and bodies, customers and other persons, entitlements to tax and other credits, set offs, carry forward balances, all tax holidays and exemptions, in connection with or relatable to the cement and mining business.

(v) all legal (whether civil or criminal), taxation or other proceedings or investigations of whatsoever nature (including those before any Appropriate Authority) initiated by or against Demerged Company or proceedings or investigations to which Demerged Company is party to, that pertains to Demerged Undertaking, whether pending/ongoing as on the Appointed Date or which may be instituted any time in the future;

(vi) all permanent and / or temporary employees, workmen, staff, contract staff of Demerged Company engaged in directly or exclusively for the cement and mining business and those permanent and / or temporary employees that are determined by the Board of Directors of Demerged Company to be engaged in or relatable to the cement and mining business;

(vii) extension of insurance covers and / or benefits under the existing insurance policies providing insurance cover pertaining to the cement and mining business;

(viii) all necessary books, records, files, papers, product specification, engineering and process information, records of standard operating procedures, computer programmes along with their licenses, drawings, manuals, data, catalogues, quotations, sales and advertising materials, financing and serving related forms, lists of present and former customers and suppliers, customer credit information, customer pricing information, and other records whether in physical or electronic form in connection with or relating to the cement and mining business.

(ix) all Liabilities (including Liabilities, allocable as per this Scheme, if any), present and future, corporate guarantees issued and the contingent liabilities pertaining to or relatable to cement and mining business; Further, provided that amounts of general or multipurpose borrowings, if any, of the Demerged Company will be appointed on the basis of the proportion of the value of assets transferred in the Demerger to the total value of the assets of the Demerged Company as on Appointed Date.

Any question that may arise as to whether a particular asset or Liabilities pertain or do not pertain to the cement and mining business or whether it arises out of the activities or operations of the cement and mining business of the Demerged Company shall be decided by mutual agreement between the Board of Directors of the Demerged Company and Resulting Company.

"**Demerger**" means transfer and vesting of Demerged Undertaking from the Demerged Company to the Resulting Company, on a going concern basis, under this Scheme in compliance with Section 2(19AA) of the Income Tax Act, as provided in Part III of the Scheme;

"Effective Date" shall mean the last of the dates on which all the conditions and matters as referred to in Clause 20 of the Scheme occur or have been fulfilled or obtained or waived, as applicable, in accordance with this Scheme. References in this Scheme to date of 'this Scheme becoming effective' or 'this Scheme coming into effect' shall mean the Effective Date;

"Encumbrance" means any options, pledge, mortgage, lien, security, interest, claim, charge, pre-emptive right, easement, limitation, attachment, restraint or any other encumbrance of any kind or nature whatsoever, and the term "Encumbered" shall be construed accordingly;

"Hon'ble NCLT" means the Hon'ble Bench of the National Company Law Tribunal at Guwahati, Assam having jurisdiction over VCL and Dalmia North East and shall include, if applicable, such other forum or authority as may be vested with the powers of National Company Law Tribunal under the Act;

"Income Tax Act" means the Income Tax Act, 1961, including any amendments made therein or statutory modifications or re-enactments thereof for the time being in force and rules, regulations, circulars and notifications issued thereunder, each as amended from time to time and to the extent in force;

"**IND AS**" means the Indian Accounting Standards prescribed under Section 133 of the 2013 Act and as notified under the Companies (Indian Accounting Standard) Rules, 2015;

"Legal Proceedings" means proceedings of whatsoever nature, civil or criminal, including any notices, disputes, suits, actions, appeals, arbitrations, execution proceedings, revisions, writ petitions, suits and taxation proceedings, pending before any Court, statutory or quasi-judicial authority or tribunal ;

"Liabilities" means all present and future liabilities, whether or not provided in the books of accounts or disclosed in the balance sheet of VCL pertaining to Demerged Undertaking, including contingent liabilities, deferred tax liabilities, secured and unsecured debts, duties and obligations (including under any licenses or permits or schemes) of every kind, nature and description whatsoever and howsoever arising, raised or incurred or utilised for its business activities and operations along with any charge, Encumbrance, including any bank guarantees thereon;

"PAN" means Permanent Account Number issued by the Income Tax department;

"Record Date" means such date as may be fixed by the Board of Directors of the Resulting Company in consultation with the Board of Directors of Demerged Company for the purpose of determining the shareholders of the Demerged Company to whom Shares of the Resulting Company will be allotted pursuant to this Scheme;

"Registrar of Companies" or "RoC" means the Registrar of Companies at Guwahati, Assam;

"**Remaining Business**" means all the undertakings, businesses, activities and operations including assets and Liabilities of the Demerged Company other than the Demerged Undertaking;

"Scheme" or "the Scheme" or **"this Scheme"** means this Scheme of Arrangement pursuant to Sections 230 to 232 of the 2013 Act and other applicable provisions thereunder, in its present form, with such modifications and amendments as may be made from time to time as per Clause 16 (along with any annexures, schedules, etc., annexed/ attached hereto) submitted to the Hon'ble NCLT or any other Appropriate Authority with any modification(s) thereto as the Board or Hon'ble NCLT or any other Appropriate Authority may require, direct or approve.

"**Shares**" or "**Non-Convertible Redeemable Preference shares"** shall mean 11% Non-Convertible Redeemable Preference shares as per Terms annexed as Schedule I to the Scheme, to be allotted to the shareholders of the Demerged Company, as per Clause 10 of this Scheme.

"VCL" or "**Demerged Company**" means Vinay Cement Limited, an unlisted public company limited by shares, having CIN U26942AS1986PLC002553 and having its registered office at Jamuna Nagar, Umrangshu Dist, North Cachar Hills, Assam 788931.

1.2. All terms and words used but not defined in this Scheme shall, unless repugnant or contrary to the context or meaning thereof, have the same meaning ascribed to them under the 2013 Act, the Income Tax Act and other Applicable Laws, rules, directions, guidelines, regulations, bye-laws, as the case may be or any statutory modification or re-enactment(s) thereof for the time being in force.

1.3. In this Scheme, unless the context otherwise requires:

(a) words denoting singular shall include plural and vice versa;

(b) headings and bold typeface are only for convenience and shall be ignored for the purposes of interpretation;

(c) references to the word "include" or "including" shall be construed without limitation;

(d) a reference to an article, clause, section or paragraph is, unless indicated to the contrary, a reference to an article, clause, section or paragraph of this Scheme;

(e) unless otherwise defined, the reference to the word "days" shall mean calendar days;

(f) references to dates and times shall be construed to be references to Indian dates and times;

(g) reference to a document includes an amendment or supplement to, or replacement or novation of, that document;

(h) references to a person include any individual, firm, body corporate (whether incorporated or not), government, state or agency of a state or any joint venture, association, partnership, works council or employee representatives body (whether or not having separate legal personality);

(i) references to any of the terms taxes, duty, levy, cess in the Scheme shall be construed as reference to all of them whether jointly or severally;

(j) word(s) and expression(s) elsewhere defined in the Scheme will have the meaning(s) respectively ascribed to them;

(k) any reference to any statute or statutory provision shall include:

   i. all subordinate legislations made from time to time under that provision (whether or not amended, modified, re-enacted or consolidated from time to time) and any retrospective amendment; and

   ii. such provision as from time to time amended, modified, re-enacted or consolidated (whether before or after the filing of this Scheme) to the extent such amendment, modification, re-enactment or consolidation applies or is capable of applying to the matters contemplated under this Scheme and (to the extent liability there under may exist or can arise) shall include any past statutory provision (as amended, modified, re-enacted or consolidated from time to time) which the provision referred to has directly or indirectly replaced.

PART II – SHARE CAPITAL

2. SHARE CAPITAL

2.1. Dalmia Cement (North East) Limited

The capital structure of Dalmia North East as on 29th February, 2024 is as under:

A. Authorised Share Capital	**Amount (INR in Lakhs)**
2,43,00,00,000 Equity shares of Rs. 10/- each	2,43,000.00
7,00,00,000 Preference shares of Rs. 10/- each	7,000.00
Total	**2,50,000.00**
B. Issued, subscribed and paid-up Share Capital	**Amount (INR in Lakhs)**
1,94,20,11,480 Equity shares of Rs. 10/- each fully paid up	1,94,201.15
Total	1,94,201.15

2.2. Vinay Cement Limited

The capital structure of VCL as on 29th February, 2024 is as under:

A. Authorised Share Capital	**Amount (INR in Lakhs)**
3,00,00,000 Equity Shares of Rs. 10/- each	3,000.00
Total	**3,000.00**
B. Issued, subscribed and fully paid-up Share Capital	**Amount (INR in Lakhs)**
1,88,99,870 Equity Shares of Rs. 10/- each fully paid	1,889.99
Total	**1,889.99**

VCL is a subsidiary of Dalmia North East with the latter holding 97.21% equity share capital of VCL.

There has been no change in the authorised, issued, subscribed and paid up share capital of the Companies till 19th March, 2024, the date of the Scheme being approved by the respective Board of Directors of the Companies.

PART III – DEMERGER AND VESTING OF DEMERGED UNDERTAKING FROM DEMERGED COMPANY INTO RESULTING COMPANY

3. **TRANSFER AND VESTING OF THE DEMERGED UNDERTAKING**

3.1. Upon the Scheme becoming effective, pursuant to the order of the Hon'ble NCLT sanctioning the Scheme and pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the 2013 Act, with effect from the Appointed Date, the Demerged Undertaking together with all its business and operations including all its assets and Liabilities shall be transferred to and vested in and/or be deemed to have been transferred to and vested in Resulting Company, as a going concern on an "as-is-where-is" basis, by way of Demerger in compliance with Section 2(19AA) of the Income Tax Act without any further act, instrument or deed, so as to become, as and from the Appointed Date, the undertaking of the Resulting Company by virtue of and in the manner provided in this Scheme.

3.2. Without prejudice to the generality of the aforesaid, upon the Scheme coming into effect, under the provisions of Sections 230 to 232 and other applicable provisions of the 2013 Act and all other provisions of Applicable Laws, if any, with effect from the Appointed Date, the entire Demerged Undertaking together with all its business and operations including all its income, expenses, assets and Liabilities, shall be transferred by Demerged Company to Resulting Company by way of Demerger as a going concern "on as-is-where-is" basis and in the following manner:

(a) all the estate, assets (including intangible assets in the books), properties, rights, claims, title, interest and authorities including accretions and appurtenances, whether or not provided and/or recorded in the books of accounts, comprised in the Demerged Undertaking of whatsoever nature and where-so-ever situated shall, without any further act, instrument or deed, cost or charge and without any notice or other intimation to any third party for the transfer of the same, will be and shall stand transferred to and vested in Resulting Company and/or be deemed to be transferred to and vested in Resulting Company as a part of the transfer and vesting of the Demerged Undertaking as a going concern so as to become, as and from the Appointed Date, the estate, assets (including intangible assets), properties, rights, claims, title, interest and authorities including accretions and appurtenances of Resulting Company.

(b) such assets and properties of the Demerged Undertaking as are movable in nature or are incorporeal property or are otherwise capable of transfer by delivery or possession, or by endorsement and/or delivery shall, without any cost or charge and without any notice or other intimation to any third party for transfer of the same, will be and shall stand transferred to and vested in the Resulting Company and/or be deemed to stand transferred to and vested to the Resulting Company as a part of the transfer and vesting of the Demerged Undertaking as a going concern so as to become with effect from the Appointed Date, the assets and properties of Resulting Company. The vesting pursuant to this sub-clause shall be deemed to have occurred by physical or constructive delivery or by endorsement and delivery or by vesting and recorded pursuant to this Scheme, as appropriate to the property being vested and title to the property shall be deemed to have been transferred accordingly.

(c) all other movable properties of Demerged Undertaking, inventories, stock-in-trade or stock-in-transit and merchandising including raw materials, supplies, finished goods, wrapping supply and packaging items, sundry debtors, receivables, bills, credits, loans and advances and actionable claims, apart from those specified in Clause 3.2(b) if any, whether recoverable in cash or in kind or for value to be received, bank balances, deposits with any Appropriate Authority or with any company or other person shall without any further act, instrument or deed, cost or charge and without any notice or other intimation to any third party for the transfer of the same, be and shall stand transferred to and vested in Resulting Company and/or deemed to have been transferred to and vested in Resulting Company, by way of delivery of possession of the respective documents, as applicable, as a part of the transfer of the Demerged Undertaking as a going concern, so as to become with effect from the Appointed Date, the assets and properties of Resulting Company.

(d) Resulting Company may itself or require Demerged Company if it so deems appropriate, give notice in such form as it deems fit and proper, to each such debtor or obligor pertaining to the Demerged Undertaking, that pursuant to the sanction of this Scheme by the Appropriate Authority, such debt, loan, advance, claim, bank balance, deposit or other asset be paid or made good or held on account of the Resulting Company as the person entitled thereto, to the end and intent that the right of the Demerged Company pertaining to the Demerged Undertaking, to recover or realize all such debts stands transferred and assigned to the Resulting Company and that appropriate entries should be passed in the books of accounts of the relevant debtors or obligors to record such change.

(e) all cheques and other negotiable instruments, payment order, electronic fund transfers (like NEFT, RTGS, etc.) received or presented for encashment which are in the name of Demerged Company (in relation to Demerged Undertaking) after the Effective Date shall be accepted by the bankers of Resulting Company and credited to the account of Resulting Company, if presented by Resulting Company or received through electronic transfers. Similarly, the banker of Resulting Company shall honour all cheques/electronic fund transfer instructions issued by Demerged Company (in relation to Demerged Undertaking) for payment after the Effective Date. If required, the bankers of Demerged Company and Resulting Company shall allow maintaining and operating of the bank accounts (including banking transactions carried out electronically) in the name of Demerged Company by Resulting Company in relation to the Demerged Undertaking for such time as may be determined to be necessary by Resulting Company for presentation and deposition of cheques, pay order and electronic transfers that have been issued/made in the name of Demerged Company.

(f) all immovable properties pertaining to the Demerged Undertaking and rights and interests in such immovable properties of Demerged Company including any tenancies in relation to warehouses, office space, guest houses and residential premises including those provided to/occupied by the employees of Demerged Undertaking, if any and all documents of title, rights and easements in relation thereto and all plant and machineries constructed on or embedded or attached to any such immovable properties and all rights, covenants, continuing rights, title and interest in connection with the said immovable properties, shall upon this Scheme becoming effective, stand transferred to and be vested in and be deemed to have been transferred to and vested with effect from the Appointed Date in Resulting Company, without any further act or deed done/executed or being required to be done/executed by Demerged Company or Resulting Company or both. Resulting Company shall be entitled to exercise all rights and privileges attached to the aforesaid immovable properties and shall be liable to pay the ground rent and taxes and fulfil all obligations in relation to or applicable to such immovable properties. The mutation of the ownership or title, or interest in the immovable properties shall, upon the Scheme becoming effective, be made and duly recorded in the name of Resulting Company by the Appropriate Authority pursuant to the sanction of this Scheme by the Hon'ble NCLT in accordance with the terms hereof.

(g) all approvals, consents, sanctions, exemptions, registrations, guarantees, permissions, no-objection certificates, permits, quotas, rights, mining lease (including prospective mining lease) entitlements, incentives, licenses (including the licenses granted by any Appropriate Authority for the purpose of carrying on its business or in connection therewith), and certificates of every kind and description whatsoever in relation to the Demerged Undertaking, or to the benefit of which the Demerged Undertaking may be eligible/entitled, and which are subsisting or having effect immediately before the Scheme coming into effect, shall by endorsement, delivery or recordal or by operation of law pursuant to the vesting orders of the Hon'ble NCLT sanctioning the Scheme, and on the Scheme becoming effective, be deemed to be approvals, consents, sanctions, exemptions, registrations, guarantees, permissions, no-objection certificates, permits, quotas, rights, entitlements, incentives, licenses (including the licenses granted by any Appropriate Authority for the purpose of carrying on its business or in connection therewith), and certificates of every kind and description of whatsoever nature, of Resulting Company, and shall be in full force and effect in favour of Resulting Company and may be enforced as fully and effectually as if, instead of Demerged Company, Resulting Company had been a party or beneficiary or obligor thereto. Such of the other permits, licenses, consents, sanctions, approvals, authorizations, quotas, rights, entitlements, allotments, concessions, exemptions, rebates, liberties, advantages, no-objection certificates, certifications, easements, tenancies, privileges and similar rights, as are held at present by Demerged Company, but relate to or benefitting at present Remaining Business of the Demerged Company and the Demerged Undertaking, shall be deemed to constitute separate permits, licenses, consents, sanctions, approvals, authorizations, quotas, rights, entitlements, allotments, concessions, exemptions, rebates, liberties, advantages, no-objection certificates, certifications, easements, tenancies, privileges and similar rights, and any waiver of the foregoing, and the necessary substitution/endorsement shall be made and duly recorded in the name of Demerged Company and Resulting Company, respectively, by the relevant authorities pursuant to the sanction of this Scheme by the Hon'ble NCLT. It is hereby clarified that if the consent of any third party or Appropriate Authority is required to give effect to the provisions of this clause, the said third party or Appropriate Authority shall take on record the order(s) of the Hon'ble NCLT sanctioning the Scheme on its file and make and duly record the necessary substitution or endorsement in the name of Resulting Company as successor in interest, pursuant to the sanction of this Scheme by the Hon'ble NCLT, and upon the Scheme becoming effective in accordance with the terms hereof. For this purpose, Resulting Company shall file certified copies of order(s) of the Hon'ble NCLT sanctioning this Scheme and if required file appropriate applications, forms or documents with Appropriate Authority concerned for statistical, information and record purposes only, and there shall be no break in the validity and enforceability of approvals, consents, sanctions, exemptions, rebates, registrations, no-objection certificates, permits, quotas, rights, entitlements, licenses (including the licenses granted by any Appropriate Authority for the purpose of carrying on its business or in connection therewith), and certificates of every kind and description of whatsoever nature.

(h) all rent/lease agreements pertaining to the Demerged Undertaking with various landlords, owners and lessors in connection with the use of the assets pertaining to Demerged Undertaking, together with security deposits and advance/prepaid rent, etc., shall stand automatically transferred and vested in favour of Resulting Company on the same terms and conditions without any further act, instrument, deed, matter or thing being made, done or executed. Resulting Company shall continue to pay rent as provided for in such agreements, and Resulting Company and the concerned landlords, owners and lessors shall continue to comply with the terms, conditions and covenants there-under. Without limiting the generality of the foregoing, Resulting Company shall also be entitled to refund of security deposits paid under such agreements by Demerged Company pertaining to Demerged Undertaking.

(i) all subsidies, privileges, income tax benefits and exemptions, all tax holidays, rebates, indirect tax benefits and exemptions (including benefits, entitlements, incentives, exemptions, subsidies, refunds and concessions under incentive schemes and policies, customs, excise, service tax, VAT, sales tax, goods and services tax, as applicable and entry tax), in connection with or relating to the Demerged Undertaking and all rights and benefits that have accrued or which may accrue pertaining to the Demerged Undertaking, whether on, before or after the Appointed Date, if any, shall, without any further act, instrument or deed, cost or charge and without any notice or other intimation to any third party for the transfer of the same be and stand transferred to and vested in and/or be deemed to be transferred to and vested in Resulting Company as a part of the transfer of the Demerged Undertaking as a going concern, so as to become, as and from the Appointed Date, the subsidies, privileges, income tax benefits and exemptions, tax holidays, rebates, indirect tax benefits and exemptions (including benefits, entitlements, incentives, exemptions, subsidies, refunds and concessions under incentive schemes and policies, customs, excise, service tax, VAT, sales tax, goods and services tax, as applicable and entry tax), other rights, benefits and Liabilities related thereto, of Resulting Company and shall remain valid, effective and enforceable on the same terms and conditions. It is further clarified that they shall be deemed to have originally been given by, issued to or executed in favour of Resulting Company, and Resulting Company shall be bound by the terms thereof and the obligations and duties thereunder, and the rights and benefits under the same shall be available to Resulting Company.

(j) all contracts, deeds, bonds, agreements, insurance policies, schemes, arrangements and other instruments for the purpose of carrying on the business pertaining to the Demerged

Undertaking and in relation thereto, and those relating to tenancies, privileges, powers, facilities of every kind and description of whatsoever nature in relation to the Demerged Undertaking and which are subsisting or having effect immediately before the Effective Date, shall be in full force and effect on, against or in favour of Resulting Company and may be enforced as fully and effectually as if Resulting Company had been a party or beneficiary or obligor thereto. In relation to the same, any procedural requirements required to be fulfilled solely by Demerged Company (and not by any of its successors), shall be fulfilled by Resulting Company as if it is the duly constituted attorney of Demerged Company. It is hereby clarified that if any contract, deeds, bonds, agreements, insurance policies, schemes, arrangements or other instruments of whatsoever nature in relation to the Demerged Undertaking to which Demerged Company is a party to, cannot be transferred to Resulting Company for any reason whatsoever, Demerged Company shall hold such contract, deeds, bonds, agreements, insurance policies, schemes, arrangements or other instruments of whatsoever nature in trust for the benefit of Resulting Company in so far as it is permissible so to do till such time as the transfer is effected; and if any contract, deeds, bonds, agreements, insurance policies, schemes, arrangements or other instruments of whatsoever nature relate to the Demerged Undertaking of Demerged Company as well as Demerged Company (in relation to Remaining Business), Demerged Company and Resulting Company shall both be entitled to all rights and benefits and be liable for all obligations under the said arrangements, each to the extent of its respective undertaking only.

(k) any inter-se contracts in relation to the Demerged Undertaking and Resulting Company shall stand cancelled and cease to operate upon this Scheme becoming effective.

(l) all guarantees provided by any bank in relation to the Demerged Undertaking, outstanding as on the Effective Date, shall vest in Resulting Company and shall ensure to the benefit of Resulting Company and all guarantees issued by the bankers in relation to the Demerged Undertaking favouring any third party shall be deemed to have been issued at the request of Resulting Company and continue in favour of such third party till its maturity or earlier termination.

(m) without prejudice to the generality of the foregoing, bank guarantees, performance guarantees and letters of credit, hire purchase agreements, lending agreements and such other agreements, deeds, documents and arrangements pertaining to the business of the Demerged Undertaking and which are subsisting or having effect immediately before the Effective Date, including all rights and benefits (including benefits of any deposit, advances, receivables or claims) arising or accruing therefrom, shall, with effect from Appointed Date and upon the Scheme becoming effective, by operation of law pursuant to the vesting orders of the Hon'ble NCLT, be deemed to be bank guarantees, performance guarantees and letters of credit, hire purchase agreements, lending agreements and such other agreements, deeds, documents and arrangements of Resulting Company. Such property and rights shall stand vested in Resulting Company and shall be deemed to have become the property of Resulting Company by operation of law, whether the same is implemented by endorsement or delivery and possession or recordal in any other manner.

(n) all the intellectual property rights of any nature whatsoever, including but not limited to intangible assets, including registrations, licenses, trademarks, logos, service marks, copyrights, industrial designs, patents, domain names, brand names, trade names and applications relating thereto, goodwill, know-how and trade secrets appertaining to the Demerged Undertaking, shall without any further act, instrument or deed, and without any notice or other intimation to any third party for the transfer of the same, be and stand transferred to and vested in Resulting Company as a part of the transfer of the Demerged Undertaking as a going concern, so as to become as and from the Appointed Date, the intellectual property of Resulting Company.

(o) all taxes (including but not limited to banking cash transaction tax, securities transaction tax, input credit, CENVAT, entry tax, taxes withheld/paid in a foreign country, value added tax, sales tax, service tax or goods and services tax, as applicable, excise duty, cess, wealth tax, fringe benefit tax, etc.) payable by or refundable to or being the entitlement of the Demerged Undertaking, including all or any refunds or claims shall be treated as the tax liability or refunds/credits/claims, as the case may be, of Resulting Company, and any tax incentives, advantages, privileges, exemptions, rebates, credits, tax holidays, remissions, reductions and/or any other benefit, as would have been available to the Demerged Undertaking, shall pursuant to the Scheme becoming effective, be available to Resulting Company. Benefit of all accumulated tax losses including brought forward business loss, unabsorbed depreciation, etc., pertaining to the Demerged Undertaking as on & up to the Appointed Date, shall be available to Resulting Company in terms of Section 72A of Income Tax Act. It is expressly clarified that all the accumulated losses and unabsorbed depreciation as are transferred, shall be eligible to be carried forward and set off in the hands of the Resulting Company.

(p) Resulting Company shall be entitled to claim refunds or credits, including input tax credits, with respect to taxes paid by, for, or on behalf of, the Demerged Undertaking under Applicable Laws, including but not limited to sales tax, goods and services tax, as applicable, value added tax, service tax, excise duty, cess or any other tax, whether or not arising due to any inter se transaction, even if the prescribed time limits for claiming such refunds or credits have lapsed. For the avoidance of doubt, input tax credits already availed of or utilized by the Demerged Undertaking and Resulting Company in respect of inter se transactions, if any shall not be adversely impacted by the cancellation of inter se transactions pursuant to this Scheme.

(q) all statutory rights and obligations pertaining to Demerged Undertaking would vest in/accrue to Resulting Company. Hence, obligation pertaining to Demerged Undertaking, prior to the Effective Date, to issue or receive any statutory declaration or in any other forms by whatever name called, under the State VAT Acts or the Central Sales Tax Act or the Central Goods & Services Tax Act or the State Goods & Services Tax Acts or any other Act for the time being in force, would be deemed to have been fulfilled if they are issued or received by Demerged Company and if any form relatable to the period prior to the said Effective Date is received in the name of Demerged Company, it would be deemed to have been received by Resulting Company in fulfilment of their obligations.

(r) benefits of any and all corporate approvals as may have already been taken pertaining to the Demerged Undertaking, whether being in the nature of compliances or otherwise, without any further act, instrument or deed, cost or charge and without any notice or other intimation to any third party for the transfer of the same, be and stand transferred and vested in Resulting Company as a part of the transfer of the Demerged Undertaking as a going concern, and the said corporate approvals and compliances shall be deemed to have originally been taken / complied with by Resulting Company.

(s) all necessary records, files, papers, technical and process information, all product and service pricing, costing, commercial and business related information, computer program, drawings and designs, procedure and other manuals, training materials, prospect lists, data, catalogues, quotations, sales and advertising materials, financing and serving related forms, lists and all details of present and former customers and suppliers, customer credit information, customer pricing information and other records whether in physical or electronic form in connection with or relating to the Demerged Undertaking shall be transferred to the Resulting Company;

3.3. Without prejudice to the generality of Clause 3.1 above:

(a) Upon the coming into effect of this Scheme and with effect from the Appointed Date, all debts and Liabilities of the Demerged Company, whether or not provided in the books of the Demerged Company, pertaining to Demerged Undertaking shall, pursuant to the applicable provisions of the 2013 Act and the provisions of this Scheme and, without any further act or deed, become the debts and Liabilities of the Resulting Company, and the Resulting Company shall, and undertakes to meet, discharge and satisfy the same in terms of their respective terms and conditions, if any. The amount of general or multipurpose borrowings, if any, of the Demerged Company will be apportioned on the basis of the proportion of the value of the assets transferred in Demerger of Demerged Undertaking to the total value of the assets of the Demerged Company immediately before the Demerger.

(b) any Liabilities of the Demerged Undertaking as on the Appointed Date, deemed to be transferred to the Resulting Company, that are discharged by Demerged Company on or after the Appointed Date but prior to the Effective Date, shall be deemed to have been discharged for and on account of Resulting Company.

(c) all loans raised and utilized, other Liabilities, duties and taxes and obligations incurred or undertaken by Demerged Company pertaining to the Demerged Undertaking on or after the Appointed Date but prior to the Effective Date shall be deemed to have been raised, used, incurred or undertaken for and on behalf of Resulting Company and shall, under the provisions of Sections 230 to 232 and other applicable provisions of the 2013 Act and all other provisions of Applicable Laws, if any, without any further act, instrument, deed, cost or charge and without any notice or other intimation to any third party for the transfer of the same be and stand transferred to and vested in and/or be deemed to have been transferred to and vested in Resulting Company as a part of the transfer of the Demerged Undertaking as a going concern and the same shall be assumed by Resulting Company and to the extent they are outstanding on the Effective Date, Resulting Company shall meet, discharge and satisfy the same.

(d) the Liabilities, inter se between Demerged Company and Resulting Company, if any, due or which may at any time in the future immediately before Effective Date, become due in relation to the Demerged Undertaking, shall stand discharged/cancelled/ deemed to be discharged by such cancellation and there shall be no liability in that behalf on either company and corresponding effect shall be given in the books of account and records of Resulting Company.

It is hereby clarified that it shall not be necessary to obtain the consent of any third party or other person who is a party to any contract or arrangement by virtue of which such debts, Liabilities, duties and obligations have arisen in order to give effect to the provisions of this clause.

(e) The Demerger and the transfer and vesting of the assets shall be subject to the Encumbrance, if any affecting the same as hereinafter provided:

(i) The Encumbrance or those, if any, in terms of this Scheme, over the assets comprised in Demerged Undertaking, or any part thereof transferred to the Resulting Company, shall after the Effective Date continue to relate and attach to such assets or any part thereof to which they are related or attached to, prior to the Effective Date and such Encumbrance shall not relate to or attach to any of the other assets of Resulting Company.

(ii) In so far as any Encumbrance over the assets comprised in the Demerged Undertaking, are security for Liabilities of the Remaining Business of Demerged Company, the same shall, on the Effective Date, without any further act, instrument or deed be modified to the extent that all such assets of the Demerged Undertaking, shall stand released and discharged from the obligations and security relating to the same and the Encumbrance shall only extend to and continue to operate against the assets retained with Demerged Company and shall cease to operate against any of the assets transferred to the Resulting Company. The absence of any formal amendment which may be required by a lender or third party shall not affect the operation of the above.

(iii) In so far as any Encumbrance over the assets comprised in the Remaining Business of Demerged Company are security for the related Liabilities of Demerged Undertaking, the same shall, on the Effective Date, without any further act, instrument or deed be modified to the extent that all such assets shall stand released and discharged from the obligations and security relating to the same and the Encumbrance shall only extend to and continue to operate against the assets transferred to the Resulting Company. The absence of any formal amendment which may be required by a lender or third party shall not affect the operation of the above.

(iv) Provided that in case any question arises pertaining to the mechanism as set out above, the same shall be decided by mutual agreement between the lenders pertaining to the Demerged Undertaking, lender of Resulting Company and Demerged Company and Resulting Company, as the case may be.

(f) any reference in any security documents or arrangements (to any party pertaining to the Demerged Undertaking) to the Demerged Company and their assets and properties, shall be construed as a reference to Resulting Company and the assets and properties of the Demerged Undertaking transferred to Resulting Company pursuant to this Scheme.

(g) Without prejudice to the foregoing provisions, upon the Scheme becoming effective, Resulting Company/ Demerged Company may execute any instruments or documents or do all such acts and deeds as may be considered appropriate, including the filing of necessary particulars and/or modification(s) of charge, with the Registrar of Companies to give formal effect to the above provisions, if required. The Resulting Company shall, under the provisions hereof, be deemed to be authorised to execute any such writings in the name of and on behalf of the Demerged Company in relation to the Demerged Undertaking and to carry out or perform all such formalities or compliances referred to above on the part of Demerged Company inter alia in its capacity as the successor-in-interest of the Demerged Company in relation to the Demerged Undertaking.

(h) the provisions of this clause shall operate notwithstanding anything to the contrary contained in any instrument, deed, document or writing or the terms of sanction or issue or any security document; all of which instruments, deeds, documents or writings shall stand modified and/or superseded by the foregoing provisions.

3.4. It is clarified that if any assets (claims, rights, title, interest in, or authorities relating to such assets) or Liabilities or any contract, deeds, bonds, agreements, schemes, arrangements or other instruments of whatsoever nature in relation to Demerged Undertaking which Demerged Company owns or to which Demerged Company is a party and which cannot be transferred to the Resulting Company for any reason whatsoever, Demerged Company shall hold such assets or contract, deeds, bonds, Liabilities, agreements, schemes, arrangements or other instruments of whatsoever nature in trust for the Resulting Company to which the Demerged Undertaking is being transferred in terms of this Scheme, in so far as it is permissible so to do, till such time as the transfer is effected.

3.5. It is expressly clarified that in case any question that may arise as to whether any particular asset or Liability pertain or do not pertain to the Demerged Undertaking of the Demerged Company, or whether it arises out of the activities or operations of the Demerged Undertaking, the same shall be decided by mutual agreement between Board of Directors of the Demerged Company and that of Resulting Company. It is hereby clarified that the rest of the assets and Liabilities (other than those forming part of the Demerged Undertaking or otherwise specified in this Scheme) of Demerged Company shall continue in Demerged Company.

4. **EMPLOYEES**

4.1. Upon the coming into effect of this Scheme, all employees pertaining to Demerged Undertaking and those employees as the Board of Demerged Company may determine, shall become employees of Resulting Company ("**Transferred Employees of Demerged Undertaking")** with effect from the Effective Date, on same terms and conditions which, as a result, shall be no less favourable than those on which they are engaged as on the Effective Date, without any interruption of service as a result of Demerger and without any further act, deed or instrument on the part of Demerged Company or the Resulting Company. With regard to provident fund, gratuity fund, superannuation fund, leave encashment and any other special scheme or benefits created or existing for the benefit of the Transferred Employees of Demerged Undertaking, upon the Scheme becoming effective, shall be continued on the same terms and conditions by Resulting Company and Resulting Company shall stand substituted for all purposes and intents, whatsoever, relating to the administration or operations of such schemes or funds or in relation to the obligation to make contributions to the said funds, in accordance with the provisions of Applicable Laws. It is hereby clarified that upon the Scheme becoming effective, the aforesaid benefits or schemes shall continue to be provided to the Transferred Employees of Demerged Undertaking and the services of all the Transferred Employees of Demerged Undertaking for such purpose shall be treated as having been continuous.

4.2. Resulting Company agrees that the services of the Transferred Employees of Demerged Undertaking prior to the transfer, shall be taken into account for the purposes of all benefits to which such employees may be eligible, including in relation to the level of remuneration and contractual and statutory benefits, incentive plans, terminal benefits, gratuity plans, provident plans and other retirement benefits and accordingly, shall be reckoned from the date of their respective appointment in the Demerged Company. Resulting Company undertakes to pay the same, as and when payable under Applicable Laws.

4.3. The existing gratuity fund, annuity, staff welfare scheme and any other special scheme or benefits of the Transferred Employees of Demerged Undertaking shall be continued on the same terms and conditions or be transferred to the existing gratuity fund, annuity, staff welfare scheme, etc., being maintained by Resulting Company or as may be created by Resulting Company for such purpose. Pending such transfer, the contributions required to be made in respect of the Transferred Employees of Demerged Undertaking shall continue to be made by Resulting Company to the existing funds maintained by Demerged Company. It is the intent that all the rights, duties, powers and obligations of Demerged Company in relation to such fund or funds shall become those of Resulting Company without need of any fresh approval from any Appropriate Authority.

4.4. Upon the Scheme becoming effective, Demerged Company will transfer/handover to Resulting Company, copies of employment information of all such Transferred Employees of Demerged Undertaking, including but not limited to, personnel files (including hiring documents, existing employment contracts, and documents reflecting changes in an employee's position, compensation, or benefits), payroll records, medical documents (including documents relating to past or ongoing leaves of absence, on the job injuries or illness, or fitness for work examinations), disciplinary records, supervisory files relating to its Transferred Employees of Demerged Undertaking and all forms, notifications, orders and contribution/identity cards issued by the concerned authorities relating to benefits transferred pursuant to this sub-clause.

4.5. The contributions made under Applicable Laws in connection with the Transferred Employees of Demerged Undertaking, to the gratuity fund, leave encashment and any other special scheme or benefits created, for the period after the Appointed Date shall be deemed to be contributions made by Resulting Company.

4.6. Resulting Company shall continue to abide by any agreement(s)/ settlement(s) entered into in respect to the Transferred Employees of Demerged Undertaking.

5. **LEGAL PROCEEDINGS**

5.1. All Legal Proceedings of whatsoever nature (legal, taxation and others, including any suits, appeals, arbitrations, execution proceedings, revisions, writ petitions, if any), whether civil or criminal (including before any statutory or quasi-judicial authority or tribunal) by or against, pertaining to the Demerged Undertaking, shall not abate, be discontinued or be in any way prejudicially affected by reason of the transfer and vesting of the Demerged Undertaking or anything contained in this Scheme.

5.2. Upon the coming into effect of this Scheme, all Legal Proceedings whether by or against Demerged Company, pertaining to the Demerged Undertaking, whether pending and/or arising on or before the Appointed Date, or which may be instituted any time thereafter, shall be continued and/or enforced by or against Resulting Company after the Effective Date, to the extent legally permissible, as effectually and in the same manner and to the same extent as if the same had been instituted and/or pending and/or arising by or against Resulting Company. To the extent the Legal Proceedings cannot be taken over by the Resulting Company, the Legal Proceedings shall be pursued by or against the Demerged Company as per the instructions of and entirely at the costs and expenses of the Resulting Company, to the extent legally permissible.

5.3. After the Appointed Date, if any Legal Proceedings are initiated against Demerged Company in respect of the matters referred to in the Clause 5.2 above, Demerged Company shall defend the same in accordance with advice and instructions of Resulting Company at the cost of Resulting Company, and Resulting Company shall reimburse and indemnify Demerged Company against all losses, Liabilities and obligations incurred by Demerged Company in respect thereof.

5.4. Upon the coming into effect of this Scheme, any Legal Proceedings by or against Demerged Company under any statute, whether or not pending on the Appointed Date, whether or not in respect of any matter arising before the Effective Date and relating to the Remaining Business of Demerged Company (including those relating to any property, right, power, Liabilities, obligation or duties of Demerged Company in respect of the Remaining Business of Demerged Company) shall be continued and enforced by or against Demerged Company. The Resulting Company shall in no event be responsible or liable for or in relation to any such Legal Proceedings by or against Demerged Company.

5.5. Resulting Company undertakes to have accepted on behalf of itself, all suits, claims, actions and Legal Proceedings initiated pertaining to the Demerged Undertaking, transferred to its name and to have the same continued, prosecuted and enforced by or against Resulting Company.

6. TREATMENT OF TAXES

6.1. All taxes (including income tax, sales tax, service tax, goods and service tax, etc.) paid or payable by Demerged Company, in respect of the operations and / or the profits of the Demerged Undertaking before the Appointed Date, shall be on account of Demerged Company, and insofar as it relates to the tax payment (including, without limitation, sales tax, income tax, service tax, goods and service tax etc.), whether by way of deduction or collection at source, advance tax or otherwise howsoever, by Demerged Company in respect of the profits or activities or operation of the Demerged Undertaking after the Appointed Date, the same shall be deemed to be the corresponding item paid by the Resulting Company, and shall, in all proceedings, be dealt with accordingly.

6.2. Without prejudice to the generality of the foregoing, on and from the Appointed Date, if any certificate for tax deducted or collected at source or any other tax credit certificate relating to the Demerged Undertaking is received in the name of Demerged Company, or tax credit relating to the Demerged Undertaking is appearing in Form 26AS of the Demerged Company, it shall be deemed to have been received by and in the name of the Resulting Company which alone shall be entitled to claim credit for such tax deducted or paid.

6.3. Upon the coming into effect of this Scheme, Demerged Company and the Resulting Company are expressly permitted to file/revise their respective tax returns/computation of total income after giving effect to Demerger electronically in terms of Section 170A of Income Tax Act, 1961 and also revise related withholding tax certificates, including withholding tax certificates relating to transactions between Demerged Company and the Resulting Company, to the extent required and to claim refunds, advance tax and withholding tax credits, and benefit of any tax related deductions, or any other tax related compliances or filings of forms.

6.4. The goods and services tax paid by Demerged Company in respect of goods and services provided by the Demerged Undertaking for the period commencing from the Appointed Date shall be deemed to be goods and services tax paid by the Resulting Company, and credit for such goods and services tax shall be allowed to the Resulting Company notwithstanding that challans for goods and services tax payments are in the name of Demerged Company and not in the name of the Resulting Company.

7. CONDUCT OF BUSINESS OF DEMERGED UNDERTAKING OF DEMERGED COMPANY TILL EFFECTIVE DATE

7.1. Upon the Scheme becoming effective, with effect from the Appointed Date as applicable and up to the Effective Date:

(a) Demerged Company shall be deemed to have carried on all its business activities pertaining to the Demerged Undertaking and shall be deemed to have held and stood possessed of all the said assets, rights, title, interests, authorities, contracts, investments and decisions, benefits relating to the Demerged Undertaking for and on account of and in trust for Resulting Company;

(b) all profits and income accruing or arising to Demerged Company in relation to the Demerged Undertaking, and losses and expenditure arising or incurred by Demerged Company in relation to the Demerged Undertaking, for the period commencing from the Appointed Date as applicable, shall, for all purposes be treated as and be deemed to be the profits, income, losses or expenditure, as the case may be, of Resulting Company and upon the Scheme becoming effective, financial results of Resulting Company and Demerged Company & revised tax calculation thereon shall be computed after considering the financial results of Demerged Undertaking during the period between Appointed Date and Effective Date;

(c) all assets, whether freehold or leasehold, acquired or entitled to use, as the case may be, by Demerged Company after the Appointed Date and prior to the Effective Date for operation of the Demerged Undertaking or pertaining to the Demerged Undertaking shall be deemed to have been acquired in trust for and on behalf of the Resulting Company, and shall also stand transferred to and vested in the Resulting Company upon the coming into effect of this Scheme.

(d) where any of the Liabilities and obligations of Demerged Company, pertaining to Demerged Undertaking, as on the Appointed Date deemed to be transferred to the Resulting Company have been discharged by Demerged Company after the Appointed Date and prior to the Effective Date, such discharge shall be deemed to have been for and on account of the Resulting Company, and all loans raised and used and all Liabilities and obligations incurred by Demerged Company for the operations of the Demerged Undertaking after the Appointed Date and prior to the Effective Date shall be deemed to have been raised, used or incurred for and on behalf of the Resulting Company, and to the extent they are outstanding on the Effective Date, shall also without any further act or deed be and stand transferred to the Resulting Company and shall become the Liabilities and obligations of the Resulting Company, which shall be liable to meet, discharge and satisfy the same.

(e) all intra-party transactions of Demerged Company, if any, pertaining to Demerged Undertaking and Remaining Business, as the case may be, shall be considered as inter-party transactions. Tax, if any, on such inter-party transactions shall be payable without any interest and penalty subject to Applicable Laws.

(f) all taxes, where applicable, (including but not limited to tax deducted at source, banking cash transaction tax, tax collected at source, taxes withheld/paid in a foreign country, customs duty, goods and services tax, as applicable, cess, tax refunds) payable by or refundable to Demerged Company pertaining to the Demerged Undertaking including all or any tax refunds or tax Liabilities or tax claims arising from pending tax proceedings, under Applicable Law, on or before the Effective Date, shall be treated as or deemed to be treated as the tax liability or tax refunds/ tax claims (whether or not recorded in the books of Demerged Company) as the case may be, of Resulting Company, and any unabsorbed tax losses and depreciation as would have been available to Demerged Company shall be available to Resulting Company upon the Scheme becoming effective.

(g) all the benefits (including deduction, if any) availed or Liabilities accrued under the Income Tax Act to the Demerged Company (in relation to the Demerged Undertaking), for the period commencing from the Appointed Date till Effective Date, shall for all purposes be treated as and deemed to be the benefit availed or Liabilities accrued by Demerged Company on the behalf of and in trust of Resulting Company.

(h) any of the rights, powers, authorities and privileges attached or related or pertaining to the Demerged Undertaking and exercised by or available to Demerged Company, shall be deemed to have been exercised for and on behalf of and as an agent for Resulting Company. Further, any of the obligations, duties and commitments attached, relating or pertaining to the Demerged Undertaking that have been undertaken or discharged by Demerged Company shall be deemed to have been undertaken or discharged for and on behalf of and as an agent for Resulting Company.

7.2. Subject to the terms of the Scheme, the transfer and vesting of the Demerged Undertaking as per the provisions of the Scheme shall not affect any transactions or proceedings already concluded on or with effect from the Appointed Date as applicable till the Effective Date.

8. TRANSACTIONS UPTO THE EFFECTIVE DATE

8.1. With effect from the Appointed Date and up to and including the Effective Date:

(a) Resulting company shall record in its books of accounts, all transactions of Demerged Undertaking in respect of assets, liabilities, income and expenses, from Appointed Date to the Effective Date.

(b) Demerged Company shall not without the prior written consent of the Board of Directors of Resulting Company or pursuant to any pre-existing obligation, sell, transfer or otherwise alienate, charge, mortgage or encumber or otherwise deal with or dispose of the Demerged Undertaking or any part thereof except in the ordinary course of its business.

(c) Demerged Company shall not vary the terms and conditions of service of its permanent employees relating to the Demerged Undertaking except in the ordinary course of its business or as per past prevailing practices.

(d) Resulting Company shall be entitled, pending sanction of the Scheme, to apply to the Central Government, State Government, Union Territories and all other concerned agencies, departments and authorities (statutory or otherwise) as are necessary under any law for such consents, approvals and sanctions, which Resulting Company may require to carry on the business of Demerged Undertaking. Further, Demerged Company shall extend all assistance to Resulting Company, if requested by Resulting Company, in obtaining the said consents, approvals and sanctions.

(e) With effect from Appointed Date until the Effective Date, Demerged Company shall preserve and carry on the business and activities of Demerged Undertaking with reasonable diligence and business prudence.

9. REMAINING BUSINESS OF DEMERGED COMPANY

9.1. All the assets, properties, rights, Liabilities and obligations together with the business and operations, pertaining to the Remaining Business of the Demerged Company, shall continue to belong to and remain vested in and be managed by Demerged Company & the Resulting Company shall have no right, claim or obligation in relation to the Remaining Business of the Demerged Company.

9.2. All Legal Proceedings of whatsoever nature (legal, taxation and others, including any suits, appeals, arbitrations, execution proceedings, revisions, writ petitions, if any), whether civil or criminal (including before any statutory or quasi-judicial authority or tribunal) by or against, the Demerged Company under any statute, whether pending on the Appointed Date or which may be instituted at any time thereafter, whether or not in respect of any matter arising before the Effective Date and pertaining or relating to the Remaining Business of the Demerged Company (including those relating to any property, right, power, Liabilities, obligation or duty, in respect of the Remaining Business of Demerged Company) shall be continued and enforced solely by or against the Demerged Company.

9.3. In so far as the assets of the Remaining Business of the Demerged Company are concerned, the security, pledge, existing charges and mortgages, over such assets, to the extent they relate to any loans or borrowings of the Demerged Undertaking shall without any further act, instrument or deed be released and discharged from such security, pledge, charges or mortgages. The absence of any formal amendment which may be required by a bank and/or financial institutions in order to affect such release shall not affect the operation of this clause.

9.4. In so far as the existing security in respect of the loans and other liabilities relating to the Remaining Business of the Demerged Company are concerned, such security shall, without any further act, instrument or deed be continued with the Demerged Company only on the assets which are remaining with the Demerged Company.

9.5. With effect from the Appointed Date, as applicable, and upto the Effective Date;

(a) Demerged Company shall carry on all business and activities relating to the Remaining Business of Demerged Company for and on its own behalf; and

(b) All profits accruing to Demerged Company or losses arising or incurred by it (including the effect of taxes, if any, thereon) relating to the Remaining Business of Demerged Company shall, for all purposes, be treated as the profits or losses, as the case may be, of Demerged Company.

10. CONSIDERATION

10.1. Upon this Scheme becoming effective and upon vesting of the Demerged Undertaking of the Demerged Company into the Resulting Company in terms of this Scheme, the Resulting Company shall without any further act, application or deed, issue and allot Shares, credited as fully paid-up, to the extent indicated below, to the shareholders of the Demerged Company (except itself), holding fully paid-up equity shares in the Demerged Company and whose names appear in the register of members of the Demerged Company on the Record Date:

1.174 fully paid up Non-Convertible Redeemable Preference Shares of face value of INR 10 each of the Resulting Company shall be issued and allotted for every 1 (one) fully paid up equity shares of face value of INR 10 each held in the Demerged Company **("Share Exchange Ratio").**

10.2. In view of the provisions of the Applicable Laws (which does not permit issuance of redeemable preference shares to non-resident shareholders, under automatic route), the Resulting Company shall, subject to the receipt of approval of the Appropriate Authority including the Reserve Bank of India, if and as may be required, and fulfilment of such other conditions including declarations and undertakings as may be required and/or prescribed by the Appropriate Authority under Applicable Laws, issue and allot, Shares as per Share Exchange Ratio, to the non-resident shareholders, in consideration of the Demerger.

10.3. If the requisite approval of the Appropriate Authority as mentioned in Clause 10.2, if and as may be required, is not received on or before the Record Date, the Board of Directors of the Resulting Company, subject to the approval of the Appropriate Authority, if required, shall appoint/constitute a trust ("**Trust**") to act for and on behalf of non-resident shareholders, in respect of the Shares to be allotted as stated in Clause 10.1, in the manner provided under:

(a) The Resulting Company shall issue and allot the Shares to the Trust and the Trust shall, for and behalf of non-resident shareholders, receive the aforesaid Shares in an on-shore demat account on such terms and conditions as may be acceptable to the Board of Directors of the Resulting Company. Notwithstanding anything contrary contained in any other law, the issuance and allotment of Shares to the Trust for and on behalf of the non-resident shareholders, shall be deemed to be issuance and allotment of the Shares to non-resident shareholders under the provisions of Applicable Law including that under the provisions of Section 2(19AA) of the Income Tax Act, 1961.

(b) Immediately upon the allotment of the Shares, the Trust shall for and on behalf of the non-resident shareholders, offer such Shares for sale to the promoters of the Resulting Company and/ or their affiliates or any other person at the issue price of INR 10/- per share as mentioned in Clause 10.1.

(c) The said sale for and behalf of the non-resident shareholders by the Trust shall be deemed / considered to be a sale by the non-resident shareholders. Upon receipt of the sale proceeds of the Shares pursuant to Clause 10.2(b) above, the Trust shall make all the endeavor to distribute and shall distribute such proceeds (net of expenses) to the non-resident shareholders of the Demerged Company, whose name was recorded as on the Record Date, subject to receipt of necessary information required for remittance, after deducting or withholding taxes or duties as may be applicable, in proportion to their entitlements.

10.4. The Shares shall be issued on such terms and conditions as more particularly set out in Schedule I.

10.5. The Share Exchange Ratio mentioned above has been arrived at based on valuation report dated

19th March 2024 prepared by an Independent IBBI registered valuer, and approved by the Audit cum Governance Committee of Resulting Company, Audit Committee of Demerged Company and Board of Directors of Demerged Company and Resulting Company.

10.6. The Shares to be issued and allotted by the Resulting Company to the shareholders of the Demerged Company pursuant to aforementioned Clauses 10.1, 10.2 and 10.3 shall be issued in dematerialized form. All the shareholders who hold equity shares of the Demerged Company in physical form shall also have the option to receive the Shares, as the case may be, in dematerialized form provided the details of their account with the depository participant are intimated in writing to the Demerged Company and/or its registrar and transfer agent on or before the Record Date. The shareholders who fail to provide such details shall be issued Shares in physical form. Notwithstanding the above, if as per Applicable Laws, the Resulting Company is not permitted to issue and allot the Shares in physical form and it has still not received the dematerialized account details of such shareholders of the Demerged Company, the Resulting Company shall issue and allot such Shares into a Suspense escrow dematerialized account, which shall be operated by one of the directors or any such employee of the Resulting Company duly authorized by the Board in this regard, who shall upon receipt of appropriate evidence from such shareholders regarding their entitlements, transfer from such Suspense escrow dematerialized account into the individual dematerialized account of such claimant shareholders, such number of shares as they may be entitled in terms of this Scheme.

10.7. The Shares to be issued by the Resulting Company to the equity shareholders of the Demerged Company shall be subject to the Scheme and the Memorandum and Articles of Association of the Resulting Company.

10.8. Shares to be issued by the Resulting Company pursuant to this Scheme in respect of any equity shares of Demerged Company which are held in abeyance under the 2013 Act or otherwise shall, pending allotment or settlement of dispute by order of a court or otherwise, also be kept in abeyance by the Resulting Company. In the event of there being any pending share transfers, whether lodged or outstanding, of any shareholder of Demerged Company, the Board of Directors of Demerged Company (or any successor thereof) shall be empowered to take such actions as may be necessary in order to remove any difficulties arising with the transfer of the share in Demerged Company and in relation to the Shares issued by the Resulting Company pursuant to the Scheme.

10.9. On the approval of this Scheme by the equity shareholders of the Resulting Company pursuant to Sections 230 to 232 of the Companies Act, 2013 it shall be deemed that equity shareholders of the Resulting Company have also accorded their consent under sections 23, 42, 55 and 62 of the 2013 Act and/or other provisions of the Act and rules made thereunder as may be applicable for the aforesaid issuance of Shares of the Resulting Company, as the case may be, to the shareholders of the Demerged Company, and all actions taken in accordance with this Clause of this Scheme shall be deemed to be in full compliance of the provisions of Sections 23, 42, 55 and 62 of the 2013 Act and/or other applicable provisions of the 2013 Act and rules made thereunder for the issue and allotment of Shares by the Resulting Company to the shareholders of the Demerged Company, as provided for in this Scheme.

10.10. The Board of Directors of Resulting Company and Demerged Company shall, if and to the extent required, apply for and obtain any approvals from any Appropriate Authority for the issue and allotment of the Shares pursuant to this Scheme.

10.11. In the event that Demerged Company or Resulting Company restructure their share capital by way of share split / consolidation / issue of bonus shares during the pendency of the Scheme, the Share Exchange Ratio, as maybe required, shall be adjusted accordingly to take into account the effect of any such corporate actions.

10.12. No fractional Shares shall be issued by the Resulting Company. In case any shareholder's shareholding in Demerged Company is such that such shareholder becomes entitled to a fraction of a Share of Resulting Company, the Resulting Company shall not issue fractional shares. In such cases, any fraction shall be rounded off to the next higher integer.

11. ACCOUNTING TREATMENT IN THE BOOKS OF THE RESULTING COMPANY AND DEMERGED COMPANY

11.1. <u>In the books of the Demerged Company:</u>

Upon the scheme coming into effect, the Demerged Company shall account for the Demerger in its books of accounts as per the applicable Indian accounting standards specified under Section 133 of the Companies Act, 2013 (‘2013 Act’) read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other generally accepted accounting principles in India, as under:

(a) the Demerged Company, shall reduce the carrying value of assets and liabilities pertaining to the Demerged Undertaking, as identified by the Board of the Demerged Company, transferred to the Resulting Company, at their respective book values as appearing in the financial statements of the Demerged Company.

(b) The Net Assets (carrying value of assets as reduced by carrying value of liabilities) pertaining to the Demerged Undertaking as per a) above, will be adjusted against the Retained Earnings (Other equity) in the books of the Demerged Company.

11.2. <u>In the books of Resulting Company</u>

Upon the effectiveness of this scheme, the Resulting Company shall account for the Demerged Undertaking in its books of accounts in accordance with accounting prescribed under “pooling of interest” method as laid down in Appendix C of the Indian Accounting Standard 103 (Ind AS 103) (Business Combination of entities under common control) notified under section 133 of the Act, the Companies (Indian Accounting Standard) Rules, 2015, as under:

(a) The Resulting Company shall record the assets and liabilities of the Demerged Undertaking vested in it pursuant to this Scheme, at their book values as appearing in the Demerged Company financial statements which is similar in the consolidated financial statements of the Resulting Company.

(b) To the extent that there are inter-company loans, advances, deposits, or other obligations as between Demerged Undertaking and Resulting Company, the obligation in respect thereof will come to an end and corresponding effect shall be given in the books of account and records of Resulting Company for the reduction of any assets or Liabilities as the case may be and there would be no accrual of interest or any other charges in respect of such inter-company loans, advances, deposits or balances.

(c) Resulting Company shall record issuance of Non-convertible Redeemable Preference shares at fair value to the shareholders of the Demerged Company except the shares held by the Resulting Company. The carrying amount of investment held by the Resulting Company in the Demerged Company shall be reduced by the value determined for the Demerged Undertaking which is determined basis the relative fair values of the Demerged undertaking and Remaining business in the Demerged Company.

(d) The surplus, if any arising after taking the effect of clauses (a), (b) and (c) shall be transferred to "Capital Reserve Account" in the financial statements of the Resulting Company and shall be presented separately from other reserves with disclosure of its nature and purpose in its notes. If the difference is a deficit, the same shall be adjusted from the capital / revenue reserves of the Resulting company, in that order, and balance unadjusted if any, shall be disclosed separately as Amalgamation Adjustment Reserve under 'Other Equity'.

(e) The comparative financial information in respect of prior periods presented in the financial statements of the Resulting Company shall be restated for the accounting impact of arrangement as stated above, as if the arrangement had occurred from the beginning of such comparative period presented in the financial statements, irrespective of the date of business combination.

(f) In case of any differences in accounting policies between Demerged Company and Resulting Company, the accounting policies of the Resulting Company will prevail and the impact of the same will be quantified and appropriately adjusted against the retained earnings of the Resulting Company, so as to ensure that the financial statements of Resulting Company reflect the financial position on the basis of consistent accounting policies.

12. **COMPLIANCE WITH SECTION 2(19AA) OF THE INCOME TAX ACT**

The provision of this Scheme as they relate to the Demerger complies with the conditions relating to "demerger" as defined and specified under Section 2(19AA) of the Income Tax Act. If any terms or provisions or part of this Scheme are found or interpreted to be inconsistent with the provisions of Section 2(19AA) of the Income Tax Act, at a later date including resulting from an amendment of law or for any other reason whatsoever, the provisions of Section 2(19AA) of the Income Tax Act shall prevail and the Scheme shall stand modified to the extent necessary to comply with Section 2(19AA) of the Income Tax Act and such modifications shall not affect other parts of the Scheme.

13. **MODUS OPERANDI AND DATE OF EFFECTIVENESS OF THE SCHEME**

13.1. The Scheme shall come into effect from Effective Date.

13.2. The Scheme shall come into operation from the Appointed Date but shall become effective as on the Effective Date.

13.3. Any other matter not dealt within Clause 11 hereinabove shall be dealt with in accordance with the Indian accounting standards and other generally accepted accounting principles in India, as the Board of Directors of the Demerged Company and Resulting Company decides.

PART IV– GENERAL TERMS & CONDITIONS

14. **APPLICATIONS/PETITIONS TO THE NATIONAL COMPANY LAW TRIBUNAL AND APPROVALS**

14.1. The Demerged Company and Resulting Company shall, with all reasonable dispatch, make necessary applications/petitions pursuant to Sections 230 and 232 and other applicable provisions of the 2013 Act to the Hon'ble NCLT for sanction and carrying out of the Scheme. The Companies shall also seek such other approvals and orders as may be necessary in law, if any, for bringing the Scheme into effect and be entitled to take such other steps and proceedings as may be necessary or expedient to give full and formal effect to the provisions of this Scheme.

14.2. It is clarified that the Companies shall be entitled, pending the sanction of the Scheme, to apply to any Appropriate Authority, if required, under any law for such consents and approvals which may be required.

15. **DECLARATION OF DIVIDEND, BONUS AND OTHERS**

15.1. During the pendency of the Scheme, the Companies, subject to Clause 15.4 and Clause 15.5 hereinafter, shall be entitled to declare and pay dividend, whether interim or final, to their respective shareholders in respect of the accounting period prior to the Effective Date.

15.2. The shareholders of the Companies shall, save as expressly provided otherwise in this Scheme, continue to enjoy their existing rights under their respective Articles of Association including the right to receive dividends.

15.3. For avoidance of doubt it is hereby clarified that nothing in this Scheme shall prevent Companies involved in the Scheme from issuing fully paid up bonus equity shares to its shareholders in accordance with Applicable Laws.

15.4. Demerged Company shall not utilise the profits or income, if any, relating to the Demerged Undertaking for any purpose, which is not in the ordinary course of their business, in respect of the period falling on and after the date of approval of this Scheme by the Board of Directors, without the prior written consent of the Board of Directors of Resulting Company.

15.5. It is clarified that the aforesaid provisions in respect of declaration of dividend, whether interim or final, or issuance of fully paid bonus equity shares, are enabling provisions only and shall not be deemed to confer any right on the shareholders of the Companies to demand or claim any dividend/bonus shares which, subject to the provisions of the 2013 Act, as applicable, shall be entirely at the discretion of the Board of Directors of respective Companies, subject to such approval of the shareholders, as may be required.

16. **MODIFICATIONS OR AMENDMENTS TO THE SCHEME**

16.1. All Companies which are parties to this Scheme, by their respective Board of Directors or their duly authorised representatives, may assent to any modifications / amendments to the Scheme or to any conditions or limitations that the Hon'ble NCLT and / or any other authority may deem fit to direct or impose or which may otherwise be considered necessary, desirable or appropriate by them (i.e. the Board of Directors or their duly authorised representatives) and/or effect any other modification or amendment under Applicable Laws jointly and mutually agreed in writing by the Board of Directors or their duly authorised representatives. All Companies which are parties to this Scheme by their respective Board of Directors or their duly authorised representatives be and are hereby authorized to take all such steps as may be necessary, desirable or proper to resolve any doubts, difficulties or questions whether by reason of any directive or orders of any other authorities or otherwise howsoever arising out of or under or by virtue of the Scheme and / or in any matter concerned or connected therewith.

16.2. All Companies which are parties to this Scheme, by their respective Board of Directors or their duly authorised representatives be and are hereby authorized to give such directions (acting jointly) as they may consider necessary to settle any question or difficulty arising under the Scheme or in regard to and of the meaning or interpretation of this Scheme or implementation hereof or in any matter whatsoever connected therewith, or to review the position relating to the satisfaction of various conditions of this Scheme and if necessary, to exclude any of those (to the extent permissible under law).

16.3. Demerged Company and Resulting Company (by their respective Board of Directors and their duly authorised representatives), in their full and absolute discretion, jointly and as mutually agreed in writing, may modify or vary this Scheme prior to the Effective Date, as considered appropriate or necessary, in any manner at any time and thereafter subject to the approval of the Hon'ble NCLT.

17. **WITHDRAWAL FROM THE SCHEME**

17.1. Parties to the Scheme, acting through their respective Board of Directors or their duly authorised representatives, shall each be at liberty to withdraw from this Scheme prior to Effective Date, in case any condition or alteration imposed by any authority/person or otherwise is unacceptable to any of them or for the reasons duly approved by Board of Directors of the Companies.

18. **ADMINISTRATIVE CONVENIENCE**

18.1. Notwithstanding anything contained in other clauses of this Scheme, Demerged Company and Resulting Company, shall enter into such documents, agreements, make applications to various authorities, regulatory bodies to facilitate the uninterrupted transitions of the cement and mining business operation from Demerged Company to Resulting Company.

18.2. Notwithstanding anything contained in other clauses of this Scheme but in accordance with the Act and other Applicable Law, Demerged Company and Resulting Company, may enter into such documents, agreements, arrangements and make applications to various authorities, regulatory bodies to facilitate the sharing of, inter alia any common services, employees, intellectual properties and other assets (whether moveable or immoveable)

19. SAVING OF CONCLUDED TRANSACTIONS

The transfer and vesting of the Demerged Undertaking as per Scheme and the continuance of proceedings by or against Demerged Company in relation to the Demerged Undertaking shall not affect any transaction or proceedings already concluded by the Demerged Company on or before the Appointed Date or after the Appointed Date till the Effective Date, to the extent that Resulting Company accepts and adopts all acts, deeds and things done and executed by Demerged Company in respect thereto as acts, deeds and things done and executed on behalf of Resulting Company itself.

20. CONDITIONALITY OF THE SCHEME

This Scheme shall become effective only if the following conditions are either all satisfied or (to the extent permissible under Applicable Laws) any of conditions waived by the Board of Directors of the Companies:

20.1. The Scheme being approved by the requisite majority (in number and value) of the various classes of shareholders and/or creditors, as may be applicable, as required under the 2013 Act, of Demerged Company and Resulting Company or receipt of order of the Hon'ble NCLT providing dispensation from convening meeting of shareholders and/or creditors and/or other classes of persons, as the case may be.

20.2. The sanction of the Scheme by the Hon'ble NCLT under Sections 230 to 232 and other applicable provisions of the 2013 Act

20.3. Approval of any Governmental Authority, as may be required, for transfer of mining lease and/or any other lease(s), if any, and/or prospective lease(s) to Resulting Company and all other approvals as required in the lease agreements entered into by the Demerged Company.

20.4. Certified copies of the order(s) of the Hon'ble NCLT sanctioning the Scheme being filed with the Registrar of Companies by the Companies.

21. EFFECT OF NON RECEIPT OF APPROVALS

In the event any of the said sanctions and approvals referred to in the preceding Clause 20 not being obtained or waived, as may be applicable and/or the Scheme not being sanctioned by the Hon'ble NCLT or any other Appropriate Authority and/or the order or orders not being passed or sanctions not being granted by Hon'ble NCLT as aforesaid by 30th September, 2025 or by such later date as may be agreed by the respective Boards of Directors of the Companies, this Scheme shall stand revoked, cancelled and be of no effect, save and except in respect of any act or deed done prior thereto as is contemplated hereunder or as to any rights and/or Liabilities which might have arisen or accrued pursuant thereto and which shall be governed and be preserved or worked out as is specifically provided in the Scheme or as may otherwise arise in law.

22. WHEN THE SCHEME COMES INTO OPERATION

The Scheme shall come into operation from the Appointed Date but the same shall become effective on and from the Effective Date but shall be subject to the conditions set out in Clause 2020.

22.1. The Demerged Company and the Resulting Company shall be entitled to, amongst others, file/ or revise their respective financial statements, Income tax returns/ computation of income after giving effect of Demerger as applicable in terms of Section 170A of Income Tax Act, 1961, TDS/TCS returns, service tax, goods and service tax, excise duty, sales tax, value added tax, entry tax, cess, professional tax or any other statutory returns, if required, credit for advance tax paid, self-assessment tax paid, tax deducted at source, tax collected at source, claim for sum prescribed under Section 43B of the Income Tax Act on payment basis, claim for deduction of provisions written back by Resulting Company previously disallowed in the hands of Demerged Company pertaining to Demerged Undertaking under the Income Tax Act, credit of foreign taxes paid/ withheld, if any, pertaining to Demerged Company, as may be required consequent to implementation of this Scheme and where necessary to give effect to this Scheme, even if the prescribed time limits for filing or revising such returns have lapsed without incurring any liability on account of interest, penalty or any other sum. Resulting Company shall have the right to claim refunds, tax credits, set-offs and/or adjustments relating to the income or transactions entered into by Demerged Company, pertaining to Demerged Undertaking, by virtue of this Scheme with effect from Appointed Date. The taxes or duties paid by, deduction and benefits claimed by, for, or on behalf of, Demerged Undertaking relating to the period on or after Appointed Date, shall be deemed to be the taxes or duties paid by and deduction and benefit claimed by the Resulting Company and it shall be entitled to claim credit or refund for such taxes or duties and deduction and benefit as available to the Demerged Company.

22.2. Any advance tax, self-assessment tax, minimum alternate tax and/or TDS credit/ TCS credit available or vested with Demerged Undertaking, including any taxes paid and taxes deducted at source and deposited by Demerged Company pertaining to Demerged Undertaking on inter se transactions during the period between Appointed Date and the Effective Date, shall be treated as tax paid by Resulting Company and shall be available to Resulting Company for set-off against its liability under the Income Tax Act and any excess tax so paid shall be eligible for refund together with interest. Further, TDS deposited, TDS certificates issued or TDS returns filed by Demerged Company pertaining to the Demerged Undertaking on transactions other than inter se transactions during the period between Appointed Date and the Effective Date, as applicable, shall continue to hold good as if such TDS amounts were deposited, TDS certificates were issued and TDS returns were filed by Resulting Company. Any TDS deducted/deposited by, or on behalf, of Demerged Company pertaining to Demerged Undertaking on inter se transactions will be treated as tax deducted/ deposited by, or on behalf of Resulting Company.

22.3. Transfer and vesting of Demerged Undertaking on a going concern basis, in terms of the Scheme, is not a sale in the course of business.

22.4. Upon the Scheme becoming effective, the Resulting Company shall carry on and shall be authorised to carry on the business of the Demerged Undertaking. For the purpose of giving effect to the Hon'ble NCLT Sanction Order, the Resulting Company shall at any time pursuant to such orders be entitled to get the recordal of the changes in legal right(s) upon the Demerger of the Demerged Undertaking in accordance with the provisions of Sections 230-232 and other applicable provisions of the Act. The Resulting Company is and shall always be deemed to have been authorised to execute any pleadings, applications, forms, etc. as may be required to remove any difficulties and carry out any formalities or compliance as are necessary for the implementation of the Scheme.

23. **SEVERABILITY**

23.1. If any provision or part of this Scheme is found to be unworkable for any reason whatsoever, the same shall not, subject to the decision of the Board of Directors of the Companies which are parties to this Scheme, affect the validity or implementation of the other provisions and parts of this Scheme.

23.2. In the event of any inconsistency between any of the terms and conditions of any earlier arrangement amongst the Companies which are parties to this Scheme and their respective shareholders and/or creditors, and the terms and conditions of this Scheme, the latter shall have overriding effect and shall prevail.

24. **COSTS, CHARGES, EXPENSES AND STAMP DUTY**

24.1. In the event of the Scheme not being sanctioned by the Hon'ble NCLT, the Scheme shall become null and void and each party shall bear and pay its respective costs, charges and expenses for and/or in connection with the Scheme.

24.2. Subject to Clause 24.1 above, all costs, charges, taxes including duties, levies and all other expenses, if any arising out of, or incurred in carrying out and implementing this Scheme and matters incidental thereto, shall be borne by the Companies, as may be mutually agreed.

SCHEDULE I

Terms And Conditions For Issue Of Preference Shares

Sl. No.	Particulars	Terms
1.	Face Value	Rs. 10 (Rupees Ten) per share
2.	Dividend	11% (Eleven per cent) p.a., payable annually, subject to deduction of taxes at source if applicable
3.	Nature of Dividend	Non-cumulative and non-participating
4.	Convertibility	Non-convertible
5.	Voting Rights	Non-voting except in accordance with Sec 47 of the Companies Act, 2013
6.	Tenure	10 (Ten) years from the date of allotment
7.	Redemption	At par
8.	Redemption Option	Dalmia North East shall also have an option to redeem the Preference Shares at any time within 10 years from the date of allotment of Preference Shares, at par
9.	Listing	The Preference Shares will not be listed on any stock exchange(s).

SCHEDULE II

List of Assets and Liabilities transferred pursuant to Demerger

Particulars	₹ in lakhs
ASSETS	
Property, plant and equipment	2.17
Right-of-use-asset	115.05
Loans to employees (Non-current)	1.18
Fixed Deposits(Having maturity of more than 12 Months)	178.19
Security Deposit	1.25
Interest receivable (Non-current)	15.74
Income tax assets	32.30
Inventories	24.71
Loans to employees (current)	1.49
Trade receivables	448.47
Cash & cash equivalents	44.26
Fixed Deposits(Having maturity of 3-12 Months)	969.00
Interest receivable (Current)	9.22
Advances with suppliers	23.55
Prepayments	6.63
Deposit and balances with Government departments and other authorities	8.68
Assets Held for Sale	4.89
Total Assets	**1,886.78**
LIABILITIES	
Provisions (Non-Current)	85.87
Trade Payables	41.94
Security deposits received	253.48
Employee accrued liability	5.06
Interest payable	47.83
Advance from customer	29.95
Statutory dues payable	316.30
Provisions (Current)	0.64
Current tax Liabilities	771.61
Total Liabilities	**1,552.68**

SHARE EXCHANGE RATIO REPORT

VINAY CEMENT LIMITED AND DALMIA CEMENT (NORTH EAST) LIMITED

PRADHAN PRIYA DASS

REGISTERED VALUER

IBBI/RV/06/2022/14558

No.80, 5th Cross, MCECHS Layout, Dr Shivarama Karanth Nagar, Bangalore-560077, Karnataka, India

To,

The Board of Directors
Vinay Cement Limited
Jamuna Nagar
Umrangshu Dist: North Cachar Hills
Assam - 788931

The Board of Directors
Dalmia Cement (North East) Limited
3rd & 4th Floor, Anil Plaza-II
ABC, G.S. Road, Guwahati Kamrup
Assam - 781005

Ref: **Recommendation of Share Exchange Ratio for the proposed Demerger**

Dear Sir/Madam,

I, Pradhan Priya Dass (the **"Valuer"** or **"I"** and includes my staff, associates, employees and interns), Registered Valuer having Registration No. IBBI/RV/06/2022/14558, have been engaged by the management of Vinay Cement Limited **("VCL")** and Dalmia Cement (North East) Limited **("Dalmia NE")** (referred together as **"Companies"**) to recommend Share Exchange Ratio for the proposed demerger, wherein, undertaking comprising of cement and mining business operations **("Demerged Undertaking")** of VCL is proposed to be demerged into Dalmia NE vide a Scheme of Arrangement under sections 230 – 232 of the Companies Act, 2013 **("Demerger"** or **"Proposed Transaction")**. Currently, Dalmia NE holds 97.21% equity shares of VCL.

Towards the above, I have been engaged by management for recommendation of share exchange ratio **("Share Exchange Ratio")** for issue of 11% Non-Cumulative Redeemable Preference Shares **("NCRPS")** by Dalmia NE to the equity shareholders of VCL pursuant to the Proposed Transaction taking into consideration valuation of NCRPS of Dalmia NE & the Demerged Undertaking of VCL as on 31st December, 2023 ("**Valuation Date**"), in accordance with the extant provisions of applicable laws in India.

Based on the information provided by the management of VCL & Dalmia NE, I hereby confirm that I have arrived at the Share Exchange Ratio for the Proposed Transaction as at the Valuation Date. Based on my assessment, the Share Exchange Ratio for the Proposed Transaction is *"**1.174 fully paid up 11% Non- Cumulative Redeemable Preference Shares of face value of ₹10 each of Dalmia NE for every 1 fully paid up equity share of face value of ₹10 each held in VCL**"*. This valuation report (this **"Report"**) provides for computation of Share Exchange Ratio based on valuation of Demerged Undertaking of VCL & NCRPS of Dalmia NE.

Regards,

Pradhan Priya Dass
IBBI Registration No: IBBI/RV/06/2022/14558
Date: 19th March, 2024
Place: Bangalore
ICAI UDIN: 24219962BKCQCQ1072
Reference No: PPD/VAL/FY2324/13

1. BRIEF BACKGROUND

1.1 VINAY CEMENT LIMITED ("VCL")

1.1.1 Vinay Cement Limited (CIN: U26942AS1986PLC002553) is an unlisted public company limited by shares incorporated on 9th July, 1986 and having its registered office at Jamuna Nagar, Umrangshu Dist: North Cachar Hills, Assam - 788931.

1.1.2 VCL's business includes, inter alia, (1) manufacturing and selling of crushed limestone (2) to extract, process, treat, alter or otherwise deal with minerals of all kinds (3) to carry on business of prospecting of mineral deposits and obtaining certificates of approval, prospecting licenses and mining leases (4) to design, develop, produce, and otherwise deal in, and provide services in relation to machinery equipment, all kinds of cement, bricks, stones, tiles, etc., and other kinds of mineral products (5) carrying on consultancy and implementation services in technical, management and other areas for mineral industries.

1.1.3 VCL has reported a shareholder's fund of ~INR 5,272 Lacs as on 31st March 2023 and revenue from operations and profit before tax and exceptional items of ~INR 1,298 Lacs and ~INR 802 Lacs respectively for the year ended 31st March 2023.

1.1.4 VCL has reported a shareholder's fund of ~INR 6,136 Lacs as on 31st December, 2023 and revenue from operations and profit before tax and exceptional items of ~INR 769 Lacs and ~INR 1,151 Lacs respectively for the 9 months period ended 31st December, 2023.

1.1.5 The shareholding pattern of VCL as on 31st December, 2023 is as follows:

Sl. No.	Shareholders	No. of Shares	% Holding
a.	Dalmia NE	1,83,73,461	97.21%
b.	Others	5,26,409	2.79%
Total		**1,88,99,870**	**100.00%**

1.2 Dalmia Cement (North East) Limited ("Dalmia NE")

1.2.1 Dalmia Cement (North East) Limited (CIN: U26942AS2004PLC007538) is an unlisted public company limited by shares, incorporated on 20th September, 2004, having its registered office at 3rd & 4th Floor, Anil Plaza-II, ABC, G.S. Road, Guwahati, Kamrup, Assam - 781005. Dalmia NE holds 1,83,73,461 fully paid up equity shares having face value of INR 10 each of VCL amounting to 97.21% of the total equity share capital of VCL.

1.2.2 Dalmia NE is engaged in the business of manufacturing and selling of cement and clinker.

1.2.3 Dalmia NE has reported shareholders' fund of ~INR 47,823 Lacs as on 31st March 2023, revenue from operations and profit before tax and exceptional item of ~INR 1,26,645 Lacs and ~INR 22,839 Lacs respectively for the year ended 31st March 2023.

1.2.4 Dalmia NE has reported a shareholder's fund of ~INR 2,18,731 Lacs as on 31st December, 2023 and revenue from operations and profit before tax and exceptional items of ~INR 1,00,790 Lacs and ~INR 23,608 Lacs respectively for the 9 months period ended 31st December, 2023.

1.2.5 The shareholding pattern of Dalmia NE as on 31st December, 2023 is as follows:

Sl. No.	Category	No. of Shares	% Holding
a.	Dalmia Cement (Bharat) Limited (including its nominees)	1,74,52,71,888	89.87%
b.	Haigreve Khaitan (Escrow Account – DCBL)	5,74,05,837	2.96%
c.	RCL Cements Limited	3,10,68,400	1.60%
d.	Vinay Cement Limited	1,89,31,600	0.97%
e.	Haigreve Khaitan (Escrow Account – Bawri Group)	2,05,33,729	1.06%
f.	Assam Industrial Development Corporation	1,09,28,423	0.56%
g.	Bawri Group & others	5,78,71,603	2.98%
Total		**1,94,20,11,480**	**100.00%**

2. SCOPE & PURPOSE

2.1 I understand that management is contemplating to undertake a Scheme of Arrangement between VCL and Dalmia NE to transfer the Demerged Undertaking of VCL which is related to the core business of manufacturing and selling of cement and clinker of its holding company, Dalmia NE. The Scheme will result in pooling of existing resources of VCL having expertise in the cement and mining related operations with Dalmia NE leading to a centralized and more efficient management of funds, greater economies of scale and a bigger and stronger resource base for future growth of the group's cement business, to drive synergies resulting in benefits of cost optimization and cost reduction by bringing similar lines of business under same roof and facilitating focused growth thereof. The Scheme will facilitate group's vision of consolidating cement business operations.

2.2 The proposed Demerger amongst VCL & Dalmia NE is to be affected through Scheme of Arrangement on a going concern basis with effect from 31st March, 2023 (**"Appointed Date"**) pursuant to the provisions of Section 230 to 232 and other applicable provisions of the Companies Act, 2013 (including any statutory modifications, re-enactments or amendments thereof) and other applicable rules issued thereunder to the extent applicable. In consideration thereof 11% NCRPS of Dalmia NE will be issued to the equity shareholders of VCL upon the Scheme of Arrangement becoming effective. The number of NCRPS of Dalmia NE of face value of ₹10 each to be issued for each equity share held in VCL of face value of ₹10 each in the event of proposed Demerger is referred to as the **"Share Exchange Ratio"**.

2.3 In this regard, I have been appointed by the management of both the Companies on 5th March, 2024 to submit a Valuation Report recommending a Share Exchange Ratio **("Report")** in connection with the Proposed Transaction amongst VCL and Dalmia NE to be placed before the Audit Committee of VCL, Audit cum Governance Committee of Dalmia NE and Board of Directors **("Boards")** of the Companies as required under the provisions of Section 230-232 of the Companies Act, 2013 and other applicable rules issued thereunder.

2.4 The scope of my services is to conduct a relative valuation of the Demerged Undertaking of VCL and NCRPS of Dalmia NE and recommend a Share Exchange Ratio as on 31st December, 2023 **("Valuation Date")** for issue of NCRPS of Dalmia NE to the equity shareholders of VCL for the Proposed Transaction.

2.5 This Report will be placed before the Boards, Audit Committee of VCL and Audit cum Governance Committee of Dalmia NE, as applicable and to the extent mandatorily required under the applicable laws of India. This Report may be required to be produced before the National Company law Tribunal or any other judicial, regulatory or government authorities, shareholders in connection with the Proposed Transaction under applicable laws.

2.6 I have considered financial information up to 31st December, 2023 and the current market parameters in my analysis and made adjustments for additional facts made known to me till the date of my Report which will have a bearing on the valuation analysis to the extent considered appropriate. Further, the management has informed me that all material information impacting the Companies has been disclosed to me.

2.7 The management has informed me that:

a) There would not be any capital variation in the Companies till the Proposed Transaction becomes effective without the approval of the shareholders;

b) Neither Companies would declare any dividend which are either materially different than those declared in the past few years or having materially different yields.

c) There are no unusual / abnormal events in VCL since the last result declaration date till the Report date materially impacting their operating/ financial performance.

I have relied on the above while arriving at the Share Exchange Ratio for the Proposed Transaction.

2.8 This Report is my deliverable in respect of my recommendation on the Share Exchange Ratio for the Proposed Transaction.

2.9 My opinion is based on prevailing market, economic and other conditions as at the date of this Report. These conditions can change over relatively short periods of time. Any subsequent changes or material deviations in these conditions could have an impact upon my opinion. I do not undertake to update this Report for events or circumstances arising after the date of this Report.

2.10 This Report is subject to the assumptions, exclusions, limitations and disclaimers detailed hereinafter. As such, the Report is to be read in totality, and not in parts, in conjunction with the relevant documents referred to therein.

3. SOURCE OF INFORMATION AND PROCDURES ADOPTED

3.1 For the purpose of this valuation exercise, I have received & relied upon the following sources of information:

- Audited financial statements of VCL & Dalmia NE for FY 19-20, 20-21, 21-22 & 22-23;
- Management certified Statement of Profit and Loss for the 9 month period ended 31st December, 2023 and the Balance Sheet as on 31st December, 2023 for the Demerged Undertaking of VCL & of Dalmia NE;

- Management certified financial projections for the Demerged Undertaking with key financial assumptions, for the period commencing from Q4 of FY 23-24 to FY 25-26;
- Details of contingent liabilities of VCL, if any, as on 31st December, 2023 and management estimates for its crystallization;
- Income tax return of VCL for AY 23-24 and draft computation of income for AY 24-25 showing accumulated business losses of ~₹ 13,030 Lacs and unabsorbed depreciation of ~₹ 2,578 Lacs as on 1st April, 2023;
- Details of surplus assets pertaining to Demerged Undertaking as on 31st December, 2023;
- Key terms of the NCRPS to be issued by Dalmia NE;
- Shareholding Pattern of the Companies as on 31st December, 2023;
- Brief business overview of the Companies and its past & current operations;
- Management certified draft Scheme of Arrangement for the Proposed Transaction;
- Management Representation Letter of VCL & Dalmia NE dated 19th March, 2024, containing various data, documents and information relating to the Companies;
- Letter from Directorate of Geology & Mining, Assam dated 1st February, 2024 addressed to the Company, demanding a payment of surface rent to the tune of ~ ₹ 30.5 Lacs.
- Various other agreements and/or documents and/or information related to the Company including, *inter alia*, mining lease deed, its renewal documents and Dalmia NE's credit rating report;
- Such other necessary information as considered relevant.

3.2 In addition to review of the above information, I have also held various discussions with the management and other key personnel of the Companies from time to time regarding past, current & future business operations and obtained requisite explanation and clarification of data provided, either in oral or written form or in soft copy.

3.3 For the above exercise, I have also analyzed general market data, including economic, governmental, environmental forces and industry information that may affect the valuation of Demerged undertaking of VCL and NCRPS of Dalmia NE.

3.4 Further, I have also relied on published and secondary sources of data whether or not made available by the Companies. I have not independently verified the accuracy or timeliness of the same.

3.5 Management of VCL and Dalmia NE has been provided with an opportunity to review the Draft Report for confirming the accuracies of facts and statements made herein this Report.

4. ASSUMPTIONS, EXCLUSIONS, LIMITATIONS & DISCLAIMERS

4.1 This Report is intended only for the sole use and information of the Boards of the Companies and only in connection with the Proposed Transaction including for the purpose of obtaining regulatory approvals, as required under applicable laws of

India. Valuation analysis and results are specific to the purpose of valuation and is not intended to represent value at any time other than Valuation Date for the purpose of this Report and as per agreed terms of my engagement. It may not be valid for any other purpose or as at any other date. Also, it may not be valid if done on behalf of any other entity.

4.2 This Report, its contents and the results are specific to (i) the purpose of valuation agreed as per the terms of my engagement; (ii) the Valuation Date and (iii) are based on the financial information of the Companies till 31st December, 2023. The management of the Companies have represented that the business activities of the Companies have been carried out in normal and ordinary course between 1st January, 2024 and the Report Date and that no material changes have occurred in their respective operations and financial position between 1st January, 2024 and the Report Date.

4.3 I have no responsibility to update the Report for any events and circumstances occurring after the date of the Report. However, I reserve the right to amend or replace the Report at any time in the event of any material change in the facts presented to me. My valuation analysis was completed on a date subsequent to the Valuation Date and accordingly I have taken into account such valuation parameters and over such period, as I considered appropriate and relevant, up to a date close to Valuation Date.

4.4 This Report and the information contained herein are absolutely confidential and is prepared for the stated purposes in this Report. This Report should not be copied, disclosed, circulated, quoted or referred to either in whole or in part, in correspondence or in discussion with any other person except to whom it is issued without my written consent. The Companies are required to submit this Report to regulatory or judicial authorities, government authorities, courts, shareholders, in connection with the Proposed Transaction to the extent mandatorily required under applicable laws of India. I hereby consent to such disclosure of this Report, on the basis that I owe responsibility only to the Boards of the Companies that have engaged me, under the terms of my engagement, and no other person; and that, to the fullest extent permitted by law, I accept no responsibility or liability to the shareholders of the Companies or any other party, in connection with this Report. The results of my valuation analysis and my Report cannot be used or relied by the Companies for any other purpose or by any other party for any purpose whatsoever. Possession of this Report, or a copy thereof, does not carry with it the right of publication of all or any part of it, nor may it be used for any purpose by anyone, without the previous written consent of me and, in any event, only with proper attribution.

4.5 For the purpose of providing recommendation on the Share Exchange Ratio, I have used financial and other information provided to me by the management of the Companies and the information that was publicly available, sourced from subscribed databases and formed substantial basis for this Report which I believe to be reliable and conclusions are dependent on such information being complete and accurate in all material aspects. While information obtained from public domain or external sources have not been verified for authenticity, accuracy or completeness, I have obtained information as far as possible, from sources generally considered to be reliable. I assume no responsibility for such information.

4.6 In accordance with the terms of engagement letter and in accordance with the customary approach adopted in valuation exercises, I have read, analysed and discussed the projected financial information but I haven't commented on the achievability and reasonableness of the assumptions provided to me save for satisfying myself to the extent possible that they are consistent with other information provided to me in the course of the assignment. I have not audited, certified, carried out a due diligence, or otherwise investigated the historical and projected financial information, if any, provided to me regarding the Companies. Also, with respect to explanations and information sought from the managements, I have been given to understand by the management that they have not omitted any relevant and material factors about the Companies and that they have checked the relevance or materiality of any specific information to the present exercise with me in case of any doubt.

4.7 It should be noted that I have examined the Share Exchange Ratio for the Proposed Transaction and not examined any other matter including economic rationale for the Proposed Transaction per se or accounting, legal or tax matters involved therein.

4.8 The Report assumes that the Companies comply fully with relevant laws and regulations applicable in all its areas of operations unless otherwise stated, and that the Companies will be managed in a competent and responsible manner. Further, except as specifically stated to the contrary, this Report has given no consideration to matters of a legal nature, including issues of legal title and compliance with local laws, and litigation and other contingent liabilities that are not disclosed in the audited / unaudited balance sheets of the Companies / their holding / subsidiary / associates / joint ventures / investee companies, if any.

4.9 My Report is not, nor should it be construed as my opining or certifying the compliance of the Proposed Transaction with the provisions of any law / standards including companies, accounting and taxation laws / standards or as regards any legal, accounting or taxation implications or issues arising from such Proposed Transaction.

4.10 I express no opinion on the achievability of the forecasts, if any, relating to the Companies given to me by the management. The fee for my valuation analysis and the Report is not contingent upon the results reported.

4.11 The Companies and their representatives warranted to me that the information as supplied to me is complete & accurate. Financial results reflect the result of operations and financial condition in accordance with Indian Accounting Standards (Ind AS). Information &/or explanations, as provided by the management or other key management personnel of the Companies has been accepted as correct without further verification and I express no opinion on that information.

4.12 My conclusion is based on the assumptions and information given to me by/on behalf of the Companies. A valuation or determination of Share Exchange Ratio of this nature involves consideration of various factors including market conditions in general and industry trends in particular. This Report is issued on the understanding that the management has drawn my attention to all the matters, which they are aware of concerning the financial position of the Companies and any other matter, which may have an impact on my opinion, on the Share Exchange Ratio for the Proposed Transaction as on the Valuation Date. If there were any omissions, inaccuracies or misrepresentations of the information and financial projections as provided by the management or other key management personnel of the Companies, this may have a material effect on my findings.

4.13 Valuation work, by its very nature, cannot be regarded as an exact science and the conclusions arrived at in many cases will be subjective and dependent on the exercise of individual judgment. Given the same set of facts and using the same assumptions, expert opinion may differ due to separate judgments & decisions, which have to be made. The fair value of Demerged Undertaking of VCL and Non-Cumulative Redeemable Preference Shares to be issued by Dalmia NE has been derived in accordance with Valuation Standards, RBI Master Directions & Fixed Income Money Market and Derivatives Association of India (**"FIMMDA"**) circular on valuation of investments.

4.14 My engagement is limited to preparing the report to be submitted to the management of VCL & Dalmia NE. I shall not be liable to provide any evidence for any matters stated in the report nor shall I be liable or responsible to provide any explanation or written statement for any assumption, information, methodology or any other matter pertaining to the Report. However, in case I am required to appear before any regulatory authority as per law, the party seeking my evidence in the proceedings shall bear the cost/professional fee of attending court / judicial proceedings and my tendering evidence before such authority shall be under the applicable laws. In any case, my liability to the management or any third party is limited to be not more than 10% of the amount of the basic fee received by me for this engagement.

5. VALUATION

5.1 BASIS OF VALUATION

The purpose of this Report is to recommend a Share Exchange Ratio for the proposed Demerger on the basis of fair value of Demerged Undertaking of VCL and NCRPS of Dalmia NE on a going concern basis, arrived at by the Valuer vide another valuation report dated 19th March, 2024, as on Valuation Date.

5.2 KEY FACTORS AFFECTING VALUATION

To carry out a valuation, I consider certain fundamental factors that affect the wealth generating capability of the companies. These include:

- General economic outlook as well as current & expected conditions in the business environment;
- Competitive environment prevailing within the industry;
- Relative competitive advantages of the business in terms of the service capability, management capabilities, etc.;
- Historical financial and operational performance.

5.3 VALUATION METHODOLOGIES AND RATIONALE

Valuation cannot be regarded as an exact science, given the same set of facts & using the same assumptions, expert opinion may differ due to the number of separate judgment decisions, which have to be made. There can be three internationally accepted approaches to valuation as per Valuation Standards 2018 issued by ICAI:-

(i) Cost Approach,
(ii) Market Approach and
(iii) Income Approach.

5.3.1 COST APPROACH

Net Assets Value ("NAV") Method

- Under this method, total value of the business or asset is based on sum of the Net Assets Value either on book value or realizable value or replacement cost basis. NAV methodology is most applicable for the business where the value lies in the underlying assets and not the ongoing operations of the business. NAV method does not capture the future earning capacity of the business.

- This method is mainly used in the cases where the fixed asset base dominates the earnings capability. It is most commonly used in for valuation of Finance companies, Real Estate companies and manufacturing companies having wide asset base, where the assets of the company represent its value.

- In the present case, this method has been used for the fair valuation of Demerged Undertaking since projections has been considered for explicit forecast period from Q4 of FY 23-24 to FY 25-26.

- However, for the purpose of valuation of NCRPS, cost approach has not been considered as this approach does not capture the cash flow generating capacity of the financial instrument and as such the true worth of the financial instrument is not reflected.

5.3.2 MARKET APPROACH

Market Multiple Method

- Under Market Multiple Method, the value is determined on the basis of multiples derived from valuations of comparable companies, as manifested through stock market valuations of listed companies.

- This valuation is based on the principle that market valuations, taking place between informed buyers and informed sellers, incorporate all factors relevant to valuation. Relevant multiples need to be chosen carefully and adjusted for differences between the circumstances.

- Since the Demerged Undertaking is engaged in distinctive business operations, there is unavailability of listed companies which are engaged in same line of business. Accordingly, this method has not been considered for the valuation exercise of the Demerged Undertaking. For the purpose of valuation of NCRPS, due to absence of adequate number of comparable instruments, market approach for arriving at valuation has not been relied upon.

Market Transactions Method

- This method is based on the assumption that if comparable Asset (or company) has fetched certain price, then the subject asset (or company) will realize a price something near to it. This method involves reviewing transactions for companies that are in the same or similar line of business as the company being valued and then, applying the relevant pricing multiples to the subject company to determine its value. The method might involve private company transactions or public company transactions. Adjustments are commonly made to these valuation measures before applying to the subject company to ensure an "Apple-to-Apple" comparison. One or many comparable sales might be considered under this method depending on the data available and the degree of similarity of the company being valued.

- This method has not been used for fair valuation of the Demerged Undertaking and NCRPS due to non-availability of transactions comparable to the Proposed Transaction in the recent past in respect of which complete details of the deal structure, etc. are available in public domain.

5.3.3 <u>INCOME APPROACH</u>

Discounted Cash Flow (“DCF”) Method

- DCF Method seeks to arrive at a value of a business based on the strength of its future cash flows. This method captures the risk involved with these cash flows.

- Under this method, the business is valued by discounting its free cash flows for an explicit forecast period and the perpetuity value thereafter. The free cash flows to the firm (“FCFF”) represent the cash available for distribution to both the owners and the creditors of the business. The free cash flows in the explicit period and those in perpetuity are discounted by Weighted Average Cost of Capital (“WACC”). WACC is an appropriate rate of discount to calculate the present value of the future free cash flows as it considers debt-equity risk and also debt-equity ratio of the company/industry.

- To the present value of the cash flows so arrived, adjustments are made for the value of debt, surplus/non-operating assets including investments, surplus cash & bank balance and contingent assets/liabilities and other liabilities, if any, in order to arrive at the Equity value of the company.

- This method is most suited for preference shares that are non-convertible and redeemable after a maturity period. The first step in this method is to estimate the cash flows including the redemption price and the annual dividend payments over the life of the security expected by the holder of the preference shares. This is usually computed by multiplying the coupon rate with the face value of the preference shares. The second step in this method is to estimate an appropriate discount rate. This is based on the market yield expected by the holder of the preference shares. This is usually computed by estimating the appropriate required yield for the company issuing preference shares, the risk that the dividends on the preference shares will not be paid and risk that the preference shareholder will not receive the full liquidation payment in the event of the company's liquidation. The third step is to discount the cash flows determined in the first step by an appropriate discount rate determined under second step and arriving at the present value of the future cash flows.

- I have considered DCF method to derive the value of Demerged Undertaking of VCL since the Demerged Undertaking is an operating division and derives its value from its operations. Since DCF captures the future prospects of the company, DCF Method has been used.

- With respect to valuation of NCRPS, the key value-driver is the future dividend stream, discounted at the required rate of return, considering the degree of certainty in receiving the dividends. Hence, DCF method has been considered for valuation of NCRPS.

5.4 VALUATION METHODOLOGIES AND RATIONALE

5.4.1 It should be understood that the valuation of any company or its assets is inherently imprecise and is subject to certain uncertainties and contingencies, all of which are difficult to predict and are beyond my control. In performing my analysis, I made certain assumptions with respect to industry performance and general business and economic conditions. In additions, this valuation will fluctuate with changes in prevailing market conditions, the conditions and prospects, financial and otherwise, of the Companies, and other factors which generally influence the valuation of Companies and their assets.

5.4.2 The application of any particular method of valuation depends on the purpose for which the valuation is done. My choice for methodology of valuation has been arrived at using usual and conventional methodologies adopted for transactions of a similar nature and my reasonable judgment, in an independent and bona fide manner based on my previous experience of assignment of a similar nature.

5.4.3 **Net Asset Value Method:**

5.4.3.1 Demerged Undertaking of Vinay Cement Limited:

Under this method, for the purpose of valuation of Demerged Undertaking, the value of the limestone reserves is arrived at by multiplying the balance of limestone reserves expected to be available with VCL as on 31st December, 2023 with the per unit IBM Average Sale Price for Limestone (Assam) net of royalty, blasting charges and income tax. Further, adjustments were made to arrive at the Equity Value of the Demerged Undertaking by adding net asset value of the remaining assets and liabilities of the Demerged Undertaking expected to be realized at their respective carrying values based on management representation, except ROU Asset, Deposits having Maturity > 12 months & Interest Receivable on Current/Non-Current Deposits, Current Investments (in Mutual Funds) and Cash & Bank Balances taken on respective realizable/fair values and reducing the probable outflow pertaining to contingent liabilities.

5.4.3.2 NCRPS of Dalmia Cement (North East) Limited:

This method has not been considered for the purpose of valuation of NCRPS.

5.4.4 **Discounted Cash Flow Method**:

5.4.4.1 Demerged Undertaking of Vinay Cement Limited:

I have determined the Net Present Value of the Cash-flows ("**NPV of Cash-flows**") of Demerged Undertaking as the aggregate of the present value of cash flows of the Explicit Period from Q4 of FY 23-24 to FY 26-26. Operating cash flows have been projected by the company considering its future prospects, limestone reserves, period of right to use of mining lease, etc.

For arriving at the Equity value of Demerged Undertaking of VCL under this method, NPV of Cash-flows is suitably adjusted for Provision for Taxes, Contingent Liabilities, Present Value of Net-Assets remaining at the end of explicit forecast period and Surplus Assets, viz., ROU Asset, Deposits having Maturity > 12 months & Interest Receivable on Current/Non-Current Deposits, Current Investments (in Mutual Funds) and Cash & Bank Balances.

Management confirms that VCL has been carrying its normal operations after 1st January, 2024 till the date of this Report and no significant deviations in the operations have taken place.

5.4.4.2 NCRPS of Dalmia Cement (North East) Limited:

Under this method for arriving at Fair Value of NCRPS of Dalmia NE, I have determined the present value of the cash flows of the instrument i.e. the future dividend payable and redemption price.

In order to arrive at the value of NCRPS, I have discounted the cash flows at the required rate of return, considering the degree of certainty in receiving the dividends.

6. RECOMMENDATION OF EXCHANGE RATIO

6.1 The basis of the NCRPS to be issued pursuant to Demerger of undertaking comprising of cement and mining business operation of VCL into Dalmia NE would have to be determined after taking into consideration all the factors and methods mentioned hereinabove. Though different values have been arrived at under each of the above methods, as applicable, for the purposes of recommending the share exchange ratio it is necessary to arrive at a final value. It is however important to note that in doing so, I am not attempting to arrive at the absolute value of the Demerged Undertaking and NCRPS, but at their relative values to facilitate the determination of the Fair Share Exchange Ratio. For this purpose, it is necessary to give appropriate weights to the values arrived at under each approaches / methods.

6.2 The Share Exchange Ratio has been arrived at on the basis of a relative valuation of the Demerged Undertaking and value of NCRPS based on the various approaches / methods explained herein earlier and various qualitative factors relevant to each company and the business dynamics and growth potentials of the businesses of the Companies, having regard to information base, key underlying assumptions and limitations.

6.3 In light of the above and on consideration of all the relevant factors and circumstances as discussed & outlined hereinabove referred to earlier in this Report for Proposed Transaction and upon the proposed Scheme becoming effective, in my opinion, I recommend Share Exchange Ratio for the proposed Demerger as below:

"1.174 fully paid up 11% Non-Cumulative Redeemable Preference Shares of face value of ₹10 each of Dalmia NE for every 1 fully paid up equity share of face value of ₹10 each held in VCL."

The aforesaid share exchange ratio has been recommended based on value of Demerged Undertaking of VCL and Value of NCRPS of Dalmia NE as arrived under various valuation methodologies tabled hereunder:

Valuation Approach	Demerged Undertaking of VCL		NCRPS of Dalmia NE	
	Weight	Value per Share (₹)	Weight	Value per Share (₹)
Asset Approach – Net Asset Value	50%	12.16	-	-

Income Approach – Discounted Cash Flow Method	50%	11.33	100%	10
Value per share	**100%**	**11.74**	**100%**	**10**
Exchange Ratio				**1.174**

Regards,

Pradhan Priya Dass
IBBI Registration No: – IBBI/RV/06/2022/14558
Date: 19th March, 2024
Place: Bangalore
ICAI UDIN: 24219962BKCQCQ1072
Reference No: PPD/VAL/FY2324/13

VINAY CEMENT LIMITED

REPORT ADOPTED BY THE BOARD OF DIRECTORS OF VINAY CEMENT LIMITED AT ITS MEETING HELD ON March 19, 2024 EXPLAINING EFFECT OF THE SCHEME OF ARRANGEMENT FOR DEMERGER OF UNDERTAKING COMPRISING OF CEMENT AND MINING BUSINESS OPERATION OF VINAY CEMENT LIMITED INTO DALMIA CEMENT (NORTH EAST) LIMITED, ON SHAREHOLDERS, KEY MANAGERIAL PERSONNEL, PROMOTERS AND NON PROMOTER SHAREHOLDERS PURSUANT TO THE PROVISIONS OF SECTION 232(2) (c) OF THE COMPANIES ACT, 2013.

1. Background

1.1. The Board of Directors ("**Board**") of Vinay Cement Limited ("**VCL**" or "**the Company**") at its meeting held on March 19, 2024 have considered and approved the proposed Scheme of Arrangement for demerger of undertaking comprising of cement and mining business operation of the Company to Dalmia Cement (North East) Limited ("**Dalmia North East**") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, as applicable ("**the Scheme**").

1.2. The Company is a subsidiary of Dalmia North East who holds 97.21% of the equity share capital of the Company.

1.3. In terms of Section 232(2)(c) of Companies Act, 2013 (**"the Act"**), a report from the Board of the Company explaining the effect of the Scheme on each class of shareholders, key managerial personnel (**"KMPs"**), promoters and non-promoter shareholders of the Company laying out in particular the share exchange ratio and specifying any special valuation difficulties, if any and the same is required to be circulated as part of the notice of the meeting(s) to be held for the purpose of approving the Scheme. This report of the Board is accordingly being made in pursuance to the requirements of Section 232(2) (c) of the Act.

Vinay Cement Limited
Subsidiary of Dalmia Cement (North East) Limited [Formerly known as Calcom Cement India Limited]
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Registered Office: 16 Kilo, Jamuna Nagar, Post Office Umrangshu, District Dimahasao (N.C. Hills) - 788 931, Assam, India. A Dalmia Bharat Group company, www.dalmiabharat.com

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2. Background of the Scheme

2.1. The Scheme entails the demerger of undertaking comprising of cement and mining business operation of the Company into Dalmia North East ("**Demerger**") in accordance with Sections 230 to 232 and other applicable provisions of the Act and Section 2(19AA) of the Income Tax Act, 1961, as amended from time to time. The Appointed Date for the Scheme is March 31, 2023.

3. Rationale of the Scheme:

The objective of the Scheme is to transfer the Demerged Undertaking of the Company which is related to the core business of manufacturing and selling of cement and clinker of its holding company, Dalmia North East. The Scheme is proposed with a view, inter alia, to achieve the following benefits:

3.1. The Scheme will result in pooling of existing resources of the Company having expertise in the cement and mining related operations with Dalmia North East leading to a centralized and more efficient management of funds, greater economies of scale and a bigger and stronger resource base for future growth of the group's cement business.

3.2. The Scheme will drive synergies resulting in benefits of cost optimization and cost reduction by bringing similar lines of business under same roof and facilitating focused growth thereof. The Scheme will aid Dalmia North East in sharpening its competitiveness through cost saving.

3.3. The Scheme will enable Dalmia North East to reduce cost of production to through backward integration of supply chains i.e. use of limestone mines leased to VCL.

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3.4. The Scheme will result in rationalization of operations with greater degree of operational efficiency and optimum utilization of various resources.

3.5. The Scheme will facilitate group's vision of consolidating cement business operations.

3.6. The Demerger will enable both the Company and Dalmia North East to achieve and fulfill their objectives more efficiently and offer opportunities to the management of both the companies to pursue growth and expansion opportunity.

3.7. The Scheme, as envisaged, is in the best interests of the shareholders, employees, creditors and other stakeholders of the companies by pursuing a focused business approach under Dalmia North East, thereby resulting in overall maximization of value creation of all the stakeholders involved.

4. **Documents placed before the Board**

4.1. While deliberating on the Scheme, the Board had, inter-alia, considered and took on record following necessary documents ('**Documents**'):

(a) Draft Scheme;

(b) Certificate on Accounting Treatment dated March 19, 2024 from Walker Chandiok & Company LLP, statutory auditors of the Company, confirming that the accounting treatment contained in the Scheme is in compliance with all the applicable Indian Accounting Standards specified by the Central Government under Section 133 of the Act read with the rules framed thereunder, as applicable, and other generally accepted accounting principles, in terms of proviso to Section 230(7) and Section 232(3) of the Act ("**Auditor's Certificate**");

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(c) Report dated March 19, 2024 issued by Mr. Pradhan Priya Dass, IBBI registered valuer, for the purpose of arriving at the fair value of the undertaking comprising of cement and mining business operation of the Company (**"Demerged Undertaking"**) & fair value of non-cumulative redeemable preference shares to be issued by Dalmia North East in consideration of Demerger pursuant to the Scheme. (**"Valuation Report"**)

(d) Report dated March 19, 2024 issued by Mr. Pradhan Priya Dass, IBBI registered valuer, for the purpose of arriving at the share exchange ratio (**"Share Exchange Ratio"**), describing, *inter alia*, the methodology adopted by the IBBI registered valuer in arriving at the same for the demerger of undertaking comprising of cement and mining business operation of the Company (**"Share Exchange Ratio Report"**).

(e) Report dated December 31, 2023, issued by Mrinal Pathak, IBBI registered valuer determining the fair value of land of VCL comprising in Demerged Undertaking.

5. **Effect of the Scheme on each class of Shareholders, Key Managerial Personnel, Promoters and Non-Promoter Shareholders:**

5.1. **Equity Shareholders: Promoters and Non-Promoters**

(a) Under the Scheme, an arrangement is sought to be entered into between the Company and Dalmia North East and their respective shareholders and creditors.

(b) Upon the sanctioning of the Scheme and in terms of Clause 10 of the Scheme, Dalmia North East shall issue and allot its Non-Cumulative Redeemable Preference shares to the equity shareholders of the Company holding 2.79% of the equity shares as on Record Date (except to the extent the equity shares held by Dalmia Cement (North East) Limited itself).

(c) The value of Non-cumulative Redeemable Preference shares mentioned above has been arrived at based on the Valuation Report issued by Mr. Pradhan Priya Dass, IBBI registered valuer. The Valuation Report has been duly approved by the Audit cum Governance Committee of the Dalmia North East, Audit Committee of the Company and Board of Directors of the Dalmia North East & Company. Hence, there shall be no adverse effect on the shareholders of the Company.

(d) Upon the Scheme coming into effect and in consideration of demerger, the shareholders of the Company (other than for shares held by Dalmia North East in the Company), whose name appears in the register of member as on the Record Date (as defined in the Scheme) or to their respective heirs, executors, administrators or other legal representatives or the successors-in-title as the case may be, shall be eligible to receive 1.174 fully paid up 11% Non-cumulative Redeemable Preference shares of face value of INR 10/- each of Dalmia North East for every 1 (one) fully paid up equity shares of face value of INR 10/- each of the Company held by such shareholder.

(e) The Share Exchange Ratio mentioned above has been arrived at based on the Share Exchange Ratio Report issued by Mr. Pradhan Priya Dass, IBBI registered valuer. The Valuation Report has been duly approved by the Audit cum Governance Committee of Dalmia North East, Audit Committee of the Company and Board of Directors of the Dalmia North East & the Company. Hence, there shall be no adverse effect on the shareholders of the company.

(f) The Non-cumulative Redeemable Preference shares to be issued and allotted by Dalmia North East in terms of the Scheme shall be subject to the provisions of the Memorandum and Articles of Association of Dalmia

(g) The Non-cumulative Redeemable Preference shares to be issued by the Dalmia North East pursuant to this Scheme in respect of equity shares of the Company which are held in abeyance, if any, under the Act or otherwise shall, pending allotment or settlement of dispute by order of a court or otherwise, also be kept in abeyance by the Dalmia North East.

(h) The promoters of the Company shall continue to remain the promoters even after the effectiveness of the Scheme.

5.2. **Directors and KMPs**

The directors and KMPs of the Company shall cease to be responsible for the management of the business undertaking transferred to Dalmia North East pursuant to Demerger, unless they are also appointed as directors / KMPs of Dalmia North East.

The KMPs and directors of the Company and their respective relatives may be deemed to be concerned and/ or interested in Demerger only to the extent of their shareholding in the Company (if any). Save as aforesaid, none of the said directors or key managerial personnel has any material interest in the Scheme.

6. **Valuations:**

6.1. **Demerged Undertaking & Non-Cumulative Redeemable Preference shares**

(a) Mr. Pradhan Priya Dass, an IBBI registered valuer (Regn no: IBBI/RV/06//2022/14558), has issued Valuation Reports determining the fair value of undertaking comprising of cement and mining business operation of the Company and Non-cumulative Redeemable Preference shares to be issued by Dalmia North East in consideration for demerger pursuant to the Scheme.

(b) The valuer has not expressed any special difficulty while carrying out the above exercise.

6.2. **Share Exchange Ratio:**

(a) Mr. Pradhan Priya Dass, an IBBI registered valuer (Regn no: IBBI/RV/06//2022/14558), has issued Share Exchange Ratio Report determining the share exchange ratio for demerger of undertaking comprising of cement and mining business operation of the Company.

(b) Following share exchange ratio has been determined by the valuer, in Share Exchange Ratio Report, issued by him-

"1.174 fully paid up 11% Non-cumulative Redeemable Preference shares of face value INR 10 each of Dalmia North East shall be issued and allotted for every 1 (one) fully paid up equity shares of face value INR 10 each held in the Company."

(c) The valuer has not expressed any special difficulty while carrying out the above exercise.

7. **Adoption of the Report by the Directors:**

The directors of the Company have adopted this report after noting and considering the information set forth in the report. The Board is entitled to

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make relevant modifications to this report, if required, and such modification or amendments shall be deemed to form part of this report.

By Order of the Board
For **Vinay Cement Limited**

Rachna Goria
Company Secretary
FCS 6741
Date: March 19, 2024

Vinay Cement Limited
Subsidiary of Dalmia Cement (North East) Limited [Formerly known as Calcom Cement India Limited]
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INDEPENDENT AUDITOR'S REPORT

To the Members of Vinay Cement Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of **Vinay Cement Limited** ('the Company'), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

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

4. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Director's Report, but does not include the financial statements and our auditor's report thereon.

   Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained 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 and Those Charged with Governance for the Financial Statements

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

6. In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either

intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

9. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

   - Conclude on the appropriateness of Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and

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

10. 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.

Other Matter

11. The financial statements of the Company for the year ended 31 March 2023 were audited by the predecessor auditor, Deloitte Haskins & Sells, Chartered Accountant who have expressed an unmodified opinion on those financial statements vide their audit report dated 22 April 2023.

Report on Other Legal and Regulatory Requirements

12. Based on our audit, we report that the Company has not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable.

13. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act we give in the Annexure I a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

14. Further to our comments in Annexure I, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying financial statements;

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 except for the matters stated in paragraph 14(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

c) The financial statements dealt with by this report are in agreement with the books of account;

d) In our opinion, the aforesaid financial statements comply with Ind AS specified under section 133 of the Act.

e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act;

f) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 14(b) above on reporting under section 143(3)(b) of the Act and paragraph 14(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended

g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2024 and the operating effectiveness of such controls, refer to our separate report in Annexure II wherein we have expressed an unmodified opinion; and

h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

   i. the Company, as detailed in note 27(a) to the financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2024;

   ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024;

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2024;

   iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 39(v) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any persons or entities, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

   b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 39(vi) to the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

   c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The Company has not declared or paid any dividend during the year ended 31 March 2024.

vi. Based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2023, have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature was not enabled at database level for the accounting software used for maintaining books of accounts and other software used for processing financial information for logistic, freight and discount/ distributer claims, as described in note 41 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where such feature is enabled.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371
UDIN: 24512371BKFEUG1120

Place: New Delhi
Date: 22 April 2024

ANNEXURE I REFERRED TO IN PARAGRAPH 13 OF THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE TO THE MEMBERS OF VINAY CEMENT LIMITED ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2024

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we report that:

i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets.

(B) The Company does not have any intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The property, plant and equipment and relevant details of right-of-use assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification programme adopted by the Company, is reasonable having regard to the size of the Company and the nature of its assets.

(c) The Company does not own any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company

(d) The Company has not revalued its property, plant and equipment including right-of-use assets during the year. Further, the Company does not hold any intangible assets.

(e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.

ii. (a) The management has conducted physical verification of inventory at reasonable intervals during the year except for inventory lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate and where discrepancies of 10% or more in the aggregate for each class of inventory noticed on physical verification as compared to book records have been properly dealt with in the books of account. In respect of inventory lying with third parties, these have substantially been confirmed by the third parties.

(b) The Company has not been sanctioned working capital limits by banks or financial institutions on the basis of security of current assets at any point of time during the year. Accordingly, reporting under clause 3(ii)(b) of the Order is not applicable to the Company.

iii. The Company has not made investments in, provided any guarantee or security to companies, firms, limited liability partnerships during the year. Further, the Company has granted loans to other parties during the year, in respect of which:

(a) The Company has provided loans to other parties during the year as per details given below:

(In Rs. Lakhs)

Particulars	Loans
Aggregate amount provided during the year (Rs.): - Others	6.2
Balance outstanding as at balance sheet date in respect of above cases Rs.): - Others	1.58

(b) In our opinion, and according to the information and explanations given to us, the terms and conditions of the grant of all loans provided are, prima facie, not prejudicial to the interest of the CompanyIn respect of loans granted by the Company, the schedule of repayment of principal has been stipulated and the repayments of principal are regular.

(c) In respect of loans granted by the Company, the schedule of repayment of principal has been stipulated and the repayments/ receipts of principal are regular.

(d) There is no overdue amount in respect of loans or advances in the nature of loans granted to such companies, firms, LLPs or other parties.

(e) The Company has not granted any loans which has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans/advances in nature of loan that existed as at the beginning of the year

(f) The Company has not granted any loans or advances in the nature of loans, which are repayable on demand or without specifying any terms or period of repayment

iv. The Company has not entered into any transaction covered under sections 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.

v. In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/ services / business activities. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

vii. (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following.

Name of the statute	Nature of dues	Gross Amount ( ) In Lacs.	Amount paid under Protest () in Lacs.	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Dima Hasao District (Taxes on entry of goods into market) Regulation, 1965	Entry Tax	39.23	-	April 2010-Oct 2010	Executive Committee, The North Cachar Hills Autonomous Council	

viii. According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously re-corded in the books of accounts.

ix. According to the information and explanations given to us, the Company does not have any loans or other borrowings from any lender. Accordingly, reporting under clause 3(ix) of the Order is not applicable to the Company

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the period covered by our audit.

(b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

xiv According to the information and explanations given to us, the Company is not required to and consequently, does not have an internal audit system as per the provisions of section 138 of the Act. Accordingly, reporting under clause 3(xiv) of the Order is not applicable to the Company.

xv. According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.

xvi The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.

(d) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) has three CICs as part of the Group

xvii. The Company has not incurred any cash losses in the current financial year as well as the immediately preceding financial year.

xviii. There has been resignation of the statutory auditors (Deloitte Haskins & Sells) during the year and based on the information and explanations given to us by the management and the response received by us pursuant to our communication with the outgoing auditors, there have been no issues, objections or concerns raised by the outgoing auditors.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet 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. According to the information and explanations given to us, the Company does not meet the criteria as specified under sub-section (1) of section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371
UDIN : 24512371BKFEUG1120

Place: New Delhi
Date: 22 April 2024

ANNEXURE II

Independent Auditor's Report on the internal financial controls with reference to the financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the financial statements of Vinay Cement Limited ('the Company') as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements 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') (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with

reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371
UDIN : 24512371BKFEUG1120

Place: New Delhi
Date: 22 April 2024

Vinay Cement Limited
CIN: U26942AS1986PLC002553
Balance Sheet as at March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	**2(i)**	-	2.20
Right-of-use-assets	**2(ii)**	-	115.05
Financial assets			
Investments	**3**	5,015.90	5,015.90
Loans	**4**	-	5.98
Other financial assets	**5**	-	195.18
Income tax assets (net)	**6**	-	32.30
		5,015.90	**5,366.61**
Current assets			
Inventories	**7**	-	24.71
Financial assets			
Investments	**8(i)**	-	-
Loans	**8(ii)**	-	6.54
Trade receivables	**8(iii)**	-	448.47
Cash and cash equivalents	**8(iv)**	7.99	54.26
Bank balances other than cash and cash equivalents above	**8(v)**	-	969.00
Other financial assets	**8(vi)**	0.60	9.82
Other current assets	**9**	-	38.86
		8.59	**1,551.66**
Assets classified as held for sale/ Assets included in disposal group held for distribution to owners	**2(iii)(a)**	2,704.42	4.89
Total assets		**7,728.91**	**6,923.16**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	**10**	1,889.99	1,889.99
Other equity	**11**	4,387.29	3,382.01
Total equity		**6,277.28**	**5,272.00**
Liabilities			
Non- current liabilities			
Provisions	**12**	-	158.87
		-	**158.87**
Current liabilities			
Financial liabilities			
Trade payables	**13**		
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		-	41.94
Other financial liabilities	**14**	-	326.17
Other current liabilities	**15**	-	349.43
Provisions	**16**	-	3.14
Current tax liabilities (net)	**17**	-	771.61
		-	**1,492.29**
Liabilities directly associated with disposal group held for distribution to owners	**2(iii)(b)**	1,451.63	-
Total equity and liabilities		**7,728.91**	**6,923.16**
Summary of material accounting policies	**1**		

The accoumpanying notes are an intergal part of the financial statements.

As per our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371

Place: New Delhi
Date: April 22, 2024

For and on behalf of the Board of Directors of Vinay Cement Limited

Rajiv Kumar Choubey
Director
DIN: 08211030

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Vinay Cement Limited
CIN: U26942AS1986PLC002553
Statement of Profit and Loss for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
Income			
Revenue from operations	**18**	946.29	1,298.18
Other income	**19**	798.69	148.80
Total income		**1,744.98**	**1,446.98**
Expenses			
Cost of materials consumed	**20(i)**	166.14	242.94
Change in inventories of finished goods	**20(ii)**	2.12	(2.12)
Employee benefits expense	**21**	123.76	256.77
Finance costs	**22**	19.85	15.25
Depreciation and amortization expense	**23**	6.74	4.79
Power and fuel		59.66	85.20
Freight charges		-	0.02
Other expenses	**24**	33.30	42.59
Total expenses		**411.57**	**645.44**
Profit before tax		**1,333.41**	**801.54**
Tax expense			
Current tax	**6(a)**	331.42	180.41
Total tax expense		**331.42**	**180.41**
Profit after tax		**1,001.99**	**621.13**
Other comprehensive Income		**-**	-
Items that will not be reclassified to profit or (loss)			
- Re-measurement gain/(loss) on defined benefit plans (net)		3.29	(1.92)
Other comprehensive income/(loss) for the year		**3.29**	**(1.92)**
Total comprehensive income for the year		**1,005.28**	**619.21**
Earnings per share			
Basic and diluted earnings per share (in Rs.) [Face value of share Rs.10 each]	**23**	5.30	3.29
Summary of material accounting policies	**1**		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371

Place: New Delhi
Date: April 22, 2024

For and on behalf of the Board of Directors of
Vinay Cement Limited

Rajiv Kumar Choubey
Director
DIN: 08211030

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Vinay Cement Limited
CIN: U26942AS1986PLC002553
Statement of Cash Flows for the year ended on March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

	Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A.	**Cash flow from operating activities**		
	Profit before tax	1,333.41	801.54
	Adjustments to reconcile loss before tax to net cash flows:		
	Depreciation and amortization expense	6.74	4.79
	Profit on sale of assets classified as held for sale	(689.23)	(127.01)
	Interest income	(61.86)	(21.79)
	Fair valuation gain/(reversal) on current investments	(29.00)	-
	Profit on sale of current investments	(18.60)	-
	Finance costs	19.85	15.25
	Operating profit before working capital changes	**561.31**	**672.78**
	Movements in working capital:		
	Decrease in inventories	9.90	1.57
	Decrease/(increase) in trade receivables	228.48	(167.35)
	(Increase) /decrease in other and financials assets	(82.58)	734.25
	(Decrease) in trade payables and other current liabilities	(505.43)	(157.56)
	(Decrease) in provisions	(71.16)	7.74
	Cash flow from operations activities	**140.52**	**1,091.43**
	Direct taxes (paid) / refund (net)	29.25	(210.82)
	Net cash flows from operating activities	**169.77**	**880.61**
B.	**Cash flows from investing activities**		
	Proceeds from sale of assets classified as held for sale	694.12	127.01
	Investment in mutual funds	(2,438.99)	-
	Proceeds from sale of mutual funds	507.00	-
	Fixed deposits (placed)/ matured (having original maturity of more than three months) (net)	944.14	(963.27)
	Interest received	77.84	3.48
	Net cash used in investing activities	**(215.89)**	**(832.77)**
C.	**Cash flows from financing activities**		
	Interest paid	(0.14)	(5.42)
	Net cash used in financing activities	**(0.14)**	**(5.42)**
D.	**Net Increase/(decrease) in cash and cash equivalents (A+B+C)**	**(46.27)**	**42.42**
	Cash and cash equivalents at the beginning of the year	54.26	11.84
	Cash and cash equivalents at the end of the year	**7.99**	**54.26**
E.	**Components of cash and cash equivalents**		
	Balances with scheduled banks		
	- In current accounts	7.99	19.26
	- In deposit accounts with original maturity of less than three months	-	35.00
	Total cash and cash equivalents (Refer note 8(iv))	**7.99**	**54.26**

Notes: The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard.

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

For and on behalf of the Board of Directors of Vinay Cement Limited

Kartik Gogia
Partner
Membership No.: 512371

Rajiv Kumar Choubey
Director
DIN: 08211030

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Place: New Delhi
Date: April 22, 2024

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Vinay Cement Limited
CIN: U26942AS1986PLC002553
Statement of Changes in Equity for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

a. Equity Share Capital:

Reconciliation of equity share capital outstanding at the end of period as at March 31, 2024

Particulars	Number of shares	Amount
Equity shares of Rs. 10 each issued, subscribed and fully paid		
As at April 1, 2022	**18,899,870**	**1,889.99**
Changes in equity share capital during the previous year	-	-
As at March 31, 2023	**18,899,870**	**1,889.99**
Changes in equity share capital during the current year	**-**	**-**
As at March 31, 2024	**18,899,870**	**1,889.99**

b. Other Equity:

Other equity attributable to owners of the Company as at March 31, 2024

Particulars	Capital Reserve	Securities premium reserve	Retained Earnings	Deemed Capital Contribution	Total
Balance as at April 1, 2023	700.00	2,224.97	(24,656.59)	25,113.63	3,382.01
Profit for the year	-	-	1,001.99	-	1,001.99
Other comrehensive income	-	-	3.29	-	3.29
Total Comprehensive Income for the current year	-	-	1,005.28	-	1,005.28
Balance as at March 31, 2024	**700.00**	**2,224.97**	**(23,651.31)**	**25,113.63**	**4,387.29**

Other equity attributable to owners of the Company as at March 31, 2023

Particulars	Capital Reserve	Securities premium reserve	Retained Earnings	Deemed Capital Contribution	Total
Balance as at April 1, 2022	700.00	2,224.97	(25,275.80)	25,113.63	2,762.80
Profit for the year	-	-	621.13	-	621.13
Other comrehensive income	-	-	(1.92)	-	(1.92)
Total Comprehensive Income for the current year	-	-	619.21	-	619.21
Balance as at March 31, 2023	**700.00**	**2,224.97**	**(24,656.59)**	**25,113.63**	**3,382.01**

As per our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371

Place: New Delhi
Date: April 22, 2024

For and on behalf of the Board of Directors of
Vinay Cement Limited

Rajiv Kumar Choubey
Director
DIN: 08211030

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

NOTE 1

A. Corporate Information

Vinay Cement Limited (“the Company”) is a public company domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The registered office of the Company is located at 16 kilo, Jamuna Nagar, Umrangshu District: North Cachar Hills.

The Company is primarily engaged in the manufacturing and selling of Crushed Limestone having its manufacturing facility at Umrangshu, Assam. Information on the Company’s related party relationships are provided in note 36.

The financial statements for the year ended March 31, 2024 were authorised for issue in accordance with a resolution of the Board of Directors on April 22, 2024.

B. Material accounting policies

(i) Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III).

The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets which have been measured at fair value:

- Certain financial assets measured at fair value [refer accounting policy regarding financial instruments]; and

The financial statements are presented in Indian Rupee (Rs.) and all the values are rounded off to the nearest Lakhs, except number of shares, face value of share, earning per share or wherever otherwise indicated.

(ii) Summary of material accounting policies

a. Current versus 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:

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

The Company classifies all other liabilities as non-current.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

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 equivalents. The Company has identified twelve months as its operating cycle.

b. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. 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 principal or the most advantageous market must be accessible by the Company.

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 economic best 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, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation 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.

The Company's management determines the policies and procedures for recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for sale in discontinued operation.

External valuers are involved for valuation of significant assets and liabilities. The management selects external valuer on various criteria such as market knowledge, reputation, independence and whether professional standards are maintained by valuer. The management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (note 26)
- Quantitative disclosures of fair value measurement hierarchy (note 28(b))
- Financial instruments (including those carried at amortised cost) (note 28(a))

c. 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 and services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of goods (including sale of scrap included under other operating revenue)

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, which is generally on dispatch/ delivery of the goods. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated.

In determining the transaction price, the Company considers the effects of variable consideration, non-cash incentives and consideration payable to the customer (if any). No element of financing is deemed present as the sales are made with credit terms largely ranging between 0 to 90 days.

Variable consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Where the sale of goods provide customers with discounts, volume rebates etc., such discounts, volume rebates etc. give rise to variable consideration.

The Company follows the 'most expected value' method in estimating the amount of variable consideration. The Company estimates the variable consideration based on an analysis of accumulated historical experience. A liability (included in "Other financial liabilities") is recognised for expected discounts, volume rebates etc. payable to customers in relation to sales made until the end of the reporting period.

Non-cash incentives

The Company provides non-cash incentives at fair value to customers. These benefits are passed on to customers on satisfaction of various conditions of various sales schemes. Consideration received is allocated between the products sold and non-cash incentives to be issued to customers. Fair value of the non-cash incentive is determined by applying principle of Ind AS 113 i.e. at market rate. A contract liability for the non-cash incentive is recognised at the time of sale.

Revenue from services

Revenue from management services are recognised at the point in time i.e. as and when services are rendered.

Contract balances

Trade receivables - A trade receivable is recognised when the goods or services are delivered/ rendered to a customer as this is the point in time that the consideration becomes unconditional because only a passage of time is required before the payment is due.

Interest income

For all debt instruments/ subsidies 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 receipts over the expected life of the financial instrument/ subsidies or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in “Other income” in the statement of profit and loss.

d. Income taxes

Tax expense comprises current income tax and deferred tax.

Current income tax

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date and includes any adjustment to tax payable in respect of previous years.

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

Deferred tax

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

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or 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.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

- In respect of taxable temporary differences associated with investments in subsidiaries, associate and interests in joint venture, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition 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
- In respect of deductible temporary differences associated with investments in subsidiaries, associate and interests in joint venture, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

e. Property, plant and equipment

The Company had measured property, plant and equipment (PPE) except leasehold land, vehicles, furniture and fixtures, office equipment and mines development at fair value as on the transition date i.e. April 1, 2015 which has become its deemed cost. In respect of vehicles, furniture and fixtures, office equipment and mines development, the Company had applied applicable Ind AS from a retrospective basis and arrived at the carrying value as per Ind AS as at transition date.

PPE are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price, including import duties and non- refundable purchase taxes, and any directly attributable cost of bringing the asset to its working condition for its intended use. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met.

Subsequent expenditure related to an item of PPE is capitalised only when it is probable that future economic benefits associated with the item will flow to the Company. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to significant accounting judgements, estimates and assumptions (note 26).

Items of stores and spares that meet the definition of PPE are capitalised at cost. Otherwise, such items are classified as inventories.

Depreciation charge

Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives as prescribed under Schedule II to the Companies Act, 2013. The useful lives considered by the Company to provide depreciation on its property, plant and equipment is 5 years which is different from useful lives as prescribed under Schedule II to the Companies Act, 2013 based on technical assessment done by the management.

The Company capitalizes machinery spares if such spares are held for use in the production or supply of goods or services or for administrative purposes and are expected to be used during more than one year.

Capitalized spares are depreciated over their own estimated useful life or the remaining estimated useful life of the related asset, whichever is lower.

The Company applies accelerated depreciation on property, plant and equipment considering the useful life as 5 years which is different from useful lives as prescribed as under Schedule II to the Companies Act 2013, based on technical assessment made by expert and management estimates.

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 de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and 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 prospectively, if appropriate.

f. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. 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.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases (refer note 1(B)(ii)(f)(iii) below). 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 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 re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date, an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis from the commencement date over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Right-of-use assets	Lease term(in years)
Leasehold land	30 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment.

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, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

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 re-measured 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.

Lease liabilities and Right-of-use assets have been presented as a separate line in the balance sheet. Lease payments have been classified as cash used in financing activities.

iii) Short-term leases

The Company has elected not to recognise right-of-use assets and lease liabilities for short term leases of all assets that have a lease term of 12 months or less. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease.

g. Inventories

Inventories are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials, packing materials, fuels and stores and spares: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on moving weighted average basis, except in case of Limestone inventories included in Raw materials and Coal inventories (in one of the unit) included in fuels inventories, where cost is determined on annual weighted average basis.

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- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on weighted average basis.
- Stock in trade: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable 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.

h. Provisions and contingent liabilities

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Mines reclamation liability

The Company records a provision for mines reclamation cost until the closure of mine. Mines reclamation costs are provided at the present value of expected costs to settle the obligation using estimated cash flows, with a corresponding amount being capitalised at the start of each project. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the mine reclamation liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as “Finance cost”. The estimated future costs of mine reclamation are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are capitalised in property, plant and equipment and are depreciated over the estimated commercial life of the related asset based on the unit of production method.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

i. Retirement and other employee benefits

Retirement benefits in the form of contribution to Statutory Provident Fund, Pension Fund, Superannuation Fund and National Pension Scheme are defined contribution schemes. The Company has no obligation, other than the contribution payable to the respective funds. The Company recognises contribution payable to these schemes as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

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The Company operates three defined benefit plans for its employees, viz., gratuity, provident fund contribution to Trust(s) and post-retirement medical benefits. The costs of providing benefits under these plans are determined on the basis of actuarial valuation at each year-end. Separate actuarial valuation is carried out for each plan using the projected unit credit method. Re-measurements, comprising of re-measurement gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to statement of profit and loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Current service cost is recognised within employee benefits expenses. Net interest expense or income is recognised within finance costs.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Re-measurement gains/losses are immediately taken to the statement of profit and loss and are not deferred.

j. 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

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component, the Company initially measures a financial asset at its fair value plus, in the case of financial asset not recorded at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under Ind AS 115.

In order for a financial asset to be classified and measured at amortised cost, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

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Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in below mentioned categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss (FVTPL)

Financial assets at amortised cost (debt instruments)

A ‘financial asset’ is measured at the amortised cost if both the following conditions are met:

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.

This category is the most relevant to the Company. 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. The Company’s financial assets at amortised cost includes trade receivables, loans and other receivables.

Financial assets at FVTOCI (debt instruments)

A ‘financial asset’ is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset’s contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On de-recognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss.

The Company has not designated any financial asset (debt instruments) as at FVTOCI.

Financial assets designated at fair value through OCI (equity instruments)

On initial recognition of an equity instrument that is not held for trading, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading are classified as at FVTPL.

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Subsequently, these financial assets are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income. Gains and losses on these financial assets are never recycled from other comprehensive income to profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Dividends on these investments are recognised as ‘other income’ in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Company elected to classify irrevocably its listed equity investments under this category.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

Debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as ‘accounting mismatch’). The Company has designated investment in mutual funds, bonds and derivative instruments as at FVTPL.

Derecognition

A financial asset is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a ‘pass-through’ arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits and bank balance.

b) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.

The Company follows ‘simplified approach’ for recognition of impairment loss allowance on:

- Trade receivables

  The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

  For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. The credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk of customer has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, the Company considers:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

As a practical expedient, 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 forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. This amount is reflected under the head 'Other expenses' in the statement of profit and loss.

The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost and contractual revenue receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss (FVTPL) include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 'Financial instruments'.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

C. Recent accounting pronouncements

Standards notified but not yet effective

Ministry of Corporate Affairs ('MCA') has no notified any new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules, 2023

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2(i). Property, plant and equipment

	Buildings	Plant and equipments	Furniture and fixtures	Vehicles	Office equipments	Mines Development	Total
Cost or valuation							
As at 1 April, 2022	**21.44**	**9.47**	**10.94**	**26.28**	**9.48**	**39.86**	**117.47**
Additions during the year	-	-	-	-	-	-	-
Deletions during the year	-	-	-	-	-	(11.50)	(11.50)
As at March 31, 2023	**21.44**	**9.47**	**10.94**	**26.28**	**9.48**	**28.36**	**105.97**
Additions during the year	-	-	0.00	-	-	-	-
Deletions during the year (refer note 12)	-	-	(1.50)	-	-	-	(1.50)
Reclassified to assets included in disposal group held for distribution to owners*	(21.44)	(9.47)	(9.44)	(26.28)	(9.48)	(28.36)	(104.47)
As at March 31, 2024	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Accumulated Depreciation							
As at 1 April, 2022	**21.23**	**9.39**	**10.39**	**24.97**	**9.42**	**26.95**	**102.35**
Charge for the year	-	-	-	-	-	1.42	1.42
As at March 31, 2023	**21.23**	**9.39**	**10.39**	**24.97**	**9.42**	**28.37**	**103.77**
Charge for the year (refer note 22)	-	-	0.07	-	-	-	0.07
Deletions during the year	-	-	(1.50)	-	-	-	(1.50)
Reclassified to assets included in disposal group held for distribution to owners*	(21.23)	(9.39)	(8.97)	(24.97)	(9.42)	(28.37)	(102.35)
As at March 31, 2024	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Net book value							
As at March 31, 2024	**-**	**-**	**-**	**-**	**-**	**-**	**-**
As at March 31, 2023	**0.20**	**0.08**	**0.54**	**1.31**	**0.06**	**0.00**	**2.20**

***(refer note 2(iii))**

Note:

1. All the title deeds of immovable property are held in the name of the Company
2. The Company has not revalued its property, plant and equipments during the year.
3. The Company has not pledged any assets during the year.

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2(ii) Right-of-use assets (refer note-1.1(A))

The Company has lease contract for leasehold land which is expiring on March 31, 2040. The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and subleasing the leased assets.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

Particulars	Leasehold land
Cost or Valuation	
As at April 1, 2022	**131.42**
As at March 31, 2023	**131.42**
Reclassified to assets included in disposal group held for distribution to owners (refer Note 2 (iii))	131.42
As at March 31, 2024	**-**
Accumulated depreciation	
As at April 1, 2022	**13.00**
Charge for the year (refer note -23)	3.37
As at March 31, 2023	**16.37**
Charge for the year (refer note -23)	6.67
Reclassified to assets included in disposal group held for distribution to owners (refer Note 2 (iii))	23.04
As at March 31, 2024	**-**
Net carrying value as at March 31, 2024	**-**
Net carrying value as at March 31, 2023	**115.05**

2(iii) (a) Assets classified as held for sale/ Assets included in disposal group held for distribution to owners

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. As at each balance sheet date, the management reviews the appropriateness of such classification.

Property, plant and equipment classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell and once classified as held for sale/distribution to owners are not depreciated or amortised.

During the year, the Company has sold assets having carrying amount of Rs 4.89 (Rs. 1.23). Profit of Rs 689.23 (Rs. 127.01) has been recognised on the sale (refer note 19).

Particulars	As at March 31, 2024	As at March 31, 2023
Assets classified as held for sale	-	4.89
Assets included in disposal group held for distribution to owners (refer note 37)	2,704.42	-
	2,704.42	**4.89**

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Particulars	As at March 31, 2024	As at March 31, 2023
2 (iii)(b) Liabilities directly associated with disposal group held for distribution to owners		
Liabilities directly associated with disposal group held for distribution to owners (refer note 37)	1,451.63	-
	1,451.63	**-**
3. INVESTMENTS (CARRIED AT COST)		
Unquoted equity shares (Investment in holding company)*		
18,931,600 (18,931,600) equity shares of Rs. 10 each, fully paid up in Dalmia Cement (North East) Limited (DCNEL), Intermediate Parent Company	1,893.16	1,893.16
Unquoted equity shares (Investment in subsidiaries)		
3,633,200 (3,633,200) equity shares of Rs. 10 each, fully paid up in RCL Cements Limited (RCL)	3,122.74	3,122.74
2,974,800 (2,974,800) equity shares of Rs. 10 each, fully paid up in SCL Cements Limited (SCL)**	-	-
Total	**5,015.90**	**5,015.90**

*The fair value of above investment is higher than the carrying value. The above shares are not entitled to voting rights as per the shareholder's agreement entered by the shareholders of DCNEL dated January 16, 2012. Also, these shares are non-transferrable as per the terms of the said agreement. Hence the investments are carried at cost.

**During the financial year 2020-21, the Company had provided impairment allowance on investments in SCL Cements Limited ("SCL") amounting to Rs 296.48 due to non-generation of cash profits and negative net worth by/of SCL. During the financial year 2021-22, the Company had written-off the said investment held in SCL amounting to Rs. 296.48.

Particulars	As at March 31, 2024	As at March 31, 2023
4. NON CURRENT FINANCIAL ASSETS (Unsecured and considered good, unless otherwise stated)		
Loans (carried at amortised cost)		
Loan to employees	0.18	5.98
Less: Reclassified to assets included in disposal group held for distribution to owners (refer note 2(iii)(a))	0.18	-
Total	**-**	**5.98**

*No loans or advances are due by directors of the Company or any of them either severally or jointly with any other person. Further, no loans or advances are due by firms or private companies in which any director is a partner, a director or a member.

Particulars	As at March 31, 2024	As at March 31, 2023
5. OTHER FINANCIAL ASSETS (CARRIED AT AMORTISED COST)		
Interest receivable	5.78	15.74
Deposit with original maturity of more than 12 months*	164.05	178.19
Security deposits	1.24	1.25
Less: Reclassified to assets included in disposal group held for distribution to owners (refer note 2(iii)(a))	171.07	-
Total	**-**	**195.18**

* Includes Rs. 164.05 (Rs.178.19, as on March 31,2023), deposit receipts which are pledged with banks against bank guarantee towards Regional Controllers of Mines - Guwahati.

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Particulars	**As at March 31, 2024**	**As at March 31, 2023**
6. INCOME TAX ASSETS		
Tax deducted at source	32.26	32.30
Reclassified to assets included in disposal group held for distribution to owners (refer Note 2 (iii))	32.26	-
	-	**32.30**

6(a) Income tax

The major component of income tax expense for the year ended March 31, 2024:

Statement of profit and loss:

Profit or loss section

Current income tax:		
Income tax charge of current year	331.42	180.41
Income tax expense reported in the statement of profit or loss	**331.42**	**180.41**

Reconciliation of tax expense and the accounting profit multiplied by the applicable tax rate(s) :

Profit before income tax expenses	1,333.41	801.54
Tax using the Company 's domestic rate	25.17%	25.17%
Computed expected tax expenses	335.58	201.73
Tax effect of:		
Deferred tax not created on temporary difference	(7.95)	(22.56)
Other permanent difference	3.79	1.23
Tax expenses reported in the Statement of Profit and Loss	**331.42**	**180.41**

6(b) Deferred tax:

Particulars	**As at March 31, 2024**		**As at March 31, 2023**	
	Gross Amount	**Unrecognised tax effect**	**Gross Amount**	**Unrecognised tax effect**
Property, plant and equipment	(35.33)	(8.89)	(34.55)	(8.70)
Market-to-market gain on investment	29.00	7.30	-	-
Provision for doubtful debts (impairment allowance)	(49.04)	(12.34)	(49.04)	(12.34)
Statutory dues and other items allowed on payment basis:				
Provision for mines reclamation liability	(64.16)	(16.15)	(67.20)	(16.91)
Gratuity	(26.57)	(6.69)	(20.62)	(5.19)
Leave encashment	(3.08)	(0.78)	(3.30)	(0.83)
Bonus	(0.40)	(0.10)	(6.47)	(1.63)
VAT and CST	(82.96)	(20.88)	(82.96)	(20.88)
	(232.54)	**(58.53)**	**(264.14)**	**(66.48)**

In absence of convincing evidences that sufficient taxable profits will be available against which such deferred tax asset shall be utilised, the Company has only recognised deferred tax asset to the extent of deferred tax liabilities as at respective reporting dates.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
7. INVENTORIES		
(At lower of cost or net realisable value)		
Raw materials	2.28	4.58
Work-in-progress	-	2.12
Fuel	7.92	14.55
Stores and spares	4.62	3.46
	14.82	**24.72**
Less: Reclassified to assets included in disposal group held for distribution to owners (refer note 2(iii)(a))	14.82	-
Total	**-**	**24.71**
8. CURRENT FINANCIAL ASSETS		
(Unsecured and considered good, unless otherwise stated)		
(i) Investments (At fair value through profit and loss (FVTPL))*		
Mutual funds (Quoted debt securities)	1,979.60	-
Less: Reclassified to assets included in disposal group held for distribution to owners (refer note 2(iii)(a))	1,979.60	-
	-	**-**
(ii) Loans (carried at amortised cost)		
Loan and advances to employees	1.41	6.54
Less: Reclassified to assets included in disposal group held for distribution to owners (refer note 2(iii)(a))	1.41	-
	-	**6.54**
(iii) Trade receivables* (Carried at amortised cost)		
Receivables from others	-	2.32
Receivables from related parties (refer Note 36)**	219.99	446.15
Less: Reclassified to assets included in disposal group held for distribution to owners (refer note 2(iii)(a))	219.99	-
Total	**-**	**448.47**
Unsecured, considered good	219.99	448.47
Unsecured, considered doubtful	-	-
Total	**219.99**	**448.47**

*Trade receivables are non-interest bearing and are generally on terms of 0-21 days.

**No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any person.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023

Trade receivables ageing schedule as at March 31, 2024

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed trade receivables – considered good	-	-	-	-	-	-	-
ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Total as at March 31, 2024	**-**	**-**	**-**	**-**	**-**	**-**	**-**

Trade receivables ageing schedule as at March 31, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed trade receivables – considered good	446.15	-	2.32	-	-	-	448.47
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Total as at March 31, 2023	**446.15**	**-**	**2.32**	**-**	**-**	**-**	**448.47**

Note:

1. No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.
2. Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.
3. The Company does not have any unbilled and disputed trade receivables as at March 31, 2024 and March 31, 2023.

(iv) Cash and cash equivalents

	As at March 31, 2024	As at March 31, 2023
Balances with banks:		
- in current accounts	7.99	19.26
- in deposit accounts with original maturity of less than three months*	-	35.00
	7.99	**54.26**

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
(v) Bank balances other than (iv) above		
- in deposit accounts with remaining maturity of less than 12 months*	39.00	969.00
Less: Reclassified to assets included in disposal group held for distribution to owners (refer note 2(iii)(a))	39.00	
	-	**969.00**
For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:		
Balances with banks:		
- in current accounts	7.99	19.26
- in deposit accounts with original maturity of less than three months*	-	35.00
	7.99	**54.26**

*Short-term deposits are made for varying periods of between one day and twelve months, depending on the immediate cash requirements of the Company and on interest at the respective short-term deposit rates ranging from 3.00% -7.00%.

(vi) Other financial assets		
(Unsecured and considered good, unless otherwise stated)		
Interest receivable	3.20	9.22
Security deposits	0.60	0.60
Less: Reclassified to assets included in disposal group held for distribution to owners (refer note 2(iii)(a))	3.20	-
	0.60	**9.82**

9. OTHER CURRENT ASSETS
(Unsecured and considered good, unless otherwise stated)

		As at March 31, 2024		As at March 31, 2023
Advance to suppliers*		21.31		23.55
Prepayments		7.34		6.63
Deposit and balances with Government departments and other authorities				
Unsecured, considered good	103.73		8.68	
Unsecured, considered doubtful	49.04		49.04	
	152.77		57.71	
Less: Impairment allowance	(49.04)	103.73	(49.04)	8.68
		132.38		**38.86**
Less: Reclassified to assets included in disposal group held for distribution to owners (refer note 2(iii)(a))		**132.38**		**-**
		-		**38.86**

*Incudes Rs.NIL (March 31, 2023: Rs. 1.08) to related party (refer note no 36)

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

10. EQUITY SHARE CAPITAL

	As at March 31, 2024		As at March 31, 2023	
	No. of shares	Amount in Rs.	No. of shares	Amount in Rs.
Authorized:				
At the beginning of the year	30,000,000	3,000.00	30,000,000	3,000.00
Increase/decrease during the year	-	-	-	-
At the end of the year	**30,000,000**	**3,000.00**	**30,000,000**	**3,000.00**
Issued, subscribed and fully paid up :				
Equity Shares of Rs. 10/- each	18,899,870	1,889.99	18,899,870	1,889.99
		1,889.99		**1,889.99**

a. Reconciliation of issued,subscribed and fully paid up equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of shares	Amount in Rs.	No. of shares	Amount in Rs.
Equity shares of Rs. 10 each fully paid up				
At the beginning of the year	18,899,870	1,889.99	18,899,870	1,889.99
Shares isued during the year	-	-	-	-
At the end of the year	**18,899,870**	**1,889.99**	**18,899,870**	**1,889.99**

b. Terms/ rights attached to equity shares

The Company has only one class of equity shares having a face value of Rs.10 per share. Each equity shareholder is entitled to one vote per share.

c. Equity shares held by Holding Company

Name of the Shareholder	As at March 31, 2024		As at March 31, 2023	
	No. of shares	Amount in Rs.	No. of shares	Amount in Rs.
Equity shares of Rs. 10 each fully paid up				
Dalmia Cement (North East) Limited, the intermediate Holding Company (Including its nominees)	18,373,461	1,837.35	18,373,461	1,837.35

d. Details of shareholders holding more than 5% shares in the Company

Name of the Shareholder	As at March 31, 2024		As at March 31, 2023	
	No. of shares	% holding	No. of shares	% holding
Equity shares of Rs. 10 each fully paid up				
Dalmia Cement (North East) Limited, the holding company	18,373,461	97.21%	18,373,461	97.21%

As per records of the Company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of shares unless stated otherwise.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023

e. List of promoters holding share as at March 31, 2024 and as at March 31, 2023

Shares held by promoter at the end of the year			% Change
Promoter's Name	**No. of Shares**	**% of total shares**	**during the year**
Dalmia Cement (North East) Limited	18,373,461	97.21%	-

f. In previous five years the Company has not issued any bonus shares nor are there any shares bought back and issued for consideration other than cash.

11. OTHER EQUITY

Securities premium reserve	**2,224.97**	**2,224.97**
Capital reserve	**700.00**	**700.00**
Deemed capital contribution	**25,113.63**	**25,113.63**
Retained earnings		
Balance as per last financial statements	(24,656.59)	(25,275.80)
Profit for the year	1,005.28	619.21
Total retained earnings	**(23,651.31)**	**(24,656.59)**
Total other equity	**4,387.29**	**3,382.01**

Description of nature and purpose of each reserve

Deemed capital contribution - The Intermediate Parent Company has waived the borrowings including interest accrued thereon in the FY 2021-22, which has been disclosed as deemed capital contribution.

Retained earnings - Retained earnings are the profits that the company has earned till date, less any transfers to general reserve , dividends or other distributions paid to shareholders. Retained earnings is a free reserve available to the company.

Securities premium reserve - Security premium reserve is the additional amount charged on the face value of any share when the shares are issued, redeemed, and forfeited.

Capital reserve - Capital reserve was created on the transfer of government grant of the nature of promoter's contribution and is treated as a part of shareholder's funds.

12. PROVISIONS

Provision for mines reclamation liability	64.16	67.20
Gratuity (refer note 29)	23.86	81.78
Leave encashment	2.70	9.89
	90.72	**158.88**
Less: Reclassified to liabilities directly associated with disposal group held for distribution to owners (refer note 2(iii)(b))	90.72	-
	-	**158.87**
Mines reclamation liability ((refer note 26(f))		
At the beginning of the year	67.20	74.00
Reversal of liability	-	(11.50)
Unwinding of discount on such liability (Refer note 23)	5.09	4.70
Less : Expenses incurred during the year	(8.13)	-
At the end of the year	**64.16**	**67.20**

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
13. FINANCIAL LIABILITIES		
Trade payables (at amortised cost)*		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	32.88	41.40
Trade payables to related parties (refer Note 36)	-	0.54
	32.88	**41.94**
Less: Reclassified to liabilities directly associated with disposal group held for distribution to owners (refer note 2(iii)(b))	32.88	**-**
	-	**41.94**

*Trade payables are non-interest bearing and are normally settled on 30-60-day terms.

Trade payables ageing schedule as at March 31, 2024

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-	-
Total as at March 31, 2024	**-**	**-**	-	-	-	-	-

Trade payables ageing schedule as at March 31, 2023

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-	-
(ii) Others	*6.12*	*1.13*	*34.69*	-	-	-	***41.94***
Total as at March 31, 2023	***6.12***	***1.13***	***34.69***	**-**	**-**	**-**	***41.94***

Note: There are no disputed dues as on 31 March 2024 and 31 March 2023.

Particulars	As at March 31, 2024	As at March 31, 2023
14. OTHER FINANCIAL LIABILITIES (AT AMORTISED COST)		
Security deposits received from others	-	253.48
Employee accrued liability	5.40	24.86
Interest payable on Income tax	56.21	47.83
	61.61	**326.17**
Less: Reclassified to liabilities directly associated with disposal group held for distribution to owners (refer note 2(iii)(b))	61.61	-
	-	**326.17**

For explanations on the company's credit risk management processes, refer note 30.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
15. OTHER CURRENT LIABILITIES		
Advances from customers	-	31.03
Statutory dues	131.09	318.40
	131.09	**349.43**
Less: Reclassified to liabilities directly associated with disposal group held for distribution to owners (refer note 2(iii)(b))	131.09	-
	-	**349.43**
16. PROVISIONS		
Gratuity (refer note 29)	2.71	2.39
Leave encashment	0.38	0.75
	3.09	**352.58**
Less: Reclassified to liabilities directly associated with disposal group held for distribution to owners (refer note 2(iii)(b))	3.09	-
	-	**3.14**
17. CURRENT TAX LIABILITIES (NET)		
Current tax liabilities	1,132.24	771.61
Less: Reclassified to liabilities directly associated with disposal group held for distribution to owners (refer note 2(iii)(b))	1,132.24	-
	-	**771.61**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
18. REVENUE FROM OPERATIONS		
A. Revenue from contracts with customers		
Sale of products		
Finished goods (refer note 36)*	779.58	1,058.92
Subtotal (A)	**779.58**	**1,058.92**
B. Other operating revenue		
Sale of scrap	-	11.93
Management service income (refer note 36)**	164.97	225.88
Others	1.74	1.45
Subtotal (B)	**166.71**	**239.26**
Revenue from operations (A+B)	**946.29**	**1,298.18**

Note:

*All the revenue is from sale of crushed limestone to Dalmia Cement North East Limited (DCNEL), the Holding Company. Refer note 36.

**Income from DCNEL, the Holiding Company against use of personnel and other facilities. Refer note 36.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
19. OTHER INCOME		
Profit on sale of property, plant and equipment	689.23	127.01
Fair valuation gain/(reversal) of fair valuation gain on current investments	29.00	-
Profit on sale of current investments	18.60	-
Interest on bank deposits	61.86	21.79
	798.69	**148.80**
20 (i) Cost of raw materials consumed		
Opening stock	4.58	8.89
Add: Purchases	163.84	238.63
	168.42	247.52
Less: Closing stock	2.28	4.58
Cost of raw materials consumed	**166.14**	**242.94**
20 (ii) Change in inventories of finished goods		
- Closing stock	-	2.12
- Opening stock	2.12	-
Increase/(decrease) in inventories of finished goods	**2.12**	**(2.12)**
21. EMPLOYEE BENEFITS EXPENSES		
Salaries, wages and bonus	113.47	235.68
Contribution to provident and other funds	8.44	15.34
Gratuity expense (refer note 29)	1.36	4.66
Workmen and staff welfare expenses	0.49	1.09
	123.76	**256.77**
22. DEPRECIATION AND AMORTIZATION EXPENSE		
Depreciation on property, plant and equipments	0.07	1.42
Depreciation on right-of- use assets (refer note- 2(ii))	6.67	3.37
	6.74	**4.79**
23. FINANCE COSTS		
Interest		
On defined benefit obligation(refer note 29)	6.24	5.03
Unwinding of interest on mining reclamation (refer note 12)	5.09	4.70
On income tax	8.38	0.10
Others	0.14	5.42
	19.85	**15.25**

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
24. OTHER EXPENSES		
Consumption of stores and spares parts	0.40	2.47
Freight and forwarding charges	-	0.02
Repairs and maintenance - plant and machinery	-	0.84
Rent	0.21	1.18
Rates and taxes	3.90	16.70
Insurance	4.76	3.83
Telephone and communication	0.23	0.20
Legal and professional charges	13.75	6.27
Bank charges	0.09	0.22
Travelling and conveyance	0.75	1.12
Director sitting fees (refer Note 36)	2.80	1.90
Payments to auditors (refer details below)	2.69	3.10
Bad debts/advances written off	0.16	0.16
Miscellaneous expenses	3.56	4.60
	33.30	**42.59**
Payments to auditors (exclduing goods and service tax)		
Statutory audit	2.50	3.00
Reimbursement of expenses	0.19	0.10
	2.69	**3.10**
25. BASIC AND DILUTED EARNINGS PER SHARE (EPS)		
Net profit for calculation of basic and diluted EPS	**1,001.99**	**621.13**
Total number of equity shares outstanding at the end of the year	18,899,870	18,899,870
Weighted average number of equity shares in calculating basic and diluted EPS	18,899,870	18,899,870
Basic and diluted EPS (Rs.)	**5.30**	**3.29**

26. DISCLOSURE OF SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the 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.

Judgements, estimates and assumptions

The judgements and 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 assets and liabilities within the next financial year, are described below. The Company based its judgements, 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.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

a. **Taxes**

In absence of convincing evidences that sufficient taxable profits will be available against which such deferred tax asset shall be utilised, the Company has only recognised deferred tax asset to the extent of deferred tax liabilities as at respective reporting dates.

b. **Defined benefit plans (gratuity benefits)**

The cost of the defined benefit gratuity plan 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. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific country. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about gratuity obligations are given in Note 29.

c. **Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values at each reporting date. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See note 28 (a) and note 28 (b) for further disclosures.

d. **Property, plant and equipment**

The Company measures property, plant and equipment at fair values as deemed cost with changes in fair value being recognized in retained earnings as on transition date and use it as its deemed cost as at the date of transition. The Company engaged an independent valuation specialist to assess fair value at April 1, 2015 for revalued property, plant and equipment. Property, plant and equipment were valued by reference to market-based evidence, using comparable prices adjusted for specific market factors such as nature, location and condition of the property.

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined based on Schedule II rates by the management at the time the asset is acquired and reviewed periodically, including at each financial year end.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived based on remaining useful life of the respective assets. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

e. Impairment of financial assets

The impairment provisions for financial assets disclosed in Note 4 and 8 are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

f. Provision for mines reclamations (refer note 2(i))

The Company has recognized a provision for mine reclamation until the closure of mine. In determining the fair value of the provision, assumptions and estimates are made in relation to the expected future inflation rates, discount rate, expected cost of reclamation of mines, expected balance of reserves available in mines and the expected life of mines. The carrying amount of the provision as at March 31, 2024 is Rs. 64.16 (March 31, 2023: Rs. 67.20). The Company estimates that the costs would be incurred in approx. 2-5 years upon the closure of mines and calculates the provision using the DCF method based on the following assumptions:

- Inflation rate – 4.50%
- Discount rate – 7.32%
- Expected future cost of reclamation and decommissioning of mines – Rs.100.09
- Expected balance of reserves available in mines - 2.59 MMT (As at March 31 , 2023 : 5.60 MMT)

27. CONTINGENT LIABILITIES:

(a) Contingent liabilities (under litigation), not acknowledged as debt, includes:-

S. No.	Particulars	As at March 31, 2024	As at March 31,2023
a)	Demand raised by following authorities in dispute/ appeal:		
i)	Excise and service tax	-	55.89
ii)	Entry tax [including interest thereon of Rs. 35.43 (as at March 31, 2023 Rs. 33.41)]	39.23	37.20
	Total	**39.23**	**93.09**

(b) Contingent liabilities, not acknowledged as debt, includes:-

S. No.	Particulars	As at March 31, 2024	As at March 31,2023
a)	Claims by suppliers and third parties, not acknowledged as debts	105.53	105.53
b)	Corporate guarantees issued to lenders against term loan of holding company	-	4,977.71
	Total	**105.53**	**5,083.24**

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

28a. Fair values

See out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

Particulars	**Note**	**Carrying Value(Rs.)**		**Fair Value(Rs.)**	
		As at March 31, 2024	**As at March 31, 2023**	**As at March 31, 2024**	**As at March 31, 2023**
Financial assets at amortized cost					
Trade receivables	8(iii)	-	448.47	-	448.47
Cash and cash equivalents	8(iv)	7.99	54.26	7.99	54.26
Bank balances other than above	4 and 8(v)	-	1,147.19	-	1,147.19
Loans and advances to employees	4 and 8(ii)	-	12.52	-	12.52
Security deposits	5 and 8(vi)	0.60	1.85	0.60	1.85
Interest receivable	5 and 8(vi)	-	24.96	-	24.96
Financial liabilities at amortized cost					
Trade payables	13	-	41.94	-	41.94
Other financial liabilities:	14	-	326.17	-	326.17

The Company assessed that cash and cash equivalents, bank deposits, interest receivables, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale.

28b. Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs that have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data

The following table provides the fair value measurement hierarchy of the company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2024:

Particulars	**Fair value measuring using**			
	Amount	**Quoted prices in active markets(Level 1)**	**Significant observable inputs(Level 2)**	**Significant unobservable inputs (Level 3)**
Assets for which fair values are disclosed (Note 28(a))				
Trade receivables	-	-		
Cash and cash equivalents	7.99	-	-	7.99
Bank balances other than above	-	-	-	-
Loans and advances to employees	-	-	-	-
Security deposits	0.60	-	-	0.60
Interest receivable	-	-	-	-

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Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2023:

Particulars	Fair value measuring using			
	Amount	Quoted prices in active markets(Level 1)	Significant observable inputs(Level 2)	Significant unobservable inputs (Level 3)
Assets for which fair values are disclosed (Note 28(a))				
Trade receivables	448.47	-	-	448.47
Cash and cash equivalents	54.26	-	-	54.26
Bank balances other than above	1,147.19	-	-	1,147.19
Loans and advances to employees	12.52	-	-	12.52
Security Deposits	1.85	-	-	1.85
Interest receivable	24.96	-	-	24.96
Liabilities for which fair values are disclosed (Note 28(a))				
Trade payables	41.94	-	-	41.94
Other financial liabilities:	326.17	-	-	326.17

There have been no transfers between Level 1, Level 2 and Level 3 for the years ended 31 March 2024 and 31 March 2023.

Description of significant unobservable inputs to valuation (Level 3):

(a) Discount rate are determined using prevailing bank lending rate

(b) The fair values of financial assets and liabilities are determined using the discounted cash flow analysis.

29. EMPLOYEE BENEFIT PLANS

Defined contribution plans

The Company makes contribution towards employees' provident fund and employees' deposit linked insurance scheme for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of payroll cost, as specified in the rules of the schemes, to these defined contribution schemes.

The Company has recognised for contributions to these plans in the statement of profit and loss as under:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Company's contribution to provident fund and other funds	8.44	15.34
Total	**8.44**	**15.34**

Defined benefits plans (Gratuity)

The Company has a defined gratuity plan. The gratuity is governed by the payment of Gratuity Act, 1972. Under the Act employee who has completed five years of service is entitled to gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The Company makes provision of such gratuity liability in the books of account on the basis of actuarial valuation carried out by an independent actuary.

The following tables summarize the components of net employee benefit expenses recognized in the Statement of Profit and Loss.

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Total amount recognized in balance sheet and movement in the net defined obligation over the year are as follows

Particulars	Present value of Obligation
April 01, 2023	**84.17**
Acquisition adjustment on account of transfer of employees	(60.26)
Sub total (A)	**23.91**
Current service cost	1.36
Interest cost	6.24
Total amount recognized in statement of profit & loss (B)	**7.60**
Remeasurements	
Actuarial changes arising from changes in financial assumptions	0.17
Actuarial changes arising from changes in demographic assumptions	0.60
Actuarial changes arising from changes in experience adjustments	(4.06)
Total Amount recognized in other comprehensive loss (C)	**(3.29)**
Benefit paid (D)	(1.65)
March 31, 2024 (A+B+C+D)	**26.57**
April 01, 2022	**75.71**
Acquisition adjustment on account of transfer of employees	-
Sub total (A)	**75.71**
Current service cost	4.66
Interest cost	5.03
Total amount recognized in statement of profit & loss (B)	**9.69**
Remeasurements	
Actuarial changes arising from changes in financial assumptions	(0.57)
Actuarial changes arising from changes in demographic assumptions	1.39
Actuarial changes arising from changes in experience adjustments	1.09
Total Amount recognized in other comprehensive income-(Gain) (C)	**1.91**
Benefit paid (D)	(3.14)
March 31, 2023 (A+B+C+D)	**84.17**

Particulars	As at March 31, 2024	As at March 31, 2023
Current	2.71	2.39
Non-current	23.86	81.78

The principal assumptions used in determining gratuity and other defined benefits for the Company are shown below:

Particulars	Gratuity	
	March 31, 2024	March 31, 2023
	%	%
Discount rate	7.15	7.40
Future salary increases	7.00	7.00

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A quantitative sensitivity analysis for significant assumptions as at March 31, 2024 and March 31, 2023 is as shown below:

Gratuity

Particulars	March 31, 2024	March 31, 2023
Defined Benefit Obligation (Base) (Rs.)	**26.57**	**84.17**

Particulars	March 31, 2024		March 31, 2023	
	Decrease	Increase	Decrease	Increase
Discount Rate (-/+1%)	28.33	24.98	91.64	77.61
% change compared to base due to sensitivity	6.60%	-6.00%	8.90%	-7.80%
Salary Growth Rate (-/+1%)	24.96	28.31	77.61	91.64
% change compared to base due to sensitivity	-6.00%	6.60%	-7.90%	8.80%
Attrition Rate (-/+1%)	26.47	26.63	83.91	84.41
% change compared to base due to sensitivity	-0.40%	0.20%	-0.30%	0.30%
Mortality Rate (-/+1%)	26.57	26.57	84.16	84.19
% change compared to base due to sensitivity	0.00%	0.00%	0.00%	0.00%

Demographic Assumption

Gratuity

Particulars	As at	
	March 31, 2024	March 31, 2023
Mortality Rate (% of IALM 2012-14)	100%	100%
Normal retirement age	60 Years	60 Years
Withdrawal rates based on age: (per annum)	9%	2%

The following is the maturity profile of defined benefit obligations

Particulars	Gratuity	
	March 31, 2024	March 31, 2023
Weighted average duration (based on discounted cash flows)	6 Years	9 Years
Expected cash flows over the next (valued on undiscounted basis)	**Rs.**	**Rs.**
1 Year	2.71	2.39
2 to 5 Year	15.06	38.61
6 to 10 year	11.71	37.56
More than 10 year	15.14	97.96

Risk exposure

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary over time.

Thus, the Company is exposed to various risks in providing the above gratuity benefit which are as follows

Interest rate risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in a increase in the ultimate cost of providing the above benefit and will thus result in as increase in the value of the liability.

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Liquidity risk: This is the risk that the Company is not able to meet the short-term gratuity pay-outs. This may rise due to non availability of enough cash/cash equivalent to meet the liabilities or holding of liquid assets not being sold in time.

Salary escalation risk: The present value of the defined plan is calculated with the assumptions of salary increases rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increases in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic risk: The Company has used certain mortality and attrition assumptions in valuation of liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumptions.

30. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities, comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets trade and other receivables and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks and also ensure that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarized below:

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 three types of risks: interest rate risk, currency risk and other price risk such as equity price risk. Financial instruments affected by market risk include deposit, equity investments and trade payables.

The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Senior Management. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures and ensuring compliance with market risk limits and policies.

The analysis exclude the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations and provisions.

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. In order to optimize the Company's position with regard to interest income and interest expenses to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management. There are no outstanding borrowings at the year end, hence there is no exposure to interest rate risk.

Equity price risk

The Company is exposed to equity price risks arising from equity investments. Equity investments are held for strategic rather than trading purposes. The Company does not actively trade these investments.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

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Trade Receivables

Customer credit risk is managed subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits defined in accordance with this assessment. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by letters of credit or other forms of credit insurance.

An impairment analysis is performed at each quarter end on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in largely independent markets.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved banks/ mutual funds/ commercial paper and within limits assigned to each bank by the Company.

Liquidity risk

Liquidity risk is the risk that the Company will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the Company to manage liquidity is to ensure ,as far as possible, that these will have sufficient liquidity to meet their respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation.

The Company monitors its risk of a shortage of funds through fund management exercise at regular intervals.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted principal payments.

As at March 31, 2024, the Company does not have any financial assets and liabilities.

As at March 31, 2023	**On demand**	**0-12 Months**	**1 to 5 years**	**> 5 years**	**Total**
Interest payable on Income tax	-	47.83	-	-	47.83
Security deposits	-	253.48	-	-	253.48
Others payable	-	24.86	-	-	24.86
Trade payables	-	41.94	-	-	41.94

31. CAPITAL MANAGEMENT

The performance as well as management of the Company is supported by the holding Company. The Holding Company influxes capital to maintain or adjust the capital structure of the Company and reviews the fund management at regular intervals and takes necessary actions to maintain the requisite capital structure.

There are no major changes to the objectives policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

Particulars	**March 31, 2024**	**March 31, 2023**
Borrowings	-	-
Less: Cash and cash equivalents	7.99	54.26
Less: Bank balances other than cash and cash equivalents	-	969.00
Less: Interest receivable on current investment and fixed deposits	-	9.22
Net debt	**(7.99)**	**(1,032.47)**

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Particulars	**March 31, 2024**	**March 31, 2023**
Equity share capital	1,889.99	1,889.99
Other equity	4,387.29	3,382.01
Total capital	6,277.28	5,272.00
Capital and net debt	**6,269.29**	**4,239.53**
Gearing ratio	N/A	N/A

To maintain or adjust the capital structure, the Company review the fund management at regular intervals and take necessary actions to maintain the requisite capital structure.

No changes were made in the objectives policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

32. The Company have debited direct expenses relating to limestone mining to cost of raw material consumed. These expenses, if reclassified on 'nature of expense' basis as required by Schedule-III will be as follows:

Particulars	**For the year ended March 31, 2024**	**For the year ended March 31, 2023**
Cost of raw materials consumed	170.33	253.57
Total	**170.33**	**253.57**

These expenses if reclassified on 'nature of expense' basis as required by Schedule III will be as follows:

Particulars	**For the year ended March 31, 2024**	**For the year ended March 31, 2023**
Employee benefit expenses	59.55	-
Other expenses :		
Consumption of stores & spare parts	5.80	33.47
Repairs and maintenance - Plant and machinery	2.05	-
Rates & taxes (including royalty on limestone)	89.32	220.10
Professional charges	10.41	-
Miscellaneous expenses	3.20	-
Total	**170.33**	**253.57**

33. SEGMENT INFORMATION

Crushed limestone is the only identifiable operating segment of the Company, Further, the entire sales of the Company are affected in the domestic market hence there is only one reportable geographical segment i.e. India. Hence no other disclosures are required in terms of Ind AS-108 ('Operating Segments')

Revenue from major customers with percentage of total revenue are as below:-

Name of the customer	**For the year ended March 31, 2024**		**For the year ended March 31, 2023**	
	Revenue	**Revenue %**	**Revenue**	**Revenue %**
Dalmia Cement (North East) Limited	779.58	100.00%	1,058.92	100.00%

34. The Company had been incurring losses in the past and had accumulated losses amounting to Rs. 23,651.31 as at March 31, 2024. Management has undertaken initiatives to explore new business opportunities and thereby improve the profitability.

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The Holding Company, Dalmia Cement (North East) Limited ("DCNEL") has confirmed to continue to provide requisite financial and operational support for the continued operations of the Company as and when required. In making its assessment, management acknowledges that the ability of the Company to continue as a going concern is dependent on the continued support of DCNEL as and when required in the future. As a result, the standalone financial statements of the Company have been prepared on going concern basis.

35. DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS PER MSMED ACT, 2006

Particulars	As at March 31, 2024	As at March 31, 2023
a) The principal amount and the interest due thereon remaining unpaid to any suppliers as at the end of each accounting year		
- Principal amount due to micro and small enterprises	-	-
- Interest due on above	-	-
b) The amount of interest paid by buyer in terms of section 16 of MSMED Act, 2006, along with the amount of the payment made to supplier beyond the appointed day during each accounting year	-	-
d) 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	-	-
e) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
f) The amount of further interest remaining due and payable in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of MSMED Act, 2006	-	-

The information has been determined to the extent such parties have been identified on the basis of information available with the Company and the same has been relied upon by the auditors.

36. RELATED PARTY DISCLOSURES

(a) Names of related parties and related party relationship

Related parties where control exists:

Holding Company	Dalmia Cement (North East) Limited, formerly known as Calcom Cement India Limited (Holding Company)
	Dalmia Cement (Bharat) Limited (Intermediate Parent Company)
	Dalmia Bharat Limited (Ultimate Parent Company)
Subsidiary Companies	RCL Cements Limited
	SCL Cements Limited
Key Managerial Personnel	Dharmendra Tuteja (Director)
(KMP)	Ganesh Wamanrao Jirkuntwar (Director) (w.e.f April 27, 2021)
	Naveen Jain (Independent Director) (till October 28, 2022)
	Vikram Dhokalia (Independent Director) (till October 28, 2022)
	Rachna Goria (Company Secretary) (w.e.f. March 29, 2022)

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Sudhir Singhvi (Chief financial officer)(till June 15, 2022)
Padmanav Chakravarty (Manager) (w.e.f April 27, 2021)
Awadhesh Kumar Pandey (Chief financial officer)(w.e.f. July 25, 2022)
Deepak Thombre (Independent Director) (w.e.f Januray 25, 2023)
Anoop Kumar Mittal (Independent Director) (w.e.f December 10, 2022)
R A Krishnakumar (Director till March 31, 2023)

Related party relationships are as identified by the Company and relied upon by the Auditors

(b) Related party transactions

Transactions carried out during the year with related parties referred in (a) above, in the ordinary course of business, are as follows-

Nature of Transaction	Holding Company		KMP	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
Dalmia Cement (North East) Limited				
Sale of products	779.23	1,058.92	-	-
Purchase of finished goods	1.53	-	-	-
Reimbursement of expenses by the Company	67.60	-	-	-
Management service income	164.97	225.88	-	-
Reimbursement of expenses incurred by the Company on behalf of	1,126.85	1,440.10	-	-
Director's Sitting Fees				
Naveen Jain	-	-	-	0.70
Vikram Dhokalia	-	-	-	0.70
Deepak Ambadas Thombre	-	-	1.40	-
Anoop Kumar Mittal	-	-	1.40	-

Balance at year end

Nature of Transaction	Holding Company		KMP	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Dalmia Cement (North East) Limited				
Corporate guarantee against term loans and bank guarantees	-	4,977.71	-	-
Advance to supplier	-	1.08	-	-
Trade receivables	220.15	444.86	-	-
Employee/Other payable				
Anoop Kumar Mittal	-	-	0.20	0.27
Deepak Ambadas Thombre	-	-	0.20	0.27

Terms and conditions of transactions with related parties

1. **Service Income:**

   All the direct expenses to be charged on cost plus markup on arms length basis.

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2. **Sale/Purchase:**

   The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free. There have been no guarantees provided or received for any related party receivables or payables.

(c) The Holding Company, Dalmia Cement (North East) Limited ("DCNEL") has confirmed to continue to provide requisite financial and operational support for the continued operations of the Company as and when required. In making its assessment, management acknowledges that the ability of the Company to continue as a going concern is dependent on the continued support of DCNEL as and when required in the future. As a result, the financial statements of the Company have been prepared on going concern basis. Refer note 34 with repect to financial support provided by Holding Company.

37. DISCONTINUED OPERATION

(i) Description

The Board of Directors ("Board") of Vinay Cement Limited ("VCL" or "the Company" or "the Demerged Company") at its meeting held on March 19, 2024 have considered and approved the proposed Scheme of Arrangement for demerger of undertaking comprising of cement and mining business operation between VCL and Dalmia Cement (North East) Limited, (formerly know as Calcom Cement India Limited) ("DCNEL" or "the Resulting Company") ("the Scheme"). The Scheme is filed with Hon'ble Bench of the National Company Law Tribunal at Guwahati, Assam on March 29, 2024.

The Scheme entails the demerger of undertaking comprising of cement and mining business operation of the Company into DCNEL ("Demerger") in terms of the provisions of the Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ('the rules') with reference to its compliance with the accounting standards prescribed under section 133 of the Act, read with relevant rules issued thereunder (the 'applicable accounting standards') and other generally accepted accounting principles in India. The Appointed Date for the Scheme is March 31, 2023.

Pursuant to above, the cement and mining business operations of the Company have been considered as disposal group held for distribution to owners under Ind AS 105, as at 31 March 2024. The results of the disposal group has not been presented separately as it is not material for the year.

(ii) Major class of assets and liabilities of disposal group for distribution to owners

Particulars	**As at March 31, 2024**
Total assets included in disposal group held for distribution to owners (A)	
Property, plant and equipment	2.13
Right-of-use-assets	108.38
Loans (Non-current)	0.18
Other financial assets	171.07
Income tax assets	32.26
Inventories	14.82
Investments	1,979.60
Loans (current)	1.41
Trade receivables	219.99
Bank balances other than 8 (iv) above	39.00
Other financial assets	3.20
Other current assets	132.38
	2,704.42

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Particulars	**As at March 31, 2024**
Less: Total directly associated with disposal group held for distribution to owners(B)	
Provisions (Non-current)	90.72
Trade payable	32.88
Other financial liabilities	61.61
Other current liabilities	131.09
Provisions (Current)	3.09
Current tax liabilities (net)	1,132.244
	1,451.63
Net disposal group held for distribution to owners (A-B)	**1,252.79**

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38. ANALYTICAL RATIOS

The following are analytical ratios for the year ended March 31, 2024 and for the year ended March 31, 2023

Ratios	UoM	Numerator	Denominator	Formula	March 31, 2024	March 31, 2023	Variance %	Reason For Variance
Current ratio	Times	Current Assets	Current Liabilities	Current Assets Current Liabilities	-	*1.04*	-100%	Reason for change: The ratio is not applicable as majority of the assets and liabilities have been classified as disposal group held for distribution to owners.
Return on equity ratio	%	Net profits after taxes	Average total equity excluding fair value of investments through OCI	Net Profits after taxes Average total equity excluding fair value of Investments through OCI	17.35%	*15.46%*	12%	**Reason for change:** Profit improved current year with Proceeds from sale of PPE and Mutual Funds Income/Profit
Inventory Turnover ratio	Times	Revenue from sale of products	Average inventory	Revenue from sale of products Average inventory	63.09	*41.52*	52%	Reason for change: Decrease in revenue from operations as the Limestone sale to DCNEL reduced over the year. Further change in the ratio as majority of the assets and liabilities have been classified as disposal group held for distribution to owners.
Trade receivables turnover ratio	Times	Revenue from sale of products and services (excluding subsidies)	Average Accounts Receivable-Average rebate to customers	Revenue from sale of products and services (excluding subsidies) (Average Accounts Receivable - Average rebate to customers)	4.21	3.55	18%	**Reason for change:** Decrease in revenue from operations as the Limestone sale to DCNEL reduced over the year and management service income reduced with transfer of employee to DCNEL.
Trade payables turnover ratio	Times	Net purchases of goods = Purchase of raw materials included in cost of raw materials consumed+ Purchases of stock in trade	Average Trade Payables	Purchases of goods and services Average Trade Payables	3.47	*7.18*	-52%	**Reason for change:** Decrease in purchase of Goods & services with sale volume reduction over the year. Further change is due to classfication of majority of assets and liabilities as disposal group held for distribution to owners.

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Ratios	UoM	Numerator	Denominator	Formula	March 31, 2024	March 31, 2023	Variance %	Reason For Variance
Net capital turnover ratio	Times	Revenue from sale of products and services (excluding subsidies)	Working capital = Current assets - Current liabilities	Revenue from sale of products and services (excluding subsidies) Working capital	109.92	*21.84*	403%	**Reason for change:** Change is due to better current assets position as compared to current liability on account of increase in short term Investment in Mutual Funds and decrease in advance from customers. Further change is due to classfication of majority of assets and liabilities into as disposal group held for distribution to owners.
Net profit ratio	%	Net profit after tax	Revenue from operations	Net profit after tax Revenue from operations	106%	*48%*	121%	**Reason for change:** Profit improved current year with Proceeds from sale of PPE and Mutual Funds Income/Profit and Decrease in revenue from operations as the Limestone sale to DCNEL reduced over the year and management service income reduced with transfer of employee to DCNEL.
Return on capital employed	%	Earnings before interest and taxes (including other income)	Capital Employed = Average total equity excluding fair value of investments through OCI + Average Total Debt	Earnings before interest and taxes (including other income) (Average total equity excluding fair value of Investments through OCI + Average Total Debt)	23%	*16%*	42%	**Reason for change:** Profit improved current year with Proceeds from sale of PPE and Mutual Funds Income/Profit
Return on investment	%	Interest Income on FD, Bonds Debentures + Dividend Income + Profit on sale of Investment + Profit on fair valuation of Investement	Current Investment + Non Current Investment + Other bank balances	Interest Income on FD, Bonds Debentures + Dividend Income + Profit on sale of Investment + Profit on fair valuation of Investment Current Investment + Non Current Investment+ Other bank balances	18.52%	*3.19%*	480%	**Reason for change:** Increase in Investment in Fixed Deposits at the end of FY 2022-23, hence interest income accrual is lower as compared to increase in Fixed Deposits. Further change is due to classfication of majority of assets and liabilities as disposal group held for distribution to owners.

Note: Debt equity ratio and Debt Service Coverage Ratio are not applicable considering the nature of transactions during the current year and previous year. DCNEL stands for " Dalmia Cement (North east) Limited".

During the year, assets and liabilities have been classfied as disposal group held for distribution to owners. impacting the current year ratios subtantially. Refer note 37 and 2(iii) for details.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

39. ADDITIONAL DISCLOSURES

S. No.	Particulars	Note in financial statements
(i)	Details of Benami Property held	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)	Relationship with Struck off Companies	The Company do not have any transactions with struck-off companies.
(iii)	Registration of charges or satisfaction with Registrar of Companies (ROC)	The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
(iv)	Details of Crypto Currency or Virtual Currency	The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
(v)	Utilization of Borrowed funds and share premium	The Company have not advanced or loaned or invested funds to any other person or entity, including foreign entities (Intermediaries) with the understanding that the Intermediary shall: directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
(vi)	Utilization of Borrowed funds and share premium	The Company have 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 Company shall: directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
(vii)	Undisclosed income	The Company does not have any 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).
(viii)	Title deeds of immovable properties not held in the name of the Company	There are no immovable properties which are not registered in the name of the Company.
(ix)	Core Investment Companies (CIC)	The Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has three unregistered CIC as part of the Group.

Vinay Cement Limited
Notes to financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. lakhs unless otherwise stated)

40. The Company is not required to prepare the consolidated financial statement as Ultimate Parent Company, Dalmia Bharat Limited prepares the consolidated financial statements that are available for public use and comply with Ind ASs.

41. AUDIT TRAIL

As per Section 128 of the Companies Act, 2013 read with proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 with reference to use of accounting software by the Company for maintaining its books of account, has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such change were made and ensuring that the audit trail cannot be disabled is applicable with effect from the financial year beginning on 1 April 2023.During the current year, the audit trail (edit logs) feature for any direct changes made at the database level was not enabled for the accounting software used for maintaining books of accounts. The management has implemented recording of edit logs at database level for all accounting software w.e.f. April 2024.

As per our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

For and on behalf of the Board of Directors of
Vinay Cement Limited

Kartik Gogia
Partner
Membership No.: 512371

Rajiv Kumar Choubey
Director
DIN: 08211030

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Place: New Delhi
Date: April 22, 2024

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

INDEPENDENT AUDITOR'S REPORT

To the Members of Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)* ('the Company'), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

4. We draw attention to note 30(c) to the accompanying standalone financial statement regarding the dispute between Dalmia Cement (Bharat) Limited ('DCBL') and Bawri Group ('BG'), the two shareholders of the Company, under which certain claims have been raised against each such shareholder including BG's claim for transfer of shares held by DCBL in the Company in favour of BG at 75% of the fair market value which has been rejected by the Arbitral Tribunal and the Hon'ble Delhi High Court. The aforesaid matter is under sub-judice before the divisional bench of Hon'ble Delhi High Court. In view of the management, the aforesaid matter will not have any material impact on the Company or the accompanying standalone financial statements. Our opinion is not modified in respect of this matter.

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

5. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

   In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

   When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

6. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view

of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

8. 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

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

10. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

11. 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.

Other Matter

12. The standalone financial statements of the Company for the year ended 31 March 2023 were audited by the predecessor auditor, Deloitte Haskins & Sells, Chartered Accountant who have expressed an unmodified opinion on those standalone financial statements vide their audit report dated 22 April 2023.

Report on Other Legal and Regulatory Requirements

13. As required by section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

14. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act we give in the Annexure I a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

15. Further to our comments in Annexure I, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;

    b) 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 except for the matters stated in paragraph 15(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

    c) The standalone financial statements dealt with by this report are in agreement with the books of account;

    d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act.

    e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act;

    f) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 15(b) above on reporting under section 143(3)(b) of the Act and paragraph 15(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

    g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2024 and the operating effectiveness of such controls, refer to our separate report in Annexure II wherein we have expressed an unmodified opinion; and

    h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

        i. the Company, as detailed in Note 30(a) and 30(c) to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2024;

        ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024;

        iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2024;

        iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 42(v) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate

Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 42(vi) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The Company has not declared or paid any dividend during the year ended 31 March 2024.

vi. Based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2023, have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature was not enabled at database level for the accounting software used for maintaining books of accounts and other software used for processing financial information for logistic, freight and discount/ distributer claims, as described in note 44 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where such feature is enabled.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371
UDIN: 24512371BKFEUD1258

Place: New Delhi
Date: 22 April 2024

Annexure I referred to in paragraph 14 of the Independent Auditor's Report of even date to the members of Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)* on the standalone financial statements for the year ended 31 March 2024

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we report that:

i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment ,capital work-in-progress and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The property, plant and equipment, and relevant details of right-of-use assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification programme adopted by the Company, is reasonable having regard to the size of the Company and the nature of its assets.

(c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in Note 2(i) to the standalone financial statements, are held in the name of the Company.

(d) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets during the year.

(e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.

ii. (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for goods-in-transit and inventory lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed as compared to book records. In respect of inventory lying with third parties, these have substantially been confirmed by the third parties and in respect of goods-in-transit, these have been confirmed from corresponding receipt and/or dispatch inventory record.

(b) As disclosed in Note 7 to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of Rs. 5 crores by banks based on the security of current assets. The quarterly statements, in respect of the working capital limits have been filed by the Company with such banks and such statements are in agreement with the books of account of the Company for the respective periods, which were subject to audit/review.

iii. The Company has not made investments in, provided any guarantee or security or advances in the nature of loans to companies, firms, limited liability partnerships during the year. Further, the Company has granted loans to other parties during the year, in respect of which:

(a) The Company has provided loans to other parties during the year as per details given below:

Particulars	Loans (Rs. in crores)
Aggregate amount provided during the year (Rs.) – Others	1.81
Balance outstanding as at balance sheet date in respect of above cases Rs.) – Others	1.59

(b) In our opinion, and according to the information and explanations given to us, the terms and conditions of the grant of all loans provided are, prima facie, not prejudicial to the interest of the Company. Further, the Company has not made any investment, provided any guarantee or given any security or provided any advance in the nature of loan during the year.

(c) In respect of loans granted by the Company, the schedule of repayment of principal has been stipulated and the repayments/receipts of principal are regular.

(d) There is no overdue amount in respect of loans granted to other parties.

(e) The Company has not granted any loan or advances in the nature of loans which has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans/advances in nature of loan that existed as at the beginning of the year.

(f) The Company has not granted any loans or advances in the nature of loans, which are repayable on demand or without specifying any terms or period of repayment

iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Act in respect of investments made. Further, the Company has not entered into any transaction covered under section 185 and section 186 of the Act in respect of loan, guarantees and security provided by it.

v. In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act in respect of the products of the Company. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. (a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:-

Name of the statute	**Nature of dues**	**Gross Amount (Rs. in crores)**	**Amount paid under Protest (Rs. in crores)**	**Period to which the amount relates**	**Forum where dispute is pending**
The Central Excise Tariff Act, 1985	Excise Duty	4.74	-	March 2010 to June 2017	Hon'ble High Court
Finance Act 1994	Service Tax	0.32	-	September 2011 to July 2012	Hon'ble High Court
West Bengal Entry of Goods into Local Areas Act, 2012	Entry Tax	0.20	-	April 2015 to March 2016	Hon'ble High Court

viii. According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts

ix. According to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings to any lender or in the payment of interest thereon, except for the below:

Nature of borrowing, including debt securities	**Name of lender**	**Amount not paid (Rs. in crores)**	**Whether principal or interest**	**No. of days delay or unpaid till the date of audit report**
Short term	Saroj Sunrise Private Limited	28.85	Both	Refer note below
Short term	J.C Textiles Private Limited	4.31	Both	Refer note below

Note:

We refer to note 14 to the financial statements describing the dispute between the shareholders of the Company, wherein due to the pending resolution of the dispute, the Company has not paid the above-mentioned amounts.

(b) According to the information and explanations given to us including confirmations received from banks and representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has made preferential allotment of shares. In our opinion and according to the information and explanations given to us, the Company has complied with the requirements of section 62 the Act and the rules framed thereunder with respect to the same. Further, the amounts so raised were used for the purposes for which the funds were raised. During the year, the Company did not make private placement of shares/fully/partly convertible debentures.

xi. (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the period covered by our audit.

(b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.

(c) According to the information and explanations given to us, the Company has received whistle blower complaints during the year, which have been considered by us while determining the nature, timing and extent of audit procedures.

xii. The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

xiv (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system which is commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.

(b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.

xv. According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.

(d) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) has three CICs as part of the Group

xvii. The Company has not incurred any cash losses in the current financial year as well as the immediately preceding financial year.

xviii. There has been resignation of the statutory auditors (Deloitte Haskins & Sells) during the year and based on the information and explanations given to us by the management and the response received by us pursuant to our communication with the outgoing auditors, there have been no issues, objections or concerns raised by the outgoing auditors.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet 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. According to the information and explanations given to us, the Company does not have any unspent amounts towards Corporate Social Responsibility in respect of any ongoing or other than ongoing project as at the end of the financial year. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371
UDIN: 24512371BKFEUD1258

Place: New Delhi
Date: 22 April 2024

Annexure II

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)* ('the Company') as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements 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') (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to financial

statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371
UDIN: 24512371BKFEUD1258

Place: New Delhi
Date: 22 April 2024

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*

CIN: U26942AS2004PLC007538

Standalone Balance Sheet as at March 31, 2024

(All amounts are in Rs. Crores unless otherwise stated)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	2(i)	718.71	708.57
Capital work-in-progress	2(ii)	765.89	105.40
Right-of-use-assets	2(iii)	31.31	20.78
Other intangible assets	2(iv)	72.08	78.57
Financial assets			
Investments	3	-	-
Loans	4(i)	1.63	1.18
Other financial assets	4(ii)	15.45	14.79
Income tax assets (net)		0.62	1.74
Other non-current assets	5	112.91	21.94
		1,718.60	**952.97**
Current assets			
Inventories	6	113.48	93.79
Financial assets			
Investments	7(i)	846.74	245.39
Trade receivables	7(ii)	79.11	58.60
Cash and cash equivalents	7(iii)	31.07	6.40
Bank balances other than cash and cash equivalents	7(iv)	200.13	0.22
Loans	7(v)	1.32	1.47
Other financial assets	7(vi)	148.45	69.42
Other current assets	8	130.11	15.50
		1,550.41	**490.79**
Total assets		**3,269.01**	**1,443.76**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	9	1,942.01	408.79
Other equity	10	344.44	69.44
		2,286.45	**478.23**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	11(i)	374.13	449.19
Lease liabilities	28	3.82	3.15
Provisions	12	13.83	9.55
Government grants	13	19.00	13.34
Deferred tax liabilities(net)	5(ii)	89.77	49.89
		500.55	**525.12**
Current liabilities			
Financial liabilities			
Borrowings	14(i)	7.41	67.19
Trade payables	14(ii)		
Total outstanding dues of micro enterprises and small enterprises		3.08	6.46
Total outstanding dues of creditors other than micro enterprises and small enterprises		121.32	104.81
Lease liabilities	28	2.40	1.69
Other financial liabilities	14(iii)	202.55	148.75
Provisions	15	1.32	0.87
Government grants	13	1.07	10.57
Other current liabilities	16	68.68	59.47
Current tax liabilities (net)		74.18	40.60
		482.01	**440.41**
Total equity and liabilities		**3,269.01**	**1,443.76**
Summary of material accounting policies	1		

The accompanying notes are an integral part of the financial statement.

As per our report of even date.
For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

For and on behalf of the Board of Directors of
Dalmia Cement (North East) Limited

Kartik Gogia
Partner
Membership No.: 512371

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Rajiv Kumar Choubey
Director
DIN: 08211030

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Place: New Delhi
Date: April 22, 2024

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
CIN: U26942AS2004PLC007538
Statement of Profit and Loss for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
Income			
Revenue from operations	**17**	1,439.80	1,266.45
Other income	**18**	65.13	16.45
Total Income		**1,504.93**	**1,282.90**
Expenses			
Cost of raw materials consumed	**19**	249.39	200.71
Purchases of stock in trade		-	2.90
Change in inventories of finished goods, stock in trade and work in progress	**20**	(8.36)	2.10
Employee benefits expense	**21**	46.67	44.33
Finance costs	**22**	26.00	43.69
Depreciation and amortization expense	**23**	143.73	130.82
Power and fuel		215.49	208.33
Freight charges			
- on finished goods		226.83	212.87
- on internal clinker transfer		71.13	65.35
Other expenses	**24**	164.53	143.41
Total expenses		**1,135.41**	**1,054.51**
Profit before tax		**369.52**	**228.39**
Tax expense	**5(i)**		
Current tax		53.71	0.12
Deferred tax		40.01	60.52
Tax adjustments for earlier years		(0.09)	37.68
Tax adjustments on account of change in tax rate		-	17.27
		93.63	**115.59**
Profit after tax		**275.89**	**112.80**
Other comprehensive Income			
A. Items that will not be reclassified to profit/(loss)			
- Re-measurement gains/(loss) on defined benefit plan		0.08	(0.12)
- Income tax relating to above item		(0.02)	0.02
B. Items that will be reclassified to profit/(loss)			
- Designated cash flow hedges		(1.12)	-
- Income tax relating to above item		0.17	-
Other comprehensive loss for the year, net of tax		**(0.89)**	**(0.10)**
Total comprehensive income for the year, net of tax		**274.99**	**112.70**
Earning per share			
Basic and diluted earnings per share (in Rs.) [Nominal value of share Rs.10 each]	**25**	**1.99**	**2.76**
Summary of material accounting policies	**1**		

The accompanying notes are an integral part of the financial statements.

As per our report of even date.
For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

For and on behalf of the Board of Directors of
Dalmia Cement (North East) Limited

Kartik Gogia
Partner
Membership No.: 512371

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Rajiv Kumar Choubey
Director
DIN: 08211030

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Place: New Delhi
Date: April 22, 2024

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
CIN: U26942AS2004PLC007538
Statement of Cash Flows for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

	Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A.	**Cash flow from operating activities**		
	Profit before tax	369.52	228.39
	Adjustment to reconcile profit before tax to net cash flows:		
	Depreciation and amortisation expense	143.73	130.82
	Profit on sale of property, plant and equipment (net)	-	(0.02)
	Liabilities no longer required written back (net)	(0.87)	(2.69)
	Interest income (including fair value changes in financial instruments)	(29.44)	(3.47)
	Finance cost	26.00	43.69
	Change in fair value of investments measured at FVTPL	(5.09)	5.15
	Profit on sale of investments	(30.42)	(17.52)
	Impairment allowance	0.08	0.47
	Operating profit before working capital changes	**473.51**	**384.82**
	Working capital adjustments:		
	(Increase) in inventories	(19.69)	(22.06)
	(Increase)/decrease in trade receivables	(20.50)	2.82
	(Increase)/decrease in other assets and financials assets	(160.43)	4.07
	Increase/(decrease) in trade payables	13.13	(4.52)
	Increase/(decrease) in other current and financial liabilities	15.42	(9.92)
	Increase in provisions	3.85	0.56
	Cash generated from operating activities	**305.29**	**355.77**
	Direct taxes refund/ (paid) (net)	(19.04)	6.91
	Net cash flow from operating activities (A)	**286.25**	**362.68**
	Cash flows from investing activities		
	Purchase of property, plant and equipment, capital work-in-progress and intangibles	(864.72)	(343.25)
	Proceeds from sale of property, plant and equipment	0.26	0.14
	(Investment)/proceeds in mutual funds and corporate bonds (net)	(580.47)	103.25
	Fixed deposits (placed)/ matured (having original maturity of more than three months) (net)	(200.03)	2.15
	Interest received	11.10	3.27
	Net cash used in investing activities (B)	**(1,633.86)**	**(234.45)**
	Cash flows from financing activities		
	Proceeds from right issue of equity shares	1,533.22	-
	Proceeds from long term borrowings	375.00	-
	Repayment of long term borrowings	(450.06)	(69.16)
	Payment of principal portion of lease liabilities	(2.77)	(2.28)

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
CIN: U26942AS2004PLC007538
Statement of Cash Flows for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Repayment of short term borrowing (net)	(59.78)	-
Interest paid on lease liabilities	(0.62)	(0.36)
Interest paid	(22.71)	(55.93)
Net cash flow from/ (used in) financing activities (C)	**1,372.28**	**(127.73)**
Net increase in cash and cash equivalents (A+B+C)	24.67	0.50
Cash and cash equivalents at the beginning of the year	6.40	5.90
Cash and cash equivalents at the end of the year	**31.07**	**6.40**
Components of cash and cash equivalents:		
Balances with banks:		
- In current accounts	16.87	2.90
- Deposits with original maturity of less than three months	14.20	3.50
Net cash and cash equivalents (Refer note 7(iii))	**31.07**	**6.40**

Note:

1. The above Cash Flow Statement has been prepared under the ‘Indirect Method’ as set out in the Indian Accounting Standard (Ind AS 7) ‘Statement of Cash Flows’.
2. Changes in liabilities arising from financing activities:

Particulars	April 01, 2023	Cash flows	Changes in fair value	Other	March 31, 2024
Current borrowings (refer note 11(i) and 14 (i))	7.41	-	-	-	7.41
Non-current borrowings (including current maturities) (refer note 11(i) and 14 (i))	508.96	(134.83)		-	374.13

Particulars	April 01, 2022	Cash flows	Changes in fair value	Other	March 31, 2023
Current borrowings (refer note 11(i) and 14 (i))	400.44	-	-	(393.03)	7.41
Non-current borrowings (including current maturities) (refer note 11(i) and 14 (i))	184.86	(69.16)	0.23	393.03	508.96

3. For lease liabilities, refer note 28.

The accompanying notes are an integral part of the financial statements.

As per our report of even date.
For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371

Place: New Delhi
Date: April 22, 2024

For and on behalf of the Board of Directors of
Dalmia Cement (North East) Limited

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Rajiv Kumar Choubey
Director
DIN: 08211030

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
CIN: U26942AS2004PLC007538
Statement of Changes in Equity for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

a. Equity share capital:

Reconciliation of equity share capital outstanding at the end of period as at March 31, 2024

Particulars	No. of shares	Amount
Equity shares of Rs. 10 each issued, subscribed and fully paid		
As at April 1, 2022	**40,87,86,480**	**408.79**
Changes in equity share capital	-	-
As at March 31, 2023	**40,87,86,480**	**408.79**
Changes in equity share capital	1,53,32,25,000	1,533.22
As at March 31, 2024	**1,94,20,11,480**	**1,942.01**

b. Other equity:

Other equity attributable to owners of the Company as at March 31, 2024

Particulars	Other Reserves (Contribution from shareholders (Financial guarantee)	Retained earnings	Money received against share warrants	Effective portion of Cash flow hedges	Total
Balance as at April 1, 2023	2.97	66.46	0.01	-	69.44
Profit for the year	-	275.89	-	-	275.89
Other comprehensive income	-	0.06	-	(0.95)	(0.89)
Balance as at March 31, 2024	**2.97**	**342.41**	**0.01**	**(0.95)**	**344.44**

Other equity attributable to owners of the Company as at March 31, 2023

Particulars	Other Reserves (Contribution from shareholders (Financial guarantee)	Retained earnings	Money received against share warrants	Effective portion of Cash flow hedges	Total
Balance as at April 1, 2022	2.97	(46.24)	0.01	-	(43.26)
Profit for the year	-	112.80	-	-	112.80
Other comprehensive income	-	(0.10)	-	-	(0.10)
Balance as at March 31, 2023	**2.97**	**66.46**	**0.01**	**-**	**69.44**

As per our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371

Place: New Delhi
Date: April 22, 2024

For and on behalf of the Board of Directors of
Dalmia Cement (North East) Limited

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Rajiv Kumar Choubey
Director
DIN: 08211030

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
Notes to Financial Statements as at and for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

NOTE 1

A. Corporate Information

Dalmia Cement (North East) Limited (formerly known as Calcom Cement India Limited) ("the Company") is a public company domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The registered office of the Company is located at 3rd & 4th Floor, Anil Plaza-II, ABC, G.S. Road, Guwahati.

The Company is engaged in the manufacturing and selling of cement and clinker having its manufacturing facility at Lanka and Umrangshu, Assam. Information on the Company's related party relationships are provided in Note 32.

The financial statements for the year ended March 31, 2024 were authorised for issue in accordance with a resolution of the Board of Directors on April 22, 2024.

B. Material accounting policies

(i) Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (Ind AS compliant Schedule III) and the guidelines issued by the Securities and Exchange Board of India (SEBI), as applicable.

The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Derivative financial instruments [refer accounting policy 1B(ii)(m)];
- Defined benefit plans - plan assets measured at fair value [refer accounting policy 1B(ii)(l)]; and

The financial statements are presented in Indian Rupee (Rs.) and all the values are rounded off to the nearest Crore, except number of shares, face value of share, earning per share or wherever otherwise indicated. Wherever the amount represented Rs. '0' (zero) construes value less than Rupees fifty lakhs. Adding the individual figures may therefore not always result in the exact total given.

(ii) Summary of material accounting policies

a. Current versus 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:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
Notes to Financial Statements as at and for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

- 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 equivalents. The Company has identified twelve months as its operating cycle.

b. Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. 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 principal or the most advantageous market must be accessible by the Company.

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 economic best 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, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation 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.

The Company's management determines the policies and procedures for recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for sale in discontinued operation.

External valuers are involved for valuation of significant assets and liabilities. The management selects external valuer on various criteria such as market knowledge, reputation, independence and whether professional standards are maintained by valuer. The management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (note 26)
- Quantitative disclosures of fair value measurement hierarchy (note 31(b))
- Financial instruments (including those carried at amortised cost) (note 31(a))

c. 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 and services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of goods (including sale of scrap included under other operating revenue)

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, which is generally on dispatch/ delivery of the goods. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated.

In determining the transaction price, the Company considers the effects of variable consideration, non-cash incentives and consideration payable to the customer (if any). No element of financing is deemed present as the sales are made with credit terms largely ranging between 0 to 90 days.

Variable consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Where the sale of goods provide customers with discounts, volume rebates etc., such discounts, volume rebates etc. give rise to variable consideration.

The Company follows the 'most expected value' method in estimating the amount of variable consideration. The Company estimates the variable consideration based on an analysis of accumulated historical experience. A liability (included in “Other financial liabilities”) is recognised for expected discounts, volume rebates etc. payable to customers in relation to sales made until the end of the reporting period.

Non-cash incentives

The Company provides non-cash incentives at fair value to customers. These benefits are passed on to customers on satisfaction of various conditions of various sales schemes. Consideration received is allocated between the products sold and non-cash incentives to be issued to customers. Fair value of the non-cash incentive is determined by applying principle of Ind AS 113 i.e. at market rate. A contract liability for the non-cash incentive is recognised at the time of sale.

Revenue from services

Revenue from management services are recognised at the point in time i.e. as and when services are rendered.

Contract balances

Trade receivables - A trade receivable is recognised when the goods or services are delivered/ rendered to a customer as this is the point in time that the consideration becomes unconditional because only a passage of time is required before the payment is due.

Interest income

For all debt instruments/ subsidies 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 receipts over the expected life of the financial instrument/ subsidies or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in “Other income” in the statement of profit and loss.

d. Government grants and subsidies

Government grants and subsidies are recognised where there is reasonable assurance that the grant/ subsidy will be received and all attached conditions will be complied with. When the grant/ subsidy relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

Where the grant/ subsidy relates to an asset, it is recognised as deferred income which is recognised as income on a systematic and rational basis over the useful life of the related asset.

Government grant and subsidy that becomes receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs, are recognised in statement of profit and loss of the period in which it becomes receivable. Government grants and subsidies are recognised in statement of profit and loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants/ subsidy are intended to compensate. The Company has chosen to present grants related to income to be deducted in reporting the related expense. Income from subsidies in the nature of operations are included under “Revenue from operations”.

e. Income taxes

Tax expense comprises current income tax and deferred tax.

Current income tax

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date and includes any adjustment to tax payable in respect of previous years.

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

Deferred tax

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

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or 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.
- In respect of taxable temporary differences associated with investments in subsidiaries, associate and interests in joint venture, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition 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
- In respect of deductible temporary differences associated with investments in subsidiaries, associate and interests in joint venture, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

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

f. Property, plant and equipment

The Company had measured property, plant and equipment (PPE) except leasehold land, vehicles, furniture and fixtures, office equipment and mines development at fair value as on the transition date i.e. April 1, 2015 which has become its deemed cost. In respect of vehicles, furniture and fixtures, office equipment and mines development, the Company had applied applicable Ind AS from a retrospective basis and arrived at the carrying value as per Ind AS as at transition date.

PPE are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price, including import duties and non- refundable purchase taxes, and any directly attributable cost of bringing the asset to its working condition for its intended use. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met.

Subsequent expenditure related to an item of PPE is capitalised only when it is probable that future economic benefits associated with the item will flow to the Company. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to significant accounting judgements, estimates and assumptions (note 26).

Items of stores and spares that meet the definition of PPE are capitalised at cost. Otherwise, such items are classified as inventories.

Capital work-in-progress (CWIP)

Capital work in progress are stated at cost, net of impairment loss, if any. Assets in the course of construction are capitalised in capital work in progress account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs (net of income) associated with the commissioning of the asset, including the expenditure incurred on trial runs (net of trial run receipts, if any), are capitalised up to the date asset is ready for its intended use.

Expenses incurred relating to project during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under ‘Capital work in progress’ .

Depreciation charge

Depreciation on property, plant and equipment is provided on a written down value method (straight-line basis w.e.f. January 1, 2024, also refer note 26), based on the respective estimate of useful lives as given below. Estimated useful lives of assets are determined based on technical parameters/ assessments.

The management believes that useful lives currently used, which are as prescribed under Schedule II of the Companies Act, 2013, fairly reflect its estimate of the useful lives and residual values of property, plant and equipment, though these lives in certain cases are different from lives prescribed under Schedule II.

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Type of Asset	Useful life (in years)
Buildings	
- Factory buildings	30 years
- Non-factory buildings *	30 to 60 years
- Roads	3 to 10 years
Plant and equipments	
- Continuous process plant	25 years
- Other plant and equipment *	5 to 15 years
Furniture and Fixtures	10 years
Office equipment	3 to 5 years
Vehicles *	8 to 10 years

* The Company, based on technical assessment made by technical expert and management estimate, depreciates these items of property, plant and equipment over estimated useful lives which are different from the useful life 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.

Capitalised spares are depreciated over their own estimated useful life or the remaining estimated useful life of the related asset, whichever is lower.

On an item of property, plant and equipment discarded during the year, accelerated depreciation is provided upto the date on which such item of property, plant and equipment is discarded.

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 de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and 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 prospectively, if appropriate.

g. Other intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

The useful life of computer software is estimated as 3 years to 6 years and accordingly amortised on a straight line basis over its useful life.

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Mining Rights includes the amount paid to acquire consent to establish and consent to operate for extracting limestone from the allotted mining area of 417.50 Hectares. Total minable reserves of the mines are 162.56 Million MT as per the submission made to Indian Bureau of Mines ('IBM') dated February 02, 2017.

Mining development expenditure includes over burden removal (stripping) cost and asset created for mining reclamation and depreciated over their estimated commercial life based on the unit of production method.

h. Borrowing costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

Borrowing costs consist of interest (calculated using the effective interest rate method), hedge related cost incurred in connection with foreign currency borrowings and other costs that an entity incurred in connection with the borrowing of funds.

Expenses incurred on the issue of debt securities are amortised over the term of the related securities and included within borrowing costs. Premium payable on early redemption of debt securities, in lieu of future finance costs, is written off as borrowing costs as and when paid.

i. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. 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.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases (refer note 1(B)(ii)(i)(iii) below). 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 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 re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date, an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis from the commencement date over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Right-of-use assets	Lease term(in years)
Leasehold land	20 to 30 years
Buildings	2 to 12 years
Vehicles	2 to 5 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment.

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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, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

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 re-measured 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.

Lease liabilities and Right-of-use assets have been presented as a separate line in the balance sheet. Lease payments have been classified as cash used in financing activities.

iii) Short-term leases

The Company has elected not to recognise right-of-use assets and lease liabilities for short term leases of all assets that have a lease term of 12 months or less. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease.

j. Inventories

Inventories are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials, packing materials, fuels and stores and spares: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on moving weighted average basis, except in case of Limestone inventories included in Raw materials and Coal inventories (in one of the unit) included in fuels inventories, where cost is determined on annual weighted average basis.
- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on weighted average basis.
- Stock in trade: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realisable 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.

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k. Provisions and contingent liabilities

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Mines reclamation liability

The Company records a provision for mines reclamation cost until the closure of mine. Mines reclamation costs are provided at the present value of expected costs to settle the obligation using estimated cash flows, with a corresponding amount being capitalised at the start of each project. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the mine reclamation liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as “Finance cost”. The estimated future costs of mine reclamation are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are capitalised in property, plant and equipment and are depreciated over the estimated commercial life of the related asset based on the unit of production method.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

l. Retirement and other employee benefits

Retirement benefits in the form of contribution to Statutory Provident Fund, Pension Fund, Superannuation Fund and National Pension Scheme are defined contribution schemes. The Company has no obligation, other than the contribution payable to the respective funds. The Company recognises contribution payable to these schemes as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operates three defined benefit plans for its employees, viz., gratuity, provident fund contribution to Trust(s) and post-retirement medical benefits. The costs of providing benefits under these plans are determined on the basis of actuarial valuation at each year-end. Separate actuarial valuation is carried out for each plan using the projected unit credit method. Re-measurements, comprising of re-measurement gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to statement of profit and loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Current service cost is recognised within employee benefits expenses. Net interest expense or income is recognised within finance costs.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Re-measurement gains/losses are immediately taken to the statement of profit and loss and are not deferred.

m. 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

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component, the Company initially measures a financial asset at its fair value plus, in the case of financial asset not recorded at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under Ind AS 115.

In order for a financial asset to be classified and measured at amortised cost, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in below mentioned categories:

- Financial assets at amortised cost (debt instruments)

- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss (FVTPL)

Financial assets at amortised cost (debt instruments)

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

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.

This category is the most relevant to the Company. 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. The Company's financial assets at amortised cost includes trade receivables, loans and other receivables.

Financial assets at FVTOCI (debt instruments)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On de-recognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss.

The Company has not designated any financial asset (debt instruments) as at FVTOCI.

Financial assets designated at fair value through OCI (equity instruments)

On initial recognition of an equity instrument that is not held for trading, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading are classified as at FVTPL.

Subsequently, these financial assets are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income. Gains and losses on these financial assets are never recycled from other comprehensive income to profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Dividends on these investments are recognised as 'other income' in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

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The Company elected to classify irrevocably its listed equity investments under this category.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

Debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as ‘accounting mismatch’). The Company has designated investment in mutual funds, bonds and derivative instruments as at FVTPL.

Derecognition

A financial asset is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a ‘pass-through’ arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits and bank balance.

b) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.

The Company follows ‘simplified approach’ for recognition of impairment loss allowance on:

- Trade receivables

  The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

  For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. The credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk of customer has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

  Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

  ECL is the difference between all contractual cash flows that are due to the Company in

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accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, the Company considers:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

As a practical expedient, 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 forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. This amount is reflected under the head 'Other expenses' in the statement of profit and loss.

The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost and contractual revenue receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

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.

The Company's financial liabilities include trade and other payables, loans and borrowings and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss (FVTPL) include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 'Financial instruments'.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

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Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

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 as finance costs in the statement of profit and loss.

This category generally applies to borrowings. For more information, refer note 11(i).

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

n. Derivative financial instruments and hedge accounting

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as foreign exchange option contract, foreign exchange forward contract and interest rate swap contract, to hedge its foreign currency risks and interest rate risks, respectively. 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. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to profit or loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

For the purpose of hedge accounting, hedges are classified as:

- Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the

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hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Cash flow hedges

The effective portion of changes in the fair value of the designated portion of derivatives that qualify as cash flow hedges is recognised in OCI and accumulated under the heading of cash flow hedge reserve, while any ineffective portion is recognised immediately in the statement of profit and loss.

The Company uses forward currency contracts as hedges of its exposure to foreign currency risk in forecast transactions and firm commitments.

Amounts previously recognised in OCI and accumulated in other equity relating to (effective portion as described above) are re-classified to the statement of profit and loss in the periods when the hedged item affects profit or loss. When the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

When a hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognised in OCI remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in other equity is recognised immediately in statement of profit and loss.

C. Recent accounting pronouncements

Standards notified but not yet effective

Ministry of Corporate Affairs ('MCA') has no notified any new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules, 2023

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
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(All amounts are in Rs. Crores unless otherwise stated)

2(i) Property, plant and equipment

	Buildings	Plant and equipments	Furniture and fixtures	Vehicles	Office equipments	Computers	Total
Cost or Valuation							
As at April 1, 2022	**176.28**	**836.70**	**4.94**	**8.56**	**2.46**	**2.17**	**1,031.10**
Additions	21.36	368.74	0.14	1.51	0.40	0.54	392.69
Deletions	-	(29.01)	(0.07)	(0.04)	(0.03)	(0.19)	(29.34)
As at March 31, 2023	**197.64**	**1,176.43**	**5.01**	**10.03**	**2.83**	**2.51**	**1,394.45**
Additions	62.33	65.45	1.67	1.05	0.79	0.84	132.13
Deletions	(0.18)	(8.23)	(0.22)	(0.10)	(0.03)	(0.06)	(8.82)
Reclassification	6.38	(6.79)	0.03	-	0.09	0.29	-
As at March 31, 2024	**266.17**	**1,226.86**	**6.49**	**10.98**	**3.68**	**3.58**	**1,517.76**
Accumulated Depreciation							
As at April 1, 2022	**74.85**	**505.39**	**2.84**	**1.52**	**1.93**	**1.68**	**588.21**
Charge for the year [refer note 26 (vi)]	17.50	105.62	0.62	2.41	0.27	0.49	126.91
Deletions	-	(28.90)	(0.07)	(0.04)	(0.03)	(0.19)	(29.23)
As at March 31, 2023	**92.35**	**582.11**	**3.39**	**3.89**	**2.17**	**1.98**	**685.89**
Charge for the year [refer note 26 (vi)]	18.57	99.90	0.62	1.74	0.40	0.50	121.73
Deletions	(0.18)	(7.98)	(0.22)	(0.09)	(0.03)	(0.07)	(8.57)
As at March 31, 2024	**110.74**	**674.03**	**3.79**	**5.54**	**2.54**	**2.41**	**799.05**
Net book value							
As at March 31, 2024	**155.43**	**552.83**	**2.70**	**5.44**	**1.14**	**1.17**	**718.71**
As at March 31, 2023	**105.29**	**594.32**	**1.62**	**6.14**	**0.66**	**0.53**	**708.57**

Notes :

1. All movable and immovable (both tangible and intangible) assets are subject to charge created against term loans (refer note 11 (i) and 14 (i)).
2. The Company has not revalued its property, plant and equipments during the year.
3. Refer to note 29 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

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Particulars	As at March 31, 2024	As at March 31, 2023
2(ii) Capital Work-in-progress (CWIP)		
Movement of capital work in progress		
Opening	**105.40**	**129.02**
Additions	808.86	365.13
Capitalised	(148.37)	(388.75)
Closing	**765.89**	**105.40**

Note:- Borrowing costs of Rs 26.10 (Rs. 15.58) capitalised on other items of property, plant and equipment under construction. (refer note 22)

CWIP ageing schedule as at March 31, 2024

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress					
Line 2 expansion project	739.79	23.19	-	-	762.98
Others	0.92	1.72	0.27	-	2.91
Total	**740.71**	**24.91**	**0.27**	**-**	**765.89**
Projects temporarily suspended	-	-	-	-	-

CWIP ageing schedule as at March 31, 2023

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress					
Roller press	24.37	-	-	-	24.37
VL8 clinker capacity enhancement	29.69	0.83	-	-	30.52
Line 2 expansion project	41.72	-	-	-	41.72
Others	6.60	2.16	0.03	-	8.79
Total	**102.38**	**3.00**	**0.03**	**-**	**105.40**
Projects temporarily suspended	-	-	-	-	-

There is no capital work-in progress, whose completion is overdue as compared to its original plan and has exceeded its cost compared to its original plan as at March 31, 2024 and March 31, 2023.

iii) Right-of-Use Assets (ROU)

Particulars	Leasehold Land	Buildings	Vehicles	Total
As at April 1, 2022	**24.33**	**4.05**	**3.87**	**32.25**
Additions	-	2.57	1.79	4.36
Deletions	-	(1.63)	(0.45)	(2.08)
As at March 31, 2023	**24.33**	**4.99**	**5.21**	**34.53**
Additions	12.45	2.00	4.42	18.87
Deletions	-	(3.38)	(4.49)	(7.87)
As at March 31, 2024	**36.78**	**3.61**	**5.14**	**45.53**

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Particulars	Leasehold Land	Buildings	Vehicles	Total
Accumulated depreciation				
As at April 1, 2022	**6.06**	**2.97**	**2.18**	**11.24**
Charge for the year	2.03	1.04	0.96	4.03
Deletions	-	(1.24)	(0.28)	(1.52)
As at March 31, 2023	**8.09**	**2.77**	**2.86**	**13.75**
Charge for the year	3.30	1.16	1.33	5.79
Deletions	-	(2.59)	(2.72)	(5.31)
As at March 31, 2024	**11.39**	**1.34**	**1.47**	**14.23**
Net Block				
As at March 31, 2024	**25.39**	**2.27**	**3.67**	**31.31**
As at March 31, 2023	**16.24**	**2.22**	**2.34**	**20.78**

Note:- The Company has not revalued ROU assets during the year.

iv) Other Intangible assets

	Software	Mining rights	Mining development expenditure	Total
Cost				
As at April 1, 2022	**1.19**	**65.52**	**7.19**	**73.90**
Additions	0.19	-	12.46	12.65
Deletions	-	-	(0.26)	(0.26)
As at March 31, 2023	**1.38**	**65.52**	**19.39**	**86.29**
Additions	0.28	-	15.40	15.68
As at March 31, 2024	**1.66**	**65.52**	**34.79**	**101.97**
Amortisation				
As at April 1, 2022	**1.00**	**0.05**	**0.68**	**1.73**
Charge for the year	0.13	0.15	5.71	**5.99**
As at March 31, 2023	**1.13**	**0.20**	**6.39**	**7.72**
Charge for the year	0.22	0.36	21.59	22.17
As at March 31, 2024	**1.35**	**0.56**	**27.98**	**29.89**
Net Block				
As at March 31, 2024	**0.31**	**64.96**	**6.81**	**72.08**
As at March 31, 2023	**0.25**	**65.32**	**13.00**	**78.57**

Notes:

All movable and immovable assets (both tangible and intangible) are subject to charge created against term loans (refer note 11(i) and 14(i)).

The Company has not revalued other intangible assets during the year.

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Particulars	**As at March 31, 2024**	**As at March 31, 2023**
3. INVESTMENT (CARRIED AT COST)		
Unquoted equity shares - Subsidiary company		
18,373,461 (18,373,461) shares of Rs. 10 each fully paid up in Vinay Cement Limited (VCL)	72.76	72.76
	72.76	**72.76**
Less: Impairment allowance in value of investment	(72.76)	(72.76)
	-	-

During the year ended March 31, 2021, the Company had provided impairment allowance on investment made in VCL aggregating to Rs.72.76 on account of negative net worth & non-generation of sufficient cash flow of subsidiaries. Refer note 36.

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
4. NON CURRENT FINANCIAL ASSETS		
(Unsecured and considered good unless otherwise stated)		
(i) Loans (carried at amortised cost)		
Loans to employees	1.63	1.18
	1.63	**1.18**
(ii) Other financial assets (carried at amortised cost)		
Interest receivable	-	0.05
Subsidies/ incentives receivable	0.34	0.28
Deposits with banks having remaining maturity of more than 12 months*	0.38	0.27
Security deposits	14.73	14.19
	15.45	**14.79**

* Represents deposits pledged with banks against bank guarantees Rs.0.38 (Rs.0.27)

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
5. OTHER NON-CURRENT ASSETS		
(Unsecured and considered good unless otherwise stated)		
Capital advances		
Secured*	72.04	3.36
Unsecured, considered good	40.28	17.44
Prepayments	0.50	0.56
Deposits and balances with government authorities	0.09	0.58
	112.91	**21.94**

* Secured against bank guarantees.

5(i) Income Tax

The major component of income tax expense for the year ended March 31, 2024:

Statement of profit and loss:		
Current tax	53.71	0.12
Deferred tax expense	40.01	60.52
Current income tax adjustment relating to earlier years	(0.12)	-
Deferred tax adjustment relating to earlier years*	0.03	37.68
Tax adjustments on account of changes in tax rate*	-	17.27
Income tax expense reported in the statement of profit or loss	**93.63**	**115.59**

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Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Other comprehesive income (OCI):		
Tax on define benefits plan	0.02	(0.02)
Tax on Cash Flow hedge	(0.17)	-
Income tax expenses/(credit) in OCI	**(0.15)**	**(0.02)**
Income tax expense (net of OCI)	**93.48**	**115.57**
Reconciliation of tax expense and the accounting profit multiplied by the applicable tax rate(s) :		
Accounting profit before tax	369.52	228.39
At India's statutory income tax rate of 25.17% (25.17%)	93.00	57.48
Non-deductible expenses/(Non taxable income) for tax purposes:		
Non-deductable expenses	0.62	2.02
(Non taxable income):		
Tax adjustments for earlier years*	-	37.68
Tax adjustments on account of changes in tax rate*	-	17.27
Reversal of additional depreciation and others due to new tax regime	-	1.14
At the effective income tax rate of 25.17% (25.17%)	**93.63**	**115.59**
Income tax expense reported in the statement of profit and loss for the current year	**93.63**	**115.59**

(ii) Deferred tax:

For the year ended March 31, 2024

Significant component of deferred tax (assets) and liability	**Opening balance as at April 1, 2023**	**Charged/ (credited) to statement of profit and loss**	**Charged/ (credited) to other comprehensive income**	**Closing balance as at March 31, 2024**
Deferred tax assets				
Statutory dues and other items allowed on payment basis	(2.72)	0.35	-	(2.37)
Others	(0.36)	(4.97)	(0.15)	(5.48)
	(3.08)	**(4.62)**	**(0.15)**	**(7.85)**
Deferred tax liability				
Property, plant and equipment	36.51	31.43	-	67.94
Market-to-market gain on investment	-	1.82	-	1.82
Subsidy/ Incentives accrued but not received	16.37	11.10	-	27.47
Others	0.09	0.30	-	0.39
	52.97	**44.65**	**-**	**97.62**
Deferred tax (net)	**49.89**	**40.03**	**(0.15)**	**89.77**

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(All amounts are in Rs. Crores unless otherwise stated)

For the year ended March 31, 2023

Significant component of deferred tax (assets) and liability	**Opening balance as at April 1, 2022**	**Charged/ (credited) to statement of profit and loss**	**Charged/ (credited) to other comprehensive income**	**Closing balance as at March 31, 2023**
Deferred tax assets				
Statutory dues and other items allowed on payment basis	(2.58)	(0.14)	-	(2.72)
Others	1.32	(1.66)	(0.02)	(0.36)
	(1.26)	**(1.80)**	**(0.02)**	**(3.08)**
Deferred tax liability				
Property, plant and equipment	35.70	0.81	-	36.51
Subsidy/ Incentives accrued but not received	-	16.37	-	16.37
Others	0.20	(0.11)	-	0.09
	35.90	**17.07**	**-**	**52.97**
Deferred tax (net)	**(65.57)**	**115.47**	**(0.02)**	**49.89**

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Reflected in the balance sheet as follows:		
Deferred tax assets	(7.85)	(3.08)
Deferred tax liability	97.62	52.97
Deferred tax (asset)/liabilities (net)	**89.77**	**49.89**
Reconciliation of deferred tax liabilities/(assets) (net):		
Opening balance	49.89	(65.56)
Tax expense during the year recognised in profit or loss section	40.03	115.47
Tax income/(expense) during the year recognised in OCI section	(0.15)	(0.02)
Closing balance of deferred tax liabilities/(assets) (net)	**89.77**	**49.89**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

*During the year ended March 31, 2023, the Company has elected to exercise the option of reduced tax rate permitted under Section 115BAA as per Income Tax Act, 1961. Consequently, net deferred tax charge of Rs. 17.27 has been recognized in tax expense as included under 'Tax adjustments on account of change in tax rate' which is on account of re-measurement of net deferred tax assets as at April 01, 2022; and MAT credit recoverable of Rs. 37.68 has been expensed off.

6. INVENTORIES

(At lower of cost or net realisable value)		
Raw materials {includes goods in transit Rs. 5.58 (Rs.1.33)}	19.48	18.71
Work-in-progress	6.24	3.30
Finished goods {includes goods in transit Rs. 2.75 (Rs.1.85)}	9.76	3.98
Fuel {includes goods in transit Rs. 2.39 (Rs.NIL)}	63.20	53.71

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Particulars	As at March 31, 2024	As at March 31, 2023
6. INVENTORIES *(CONTD.)*		
Stores and spares {includes goods in transit Rs. 0.18 (Rs. 0.33)}	12.05	10.98
Packing materials {includes goods in transit Rs. 0.23 (Rs.NIL)}	2.75	2.75
Stock in trade	-	0.36
	113.48	**93.79**

Notes:

1. Net of provision for slow moving /obsolete or shortage amounting to Rs. 1.39 (Rs. 1.22) recognised as an expense and included in the Statement of Profit and Loss.
2. Refer note 32 for related party transactions

Particulars	As at March 31, 2024	As at March 31, 2023
7. CURRENT FINANCIAL ASSETS		
(i) Investments (At fair value through profit and loss (FVTPL))		
Units of debt schemes of various mutual funds (unquoted)	261.45	211.98
Commercial papers(quoted)	49.03	-
Corporate bonds (quoted)	536.26	33.41
Total	**846.74**	**245.39**
Aggregate amount of quoted investments and market value thereof	585.29	33.41
Aggregate amount of unquoted investments	261.45	211.98
Aggregate amount of impairment in value of investments	-	-
(ii) Trade receivables		
Receivables from others	78.93	58.38
Receivables from related parties	0.18	0.22
Total Trade receivables	**79.11**	**58.60**
Break-up of security details :		
Trade receivables		
Secured, considered good	41.97	33.48
Unsecured, considered good	37.14	25.12
Unsecured, considered doubtful	0.31	0.24
	79.42	**58.84**
Less: Impairment allowance (allowance for doubtful receivables)	(0.31)	(0.24)
	79.11	**58.60**

Notes:

1. Trade receivables are non-interest bearing and are generally on terms of 0-21 days.
2. The Company does not have any unbilled and disputed trade receivables as at March 31, 2024 and March 31, 2023.
3. No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any person. For terms and conditions relating to related party receivables, refer note 32.
4. Secured by way of security deposits collected from customers or bank guarantees or letter of credit held against them.
5. For information on financial risk management objectives and policies, refer note 33.

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
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(All amounts are in Rs. Crores unless otherwise stated)

Particulars	As at March 31, 2024	As at March 31, 2023
Movement in the allowance for doubtful receivables as follows:		
Opening Balance	0.24	0.16
Amount provided for during the year (net)	0.07	0.08
Amount written off during the year	-	-
Closing balance	**0.31**	**0.24**

Trade receivable ageing as at March 31, 2024

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables- considered good	71.04	8.07	-	-	-	-	**79.11**
ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	**-**
iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	**-**
iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	**-**
v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
vi) Disputed Trade Receivables – credit impaired	-	-	-	0.15	-	0.16	**0.31**
Total	**71.04**	**8.07**	**-**	**0.15**	**-**	**0.16**	**79.42**

Trade receivable ageing as at March 31, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables- considered good	51.21	6.09	1.06	0.24	-	-	**58.60**
ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	**-**
iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	**-**
iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	**-**
v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
vi) Disputed Trade Receivables – credit impaired	-	-	0.08	-	-	0.16	**0.24**
Total	**51.21**	**6.09**	**1.14**	**0.24**	**-**	**0.16**	**58.84**

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
Notes to Financial Statements as at and for the year ended March 31, 2024
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Particulars			As at March 31, 2024		As at March 31, 2023
(iii) Cash and cash equivalents					
Balances with banks:					
- In current accounts			16.87		2.90
- In deposit accounts with original maturity of less than three months ^			14.20		3.50
			31.07		**6.40**
(iv) Bank balances other than cash and cash equivalents					
- In deposit accounts with remaining maturity of less than 12 months ^*			200.13		0.22
			200.13		**0.22**

Notes:

^Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company and on interest at the respective short-term deposit rates ranging from 3.00% - 7.00%.

*Includes Rs.0.13 (Rs.0.21) deposits kept with banks against bank guarantees.

The Company has available Rs 132.39 (Rs 32.10) of undrawn committed borrowing facilities.

Particulars	As at March 31, 2024		As at March 31, 2023	
For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:				
Balances with banks:				
- In current accounts		16.87		2.90
- In deposit accounts with original maturity of less than three months		14.20		3.50
		31.07		**6.40**
(v) Loans (carried at amortised cost) (Unsecured and considered good)				
Loans to employees		1.32		1.47
		1.32		**1.47**
(vi) Other financial assets (carried at amortised cost) (Unsecured and considered good, unless otherwise stated)				
Interest receivable		36.08		2.44
Subsidy/incentive receivables				
- Unsecured, considered good	108.87		64.81	
- Unsecured, considered doubtful	0.40		0.40	
	109.27		65.21	
Less: Impairment allowance	(0.40)	108.87	(0.40)	64.81
Others receivable		3.50		2.17
		148.45		**69.42**

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Notes to Financial Statements as at and for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
8. OTHER CURRENT ASSETS (UNSECURED AND CONSIDERED GOOD)		
Advances other than capital advances		
Advances	13.59	4.36
Prepayments	3.66	3.56
Deposits and balances with government authorities	112.86	7.58
	130.11	**15.50**

9. SHARE CAPITAL

	Equity Shares		**Preference Shares**	
	No. of shares	**Amount**	**No. of shares**	**Amount**
Authorised :				
As at April 1, 2023	1,43,00,00,000	1,430.00	7,00,00,000	70.00
Increase during the year	1,00,00,00,000	1,000.00	-	-
As at March 31, 2024	2,43,00,00,000	2,430.00	7,00,00,000	70.00
Issued, Subscribed and Fully Paid Up:				
1,942,011,480 (408,786,480) equity shares of Rs. 10 each		1,942.01		408.79
		1,942.01		**408.79**

a. Reconciliation of issued,subscribed and fully paid up equity shares outstanding at the beginning and at the end of the year

	As at March 31, 2024		**As at April 1, 2023**	
	No. of shares	**Amount**	**No. of shares**	**Amount**
At the beginning of the year	40,87,86,480	408.79	40,87,86,480	408.79
Shares issued during the year*	1,53,32,25,000	1,533.22	-	-
At the end of the year	**1,94,20,11,480**	**1,942.01**	**40,87,86,480**	**408.79**

* The Board of Directors of the Company at its meeting held on August 01, 2023, approved a rights issue of 220.31 crores equity shares at Rs. 10 each for cash at par to the shareholders of the Company in the ratio of 49 equity shares for every 10 equity shares held on the record date July 29, 2023. The rights issue opened for subscription on August 05, 2023 and concluded on August 12, 2023. Further, out of the 220.31 crores equity shares offered, 153.65 crores equity shares were subscribed. The Company allotted and issued 153.32 crores equity shares amounting to Rs. 1,533.23 crores and rejected 0.33 crores equity shares amounting to Rs. 3.24 crores as the same was not made in terms of letter of offer i.e., shareholding must be in dematerialized form.

b. Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share except for 3,10,68,400 shares held by RCL Cements Limited and 1,89,31,600 shares held by Vinay Cement Limited which are not entitled for voting rights as per the shareholding agreement dated November 30, 2012. The Company has not declared any dividend in the current year and previous year.

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Particulars	**As at March 31, 2024**	**As at March 31, 2023**

c. Equity shares held by intermediate holding company

	As at March 31, 2024		**As at April 1, 2023**	
	No. of shares	**Rs.**	**No. of shares**	**Rs.**
Dalmia Cement (Bharat) Limited (including its nominees)	1,74,52,71,888	1,745.27	21,52,71,888	215.27

d. Details of shareholders holding more than 5% shares in the Company

	As at March 31, 2024		**As at April 1, 2023**	
	No. of Shares	**% holding**	**No. of Shares**	**% holding**
Equity shares of Rs. 10 each fully paid				
Dalmia Cement Bharat Limited (DCBL)	1,74,52,71,888	89.87%	21,52,71,888	52.66%
Haigreve Khaitan (Escrow Account - DCBL)	5,74,05,837	2.96%	5,74,05,837	14.04%
RCL Cements Limited	3,10,68,400	1.60%	3,10,68,400	7.60%
Haigreve Khaitan (Escrow Account - Bawri Group)	2,05,33,729	1.06%	2,05,33,729	5.02%

List of promoters holding share as at March 31, 2024 and as at March 31, 2023

Shares held by promoters at the end of the Year				
Promoter's Name		**No. of Shares**	**% of total shares**	**% Change during the year**
Dalmia Cement (Bharat) Limited	March 31, 2024	1,74,52,71,888	89.87%	37.21%
	March 31, 2023	21,52,71,888	*52.66%*	
Haigreve Khaitan (Escrow Account - DCBL)	March 31, 2024	5,74,05,837	2.96%	-11.09%
	March 31, 2023	5,74,05,837	*14.04%*	

10. OTHER EQUITY

Money received against share warrant	0.01	0.01
Other reserves		
Contribution from shareholders (Financial guarantee) - issued by intermediate holding company on behalf of the Company	2.97	2.97
Retained earnings		
Balance as per last financial statements	66.46	(46.24)
Profit for the year	274.99	112.70
Net surplus in the Statement of Profit and Loss	**341.46**	**66.46**
Total other equity	**344.44**	**69.44**

<u>**Description of nature & purpose of each reserve**</u>

Money received against share warrant:- During the earlier years, the Company had received Rs. 0.01 from Dalmia Cement (Bharat) Limited (DCBL) as application money towards share warrants. In terms of the

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agreement dated January 16, 2012, between DCBL and Bawri Group, erstwhile promoter, the above share warrants, in case of non-fulfilment of certain specific project conditions by the Bawri Group, would be converted into such number of equity shares that post conversion, the share holding of DCBL in the Company becomes 99%. Refer note 30(c) for details.

Other Reserves:- The Holding company Dalmia Cement (Bharat) Limited had given the corporate guarantee against the loan of Axis Bank. In Financial year 2016-17, the same has been recognised as contribution from shareholders (Financial guarantee) during adoption of Ind AS for the first time.

Retained earnings - Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve , dividends or other distributions paid to shareholders. Retained earnings is a free reserve available to the company.

11. FINANCIAL LIABILITIES

(i) Borrowings (at amortised cost)

	Rate of Interest %	Maturity	As at March 31, 2024	As at March 31, 2023
Term loan from related party (secured) (refer note 32)*				
Dalmia Cement (Bharat) Limited (DCBL) (Rs.186.77)#	1 yr Axis MCLR plus 150bps	January 2024	-	49.78
Dalmia Cement (Bharat) Limited (Rs. 47.92)#	1 yr Axis MCLR plus 150bps	March 2027	-	29.20
Dalmia Cement (Bharat) Limited (Rs. 60.00)#	1 yr Yes Bank MCLR plus 80bps	December 2027	-	37.50
IndusInd Bank Limited-Term Loan***	3 month treasury bill plus 145bps	June 2038	375.00	-
Less:Transaction cost adjustment			(0.87)	(0.54)
Less: shown in current maturities of long term borrowings (Refer note 14(i))			-	59.78
			374.13	**56.16**
Inter corporate deposits (Unsecured) (Refer Note 32)				
Dalmia Power Limited (DPL) **	3 Month Axis MCLR plus 185bps	March 2027	-	393.03
			-	**393.03**
Total Non Current Borrowings			**374.13**	**449.19**

* Term loans are secured by the mortgage and first charge on all the movable and immovable properties (both tangible and intangible assets) of the Company, both present and future and a second charge on all other assets of the Company. These loans (Yes bank and Axis bank loan are also secured by / to be pledge of Rs.4.38 (Rs. 4.38) equity shares of the Company held by the erstwhile promoters, their relatives, subsidiary and step-down subsidiary of the Company. Besides, the above loans are additionally secured by the corporate guarantee of subsidiary and step-down subsidiary company . All the above charges rank pari- passu inter-se amongst various lender.

Term Loans contains certain debt covenants relating to limitation on indebtedness, total debt to tangible net worth ratio and debt service coverage ratio. The limitation on indebtedness covenant gets suspended if the Company meets certain prescribed criteria. The debt covenant related to limitation on indebtedness remained suspended as of the date of the authorisation of the financial statements. The Company has also satisfied all other debt covenants prescribed in the terms of loans.

**During the last year, DCNEL has requested DPL to change its payment terms from repayable on demand to repayable as per agreed schedule starting from FY 2025-26, after considering the cash outflow in outcoming expansion projects in Umarsnghsu and Lanka. Pursuant to this, addendum to the Novation agreement (dated November 10, 2020) was signed on March 29, 2023.

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***During the current year, DCNEL has taken fresh term loan of Rs. 375 from IndusInd Bank Limited, which is repayable in 48 instalments starting from 30 Sept, 2026 to 30 June 2038. All the movable and immovable fixed assets of Lanka and Umranshu plant of the Company is pledged against the term loan on First Pari passu charge basis. Minimum Fixed Asset coverage Ratio (FACR) to be maintained at 1.2 times and the Loan is secured by Corporate Guarantee of Dalmia Cement (Bharat) Limited.

During the financial year 2018-19, DCBL had taken over loan from Axis Bank, Yes Bank, Oriental Bank of Commerce, Indian Overseas Bank and Exim after entering into Novation agreement with the Company along with the respective banks. The terms of security and repayment remains the same for the Company towards DCBL as was the case with the respective banks.

The summary of such loans bank wise with novation agreement date and buy out amount given by DCBL is given below.

Particulars	**Terms of repayment and security**
Axis Bank FTL1, FTL2 ,FTL3, FTL4	Fresh Term Loan (FTL) repayable in 37 installments starting from January 1, 2015 to January 1, 2024 First Pari passu charge on entire property, plant and equipment (immovable and movable assets), both present and future, having priority over existing charge holders. First Pari passu charge on all intangible assets, both present and future, having priority over existing charge holders, but not limited to goodwill, trademark and patents and undertakings. Second pari-passu charge on all other assets. Priority over existing lenders on the cash flows of the Company towards repayments. Pledge of shares of the Company held by the promoters—Bawri Group (15.92% stake after entry of Dalmia Group).During the current year, the Company has fully repaid FTL1 and partially repaid other loans.
Axis Bank FTL5	Fresh Term Loan (FTL) repayable in 36 installments starting from Aug 31, 2018 to March 31, 2027. First Pari passu charge on entire property, plant and equipment (immovable and movable assets), both present and future, having priority over pre-CDR lenders of Rs. 277 crores. First Pari passu charge on all intangible assets, both present and future, including but not limited to goodwill, trademark and patents and undertaking having priority charge over pre-CDR lenders of Rs.277 crores. Second pari-passu charge on the entire current assets. Priority over existing lenders on the cash flows of the Company towards repayments.
Yes Bank	Fresh Term Loan (FTL) repayable in 36 installments starting from January 1, 2019 to December, 2027. First Pari passu charge on property, plant and equipment (immovable and movable assets) and intangible assets of the Company Phase II lender for Rs. 302 and having priority charge over Phase I lenders of Rs. 277 (both present and future). First Pari Passu Charge on all the cash flows of the Company towards repayments at par with Phase II lenders for Rs. 302 loans and having priority charge over Phase I lenders of Rs. 277 (both present and future). Second pari-passu charge on all other assets, trade receivable and inventories.
Axis Bank, Yes Bank, Oriental Bank of Commerce, Indian Overseas Bank and Exim Bank	The Company had novated term loans amounting to Rs 202.09 from various banks to DCBL in FY 2018-19 and FY 2019-20. The said loans have been fully repaid in previous years.

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Particulars	As at March 31, 2024	As at March 31, 2023
12. PROVISIONS		
Gratuity (refer note 27)	6.69	5.30
Leave encashment	1.01	1.10
Other Provision	0.36	-
Mining reclamation*	5.77	3.15
	13.83	**9.55**
***Mining reclamation (refer note 26 (iv))**		
As at April 1, 2023	3.15	3.41
Additions	2.38	-
Reversal	-	(0.26)
Utilised	(0.15)	-
Interest on unwinding	0.39	-
As at March 31, 2024	**5.77**	**3.15**
13. GOVERNMENT GRANT (Deferred capital investment subsidy)		
Opening	23.91	30.03
Recoupment during the year (refer note 23)	(3.84)	(6.12)
Closing	**20.07**	**23.91**
Current	1.07	10.57
Non Current	19.00	13.34
14. FINANCIAL LIABILITIES		
(i) Borrowings (at amortised cost) (refer note 32)		
Loan from others *^	7.41	7.41
Current maturities of long term borrowings (refer note 11 (i))	-	59.78
	7.41	**67.19**

* Loans are repayable on demand and carry interest @ 18% p.a.(9.15%-18% p.a.)

^ The Company has not paid the principal along with interest (classified in current borrowings and other current liabilities above) of Rs. 28.85 to Saroj Sunrise Private Limited ('SSPL') and Rs. 4.31 to J.C Textiles Private Limited ('JCTPL') due to dispute between the Dalmia Cement (Bharat) Limited, the Holding Company and Bawri Group (SSPL and JCTPL forming part of Bawri Group). Refer note 30(c) for further details on dispute with Bawri Group.

Particulars	As at March 31, 2024	As at March 31, 2023
(ii) Trade payables (at amortised cost)		
Total outstanding dues of micro and small enterprises (refer note 35)	3.08	6.46
Total outstanding dues of creditors other than micro and small enterprises	112.96	95.51
Trade payables to related parties (refer note 32)	8.36	9.30
	124.40	**111.27**

Terms and conditions of the above financial liabilities:

Trade payables are non-interest bearing and are normally settled on 30-60-day terms. For explanations on the Company's credit risk management processes, refer note 33.

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Particulars	As at March 31, 2024	As at March 31, 2023

Trade payables ageing schedule as at March 31, 2024

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	3.08	-	-	-	-	**3.08**
(ii) Others	21.71	88.73	9.13	1.35	0.32	0.06	**121.30**
(iii) Disputed dues- MSME	-	-	-	-	-	-	**-**
(iv) Disputed dues- Others	-	0.02	-	-	-	-	**0.02**
Total as at March 31, 2024	**21.71**	**91.83**	**9.13**	**1.35**	**0.32**	**0.06**	**124.40**

Trade payables ageing schedule as at March 31, 2023

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	6.46	-	-	-	-	**6.46**
(ii) Others	13.62	80.87	9.61	0.52	0.15	-	**104.77**
(iii) Disputed dues- MSME	-	-	-	-	-	-	**-**
(iv) Disputed dues- Others	-	0.04	-	-	-	-	**0.04**
Total as at March 31, 2023	**13.62**	**87.37**	**9.61**	**0.52**	**0.15**	**-**	**111.27**

(iii) Other financial liabilities

Interest accrued but not due on borrowings*	5.04	2.39
Interest accrued and due on borrowings*	20.71	20.71
Security deposits received	62.92	60.62
Liability for capital expenditure (including due of micro enterprises and small enterprises of Rs. 2.46 (Rs. 2.61) (refer note 32 and 35)	87.05	41.27
Rebate to customers	21.97	20.18
Employee payable	3.36	3.13
Interest payable on others	0.45	0.45
Financial liabilities at fair value through OCI (refer note 33(b))** Cash flow hedges - Foreign currency forward contracts	1.05	0.00
	202.55	**148.75**

* refer note 14

** Financial liabilities at fair value through OCI reflect the change in fair value of foreign currency forward contracts, designated as cash flow hedges to hedge highly probable future purchases in USD, GBP and EURO.

15. PROVISIONS

Gratuity (refer note 27)	1.08	0.61
Leave encashment	0.24	0.26
	1.32	**0.87**

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Particulars	As at March 31, 2024	As at March 31, 2023
16. OTHER CURRENT LIABILITIES		
Liability towards dealer incentive	13.07	7.84
Advance from customers *	17.27	14.47
Other liabilities		
- Statutory dues	37.74	36.56
- Others	0.60	0.60
	68.68	**59.47**

*Includes Rs NIL (Rs. 0.01) from related parties (refer note 32).

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
17. REVENUE FROM OPERATIONS		
A. Revenue from contracts with customers		
Sale of Products *		
Finished goods	1,280.79	1,156.41
Power	0.21	-
	1,281.00	**1,156.41**
B. Other operating income:		
Subsidy on sale of finished goods	156.08	104.60
Scrap sale	1.85	2.75
Other operating revenue	0.87	2.69
	158.80	**110.04**
Total Revenue from Operation	**1,439.80**	**1,266.45**

* Includes Rs. 38.10 (Rs. 72.99) to related parties (refer note 32).

Notes:

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

Sale of products		
Cement and its related products	1,280.79	1,156.41
Power	0.21	-
Total sale of products	**1,281.00**	**1,156.41**
Sale of services		
Management service charges	-	-
Total sale of services	**-**	**-**
Total revenue from contracts with customers	**1,281.00**	**1,156.41**
Reconciliation of revenue as per contract price and as recognised in statement of profit and loss:		
Revenue as per contract price	1,358.66	1,228.23
Less: Discounts and incentives	(77.66)	(71.82)
	1,281.00	**1,156.41**

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Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Set out below is the revenue from contracts with customers and reconciliation to profit and loss account		
Total revenue from contracts with customers	1,281.00	1,156.41
Add: Items not included in disaggregated revenue:		
Scrap Sale	1.85	2.75
Other operating revenue	156.95	107.29
Revenue as per the statement of profit and loss	**1,439.80**	**1,266.45**

b. Contract balances

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

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Contract liabilities :		
Advances received from customers (refer note 16)	17.27	14.47
Rebate to customers (refer note 14(iii))	21.97	20.18
Receivables:		
Trade receivables (refer note 7(ii))	79.11	58.60

18. OTHER INCOME

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Gains/ (losses) on financial instruments measured at fair value through profit or loss (net):		
Profit on sale of investments (net)	30.42	17.52
On change of fair value of investments measured at FVTPL	5.09	(5.15)
Foreign exchange fluctuation (net)	(0.22)	(0.08)
Profit on sale of property, plant & equipment	-	0.02
Interest income on		
- Bank deposits	10.02	0.06
- Security deposits	0.97	0.71
- Financial assets at amortised cost	0.33	0.33
- Income tax refund	0.28	0.68
- Others	17.84	1.69
Miscellaneous receipts	0.40	0.67
	65.13	**16.45**

19. COST OF RAW MATERIALS CONSUMED

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Inventory at the beginning of the year	18.71	3.96
Add: Purchases*	250.16	215.46
	268.87	219.42
Less: Inventory at the end of the year	19.48	18.71
Cost of raw materials consumed	**249.39**	**200.71**

* Includes Rs.53.93 (Rs. 49.19) from related parties (refer note 32).

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Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
20. CHANGE IN INVENTORIES OF FINISHED GOODS, STOCK IN TRADE AND WORK IN PROGRESS		
Finished Goods		
- Closing stock	9.76	3.98
- Opening stock	3.98	4.65
	(5.78)	**0.67**
Work-in-Progress		
- Closing stock	6.24	3.30
- Opening stock	3.30	4.73
	(2.94)	**1.43**
Stock in trade		
- Closing stock	-	0.36
- Opening stock	0.36	0.36
	0.36	**(0.00)**
Add: Transferred form pre-operative expenses	-	
Net (increase)/ decrease in inventories	**(8.36)**	**2.10**
21. EMPLOYEE BENEFITS EXPENSES		
Salaries, wages and bonus*	39.74	37.69
Contribution to provident and other funds	1.85	1.77
Gratuity expense (refer note 27)	0.73	0.62
Workmen and staff welfare expenses*	4.35	4.25
	46.67	**44.33**

* Refer note 32 for related party transactions

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
22. FINANCE COST		
Interest		
- On Inter corporate deposits (refer note 32)	2.66	40.60
- On term loans (refer note 32)	40.89	15.30
- On defined benefit obligation (refer note 27)	0.40	0.34
- On lease liability (refer note 28)	0.62	0.36
- Others	3.46	2.40
- On income tax balances	1.47	-
Other borrowing cost	2.65	0.27
Less: Cost allocated to Capital work-in-progress	(26.15)	(15.58)
	26.00	**43.69**

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Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
23. DEPRECIATION AND AMORTIZATION EXPENSE		
Depreciation on property, plant and equipment	121.73	126.94
Amortisation of intangible assets	22.17	5.97
Depreciation on right-of use assets (refer note 28)	5.79	4.03
Less: Adjusted against recoupment from deferred capital investment subsidy (refer to note 13)	(3.84)	(6.12)
Less: Cost allocated to Capital work-in-progress	(2.12)	-
	143.73	**130.82**
24. OTHER EXPENSES		
Packing expenses	30.60	30.04
Consumption of stores and spares parts*	4.81	6.06
Management service charges*	33.47	22.85
Payment to contractor expenses	19.22	17.60
Repairs and maintenance*		
- Plant and machinery	12.26	8.38
- Buildings	1.92	0.43
- Others	1.01	1.45
Rent	0.95	0.99
Rates and taxes	1.28	1.09
Insurance	2.33	1.87
Bank charges	0.16	0.38
Depot expenses	5.31	4.13
Telephone and communication	0.62	0.64
Legal and professional charges	3.52	1.25
Travelling and conveyance*	5.54	5.18
Advertisement and sales promotion	8.88	10.16
Sales commission	10.62	8.19
Corporate social responsibility (CSR) expenses (Refer note (ii) below)	1.28	0.09
Charity and donations	-	1.53
Payments to auditors (Refer note (i) below)	0.43	0.49
Security charges	5.55	5.36
Impairment allowance	0.08	0.47
Materials handling charges	7.77	7.09
Branding fee*	3.27	2.94
Miscellaneous expenses*	3.65	4.75
	164.53	**143.41**

* Refer note 32 for related party transactions

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Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Notes:		
(i) Remunerations paid to auditor (excluding Goods and Service Tax)		
Statutory audit fee	0.25	0.31
Limited review fee	0.18	0.15
Reimbursement of expenses	0.00	0.03
	0.43	**0.49**
(ii) Details of CSR expenditure (refer note 32):		
a) Gross amount required to be spent by the Company during the year	**1.28**	**0.09**
b) Amount spent during the year		
i) Construction/acquisition of any asset*	-	0.91
ii) On purpose other than above	0.37	0.09
C) Excess amount spent on CSR as per section 135(5) of Companies Act, 2013:		
Opening balance	0.91	-
Amount required to be spent during the year	1.28	0.09
Amount spent during the year	0.37	1.00
Closing balance carry forward to next year	-	0.91
(d) Total of previous years shortfall	-	-
(e) Reason for shortfall	-	-
(f) Nature of CSR activities	Social Infrastructure Project and Livelihood Project	Social Infrastructure Project and Livelihood Project

25. BASIC AND DILUTED EARNING PER SHARE (EPS)

Net profit for calculation of basic and diluted EPS	274.99	112.70
Total number of equity shares outstanding at the end of the period	1,94,20,11,480	40,87,86,480
Weighted average number of equity shares in calculating basic and diluted EPS	1,38,06,66,808	40,87,86,480
Basic and Diluted EPS (Rs.)	**1.99**	**2.76**

26. DISCLOSURE OF SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the 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.

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Judgements

In the process of applying the Company's accounting policies, management has made the following judgement, which have the most significant effect on the amounts recognised in the consolidated financial statements:

(i) Determining the lease term of contracts with renewal and termination options - Company as lessee

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g. construction of significant leasehold improvements or significant customisation to the leased asset).

(ii) Litigations and contingencies

In the normal course of business, contingent liabilities may arise from litigation, taxation and other claims against the Company. A provision is recognised when the Company has a present obligation as a result of past events and it is probable that the Company will be required to settle that obligation.

Where it is management's assessment that the outcome cannot be reliably quantified or is uncertain, the claims are disclosed as contingent liabilities unless the likelihood of an adverse outcome is remote. Such liabilities are disclosed in the notes but are not provided for in the financial statements. When considering the classification of legal or tax cases as probable, possible or remote, there is judgement involved. This pertains to the application of the legislation, which in certain cases is based upon management's interpretation of specific applicable law, and the likelihood of settlement. Management uses in-house and external legal professionals to make informed decision.

Although there can be no assurance regarding the final outcome of the legal proceedings, the Company does not expect them to have a materially adverse impact on the Company's financial position or profitability. These are set out in note 30.

Estimates and assumptions

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 assets 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.

(i) Income taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

To determine the future taxable profits, reference is made to the latest available profit forecasts. The Group is having unabsorbed depreciation and business losses that may be used to offset taxable income.

Uncertainties exist with respect to the interpretation of tax provisions, changes in tax laws, and the amount and timing of future taxable income. Given that differences may arise between the actual results and the assumptions made, or future changes to such assumptions and may necessitate future

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adjustments to tax income and expense already recorded, the Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax assessments and differing interpretations of tax provisions by the taxable entity and the tax authority.

(ii) Defined benefit plan (gratuity benefits)

The cost of the defined benefit gratuity plan 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. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on mortality rates from Indian Assured Lives Mortality 2012-14. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about the defined benefit plans are given in note 27.

(iii) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values at each reporting date. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 31(a) and 31(b) for further disclosures.

(iv) Provision for mining reclamation

The Company has recognised a provision for mines reclamation based on its best estimates. In determining the fair value of the provision, assumptions and estimates are made in relation to the expected future inflation rates, discount rate, expected cost of reclamation of mines, expected balance of reserves available in mines and the expected life of mines. The carrying amount of the provision as at March 31, 2024 is Rs. 5.53 (March 31, 2023: Rs. 3.15). The Company calculates the provision using the Discounted Cash Flow (DCF) based on discount rate of 7.09% p.a. (March 31, 2023: 7.32% p.a.). Details of such provision are disclosed in note 12.

(v) Revenue from contracts with customers – Non-cash incentives given to customers

The Company estimates the fair value of non cash discount awarded by applying market rate. The assumption for determining fair value of non cash schemes is based on the market rate of such schemes. As at March 31, 2024, the estimated revenue deferred towards non cash discount amounted to approximately Rs. 13.07 (Rs. 7.84) (Refer note 16).

Change in assumptions for estimating fair value of non-cash incentives does not have any significant impact on income statement.

(vi) 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 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.

During the year ended March 31, 2024, the Company has re-evaluated:

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(a) The pattern of economic benefits derived from Property, plant and equipment ('PPE') of the Company and based on such technical evaluation, the management has decided to change the method of providing depreciation on PPE situated at the above mentioned units, from written down value method to straight line method with effect from January 01, 2024.

(b) The salvage value of the building and plant & equipment from 1% to 5% with effect from January 01, 2024 and accounted as change in accounting estimate in accordance with Ind-AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors.

Consequent to the above changes, depreciation charged for the year ended March 31, 2024 is lower by Rs. 31.76.

As above change will have an impact on future acquired assets also, accordingly, it is not practically possible to calculate correct future impacts.

(vii) Impairment of non -financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived based on remaining useful life of the respective assets. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

There are no impairment losses recognized for the years ended March 31, 2024 and March 31, 2023 (refer note 38).

(viii) Subsidies receivable

The Company is entitled to various subsidies from Government in the form of GST remission and recognise amount receivable from government as subsidy receivable when the Company is entitled to receive it to match them with expenses incurred for which they are intended to compensate. The Company records subsidy receivable by discounting it to its present value except subsidy receivable in form of GST remission which is accounted at its original Gross value. The Company uses assumptions in respect of discount rate and estimated time for receipt of funds from government. The Company reviews its assumptions periodically, including at each financial year end.

(ix) Impairment of financial assets

The impairment provisions for financial assets and non-current investment disclosed in Note 3 and 7 are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

27. EMPLOYEE BENEFITS PLANS

Defined contribution plans

The Company makes contribution towards employees' provident fund and employees' deposit linked insurance scheme for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of payroll cost, as specified in the rules of the schemes, to these defined contribution schemes.

The Company has recognised for contributions to these plans in the statement of profit and loss as under:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Company's contribution to provident fund and other funds	1.85	1.77
Total	**1.85**	**1.77**

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Defined benefits plans (Gratuity)

The Company has a defined benefit gratuity plan. The gratuity is governed by the Payment of Gratuity Act, 1972. Under the Act employee who has completed five years of service is entitled to gratuity on departure at 15 days salary (last drawn salary) for each completed year of service (subject to maximum of Rs. 0.20). The Company makes provision of such gratuity liability in the books of account on the basis of actuarial valuation carried out by an independent actuary.

The following tables summarize the components of net employee benefit expenses recognized in the Statement of Profit and Loss.

Total amount recognised in balance sheet and the movement in the net defined obligation over the year are as follows:

Gratuity (Rs.)

Particulars	Present Value of Obligation
April 1, 2022 (A)	5.11
Current service cost	0.62
Interest cost	0.34
Total amount recognised in statement of profit & Loss Account (B)	**0.96**
Remeasurements	
Actuarial changes arising from changes in financial assumptions	0.09
Actuarial changes arising from experience adjustments	0.05
Actuarial changes arising from changes in demographic assumptions	(0.02)
Total amount recognised in other comprehensive income(gain) (C)	**0.12**
Benefits paid (D)	(0.26)
Transfer in/(out)	(0.02)
March 31, 2023 (A+B+C+D)	**5.91**
April 1, 2023 (A)	**5.91**
Current service cost (Rs. 0.07 Capitalised in current Financial Year)	0.80
Interest cost (Rs. 0.04 Capitalised in current Financial Year)	0.44
Total amount recognised in statement of profit & Loss Account (B)	**1.24**
Remeasurements	
Actuarial changes arising from changes in financial assumptions	0.14
Actuarial changes arising from experience adjustments	(0.22)
Actuarial changes arising from changes in demographic assumptions	(0.00)
Total amount recognised in other comprehensive income Loss (C)	**(0.08)**
Benefits paid (D)	(0.51)
Transfer in/(out)	1.21
March 31, 2024 (A+B+C+D)	**7.77**

Particulars	As at March 31, 2024	As at March 31, 2023
Current	1.08	0.61
Non-current	6.69	5.30

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The principal assumptions used in determining gratuity and other defined benefits for the Company are shown below:

Particulars	**Gratuity**	
	March 31, 2024	**March 31, 2023**
	%	**%**
Discount rate	7.15	7.40
Future salary increases	7.00	7.00

A quantitative sensitivity analysis for significant assumption as at March 31 2024 and March 31 2023 is as shown below:

Gratuity

Particulars	**March 31, 2024**	**March 31, 2023**
Defined Benefit Obligation (Base)	7.77	5.91

Particulars	**March 31, 2024**		**March 31, 2023**	
	Decrease	**Increase**	**Decrease**	**Increase**
Discount Rate (-/+1%)	8.27	7.31	6.37	5.50
% change compared to base due to sensitivity	6.50%	-5.80%	7.80%	-6.90%
Salary Growth Rate (-/+1%)	7.30	8.26	5.50	6.37
% change compared to base due to sensitivity	-5.90%	6.50%	-7.00%	7.80%
Attrition Rate (-/+50%)	7.77	7.75	5.86	5.93
% change compared to base due to sensitivity	0.10%	-0.20%	-0.70%	0.40%
Mortality Rate (-/+10%)	7.76	7.76	5.91	5.91
% change compared to base due to sensitivity	0.00%	0.00%	0.00%	0.00%

Demographic Assumption

Gratuity

Particulars	**As on**	
	March 31, 2024	**March 31, 2023**
Mortality Rate (% of IALM 2012-14)	100%	100%
Normal retirement age	60 years	60 years
Withdrawal rates based on age: (per annum)	10.00%	7.44%

	As on	
The following is the maturity profile of defined benefit obligation	**March 31, 2024**	**March 31, 2023**
Weighted average durations (Based on discounted cash flows)	6 Years	7 Years
Expected cash flows over the next (valued on undiscounted basis)	**Rs.**	**Rs.**
Within the next 12 months (next annual reporting period)	1.08	0.61
Between 2 and 5 years	4.08	2.58
Between 6 and 10 years	3.25	2.71
Beyond 10 years	4.79	5.64

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Risk Exposure

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary over time. Thus, the Company is exposed to various risks in providing the above gratuity benefit which are as follows:

Interest Rate risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

Liquidity Risk: This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

Salary Escalation Risk: The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic Risk: The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

28. LEASES

Company as a lessee

The Company has lease contracts for leasehold land and various buildings (godowns, office, record room and Knowledge centre) and vehicles used in its operations. Lands have lease terms between 20-30 years. Leases of various building generally have lease terms between 2 to 12 years, while office premises have lease term of 3 years and vehicles used in car hire arrangement generally have lease terms between 2 to 5 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Company is restricted from assigning and subleasing the leased assets.

The Company also has certain leases of various buildings with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for these leases.

Set out below are the carrying amounts of lease liabilities and the movements during the year:

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Opening Lease liabilities	4.84	3.02
Additions	6.42	4.35
Deletion	2.90	0.61
Accrual of interest	0.62	0.36
Payments	2.76	2.28
Closing lease liabilities	**6.22**	**4.84**
Current	2.40	1.69
Non Current	3.82	3.15

The effective interest rate for lease liabilities is ranging from 8% to 10%, with maturity between 2024-2033.

The following are the amounts recognised in the Statement of Profit and Loss:

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Depreciation expense on right-of-use assets (refer note 23)	5.79	4.03
Interest expense on lease liabilities (refer note 22)	0.62	0.36
Expense relating to short-term leases (refer note 24)	0.95	0.99
Total amount recognised in the Statement of Profit and Loss	**7.36**	**5.38**

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The Company has entered into various lease/license agreements for leased/licensed premises, which expire at various dates over the next twelve years. There are no contingent lease/license fees payments. The details of the contractual maturities of lease liabilities as at March 31, 2024 on an undiscounted basis are as follows:

Particulars	**As at March 31, 2024**
(i) not later than one year	2.89
(ii) later than one year and not later than five years	3.70
(iii) later than five years	0.02

Amounts recognised in statement of cash flows:

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Total cash outflow for leases	2.77	2.28

29. CAPITAL AND OTHER COMMITMENTS

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	940.96	224.24

The Company continues to provide requisite financial and operational support to its subsidiary and step-down subsidiaries, if required.

30. CONTINGENT LIABILITIES / LITIGATIONS:

(a) Contingent liabilities (under litigation), not acknowledged as debt, include:-

S. No.	**Particulars**	**As at March 31, 2024**	**As at March 31,2023**
i)	Demands raised by following authorities in dispute/ appeal:		
(a)	Service tax	0.32	0.32
(b)	Excise remission including interest under dispute	4.61	4.61
(c)	Entry tax	0.20	0.20
	Total	**5.13**	**5.13**

(b) Contingent liabilities, not acknowledged as debt, include:-

S. No.	**Particulars**	**As at March 31, 2024**	**As at March 31,2023**
i)	Claims of vendors against the Company not acknowledged as debts	1.17	1.17
ii)	Interest recompense (refer note 30 (d) below)	104.24	104.24
	Total	**105.41**	**105.41**

Note: The Company believes that there is a fair chance of favourable decisions in respect of the items listed in (a) and (b) above and hence no provision is considered necessary against the same.

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(c) At present, Dalmia Cement (Bharat) Limited (DCBL), the Holding Company held 95.27% of the voting rights in the Company and the Bawri Group (BG) held 4.15% of the voting rights in the Company.

DCBL entered into various agreements including Shareholders' Agreement ('SHA') dated 16 January 2012 and 30 November 2012 with Bawri Group ("BG") for acquisition of 76% stake in the Company. Consequent to failure of BG to meet the Project Conditions specified under SHA, DCBL issued notice to BG to transfer their remaining shareholdings in the Company at Re.1/-, which was disputed by them. The said disputes between the parties were referred to Arbitral Tribunal, which delivered its award on 20 March 2021 inter alia rejecting the claim of BG for transfer of shares held by DCBL in the Company in favour of BG @75% of fair market value.

On an application filed by DCBL & the Company, Hon'ble Delhi High Court ('High Court'), vide its judgment dated 17 October 2022 set aside the award passed by the Tribunal. As regards the claim of DCBL relating to transfer of shareholding of BG in the Company and other claims disallowed by the Arbitral Tribunal, the High Court granted liberty for De Novo arbitral proceedings and inter alia upheld the rejection of claim of BG for transfer of shares held by DCBL in the Company in favour of BG @75% of fair market value. BG has challenged the aforesaid judgment, which is currently pending before the divisional bench of High Court.

In a separate action, DCBL initiated arbitration proceedings against BG for adjudicating the dispute relating to Call option for transfer of entire voting shares held in the Company by BG to DCBL. On failure of BG to nominate its arbitrator, the High Court vide order dated 9 October 2023 has appointed the arbitrator and thereafter the Arbitral Tribunal has been constituted for adjudication of the Call Option exercised by DCBL. The said order was challenged by BG before Hon'ble Supreme Court, which was dismissed on 16 January 2024. Currently, the arbitration on call option is in progress.

Further, on an application filed by DCBL, the High Court vide its order dated June 02, 2023 restrained BG from creating any third party interest over 5,20,34,013 shares held by BG in DCNEL until decided by Arbitral Tribunal.

The Company is of the view that it has a good case and hence considering the pendency of the appeal, no adjustments are required to be made in this regard in these standalone financial statements.

(d) Interest recompense

The Company and the corporate debt restructuring lenders executed a Master Restructuring Agreement (MRA) in July 2012. The MRA gives a right to the lenders to get a recompense of their waivers and sacrifices made as a part of the Corporate Debt Restructuring (CDR) proposal. In terms of the aforesaid MRA, the recompense payable by the Company is contingent on various factors including improved performance of the Company and other conditions. The Intermediate Holding Company ('Dalmia Cement (Bharat) Limited) ('DCBL') had taken over loan(s) from various banks after entering into novation agreement(s) with the Company along with respective banks. In terms of the novation agreement(s), all the right, privilege, title, interest, claims, benefits and obligations of the banks (past, present & future) under MRA, which was signed during July 2012, got transferred to DCBL. The Company was to enter into a new consolidated secured loan agreement with the Lender on certain terms & conditions. The said agreement could not be signed due to objection raised by a shareholder in the arbitration proceedings. During the financial year 2020-21, DCBL raised the claim for Recompense amounting to Rs 104.24, which is not agreed by the Company on account of various reasons including uncertain future events and same is considered as contingent liability.

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31. (a) Fair Values of financial instrument

See out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

Particulars	Note	Carrying Value		Fair Value	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Financial assets at amortised cost					
Cash and cash equivalents	7(iii)	31.07	6.40	31.07	6.40
Bank balances other than above	7(iv) & 4(i)	200.51	0.49	200.51	0.49
Trade receivables	7(ii)	79.11	58.60	79.11	58.60
Subsidies receivable	4(i) and 7(vi)	109.21	65.09	109.21	65.09
Security deposits	4(i)	14.73	14.19	14.73	14.19
Loans and advances to employees	4(ii) and 7(v)	2.95	2.65	2.95	2.65
Interest receivable	4(i) and 7(vi)	36.08	2.49	36.08	2.49
Others	4(v)	3.50	2.17	3.50	2.17
Financial assets carried at FVTPL					
Investments in Mutual funds (Unquoted debt securities)	7(i)	261.45	211.98	261.45	211.98
Investments in Commercial papers (Quoted)	7(i)	49.03	-	49.03	-
Investments in Corporate bonds (Quoted)	7(i)	536.26	33.41	536.26	33.41
Total financial assets		**1,323.90**	**397.47**	**1,323.90**	**397.47**
Financial liabilities at amortised cost					
Borrowings (including current maturity of long term borrowings)	11(i) and 14(i)	402.25	537.09	402.25	537.09
Lease liabilities (Refer Note 28)		6.22	4.84	6.22	4.84
Trade payables	14(ii)	124.40	111.27	124.40	111.27
Other financial liabilities					
Interest accrued but not due on borrowings	14(iii)	5.04	2.39	5.04	2.39
Security deposits received	14(iii)	62.92	60.62	62.92	60.62
Liability for capital expenditure	14(iii)	87.05	41.27	87.05	41.27
Rebate to customers	14(iii)	21.97	20.18	21.97	20.18
Others	14(iii)	4.86	3.58	4.86	3.58
Total financial liabilities		**714.71**	**781.24**	**714.71**	**781.24**

The Company assessed that cash and cash equivalents, trade receivables, bank deposits, trade payables, other current financial liabilities (except current maturity of long term borrowings) approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the quoted mutual funds and corporate bonds are based on price quotations at the reporting date.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

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The following methods and assumptions were used to estimate the fair values:

Subsidy Receivable and Loans to employees

The fair values of subsidies receivable and loan to employees are estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

Borrowings and lease liabilities

The fair values of the Company's interest-bearing borrowings and lease liabilities are determined by using discount rate that reflects the Company's borrowing rate as at the end of the reporting period. The own non-performance risk as at March 31, 2023 was assessed to be insignificant.

Security deposits and interest receivable

The fair value of security deposits and interest receivable approximates the carrying value and hence the valuation technique and inputs have not been given.

The fair value of other assets/liabilities approximates the carrying value and hence the valuation technique and inputs have not been given.

31. (b) Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: Other techniques for which all inputs that have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: Techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities:

Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2024:

Particulars	Fair value measuring using			
	Total	Quoted prices in active markets(Level 1)	Significant observable inputs(Level 2)	Significant unobservable inputs (Level 3)
Financial assets carried at FVTPL				
Investments in Mutual funds (unquoted debt securities)	261.45	-	261.45	-
Investments in Commercial papers (Quoted)	49.03	49.03	-	-
Investments in Corporate bonds (Quoted)	536.26	536.26	-	-
Assets for which fair values are disclosed (note 31(a))				
Cash and cash equivalents	31.07	-	-	31.07
Bank balances other than above	200.51	-	-	200.51
Trade receivables	79.11	-	-	79.11
Subsidies receivable	109.21	-	-	109.21
Security deposits	14.73	-	-	14.73
Loans and advances to employees	2.95	-	-	2.95
Interest receivable	36.08	-	-	36.08
Others	3.50	-	-	3.50

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Particulars	Fair value measuring using			
	Total	**Quoted prices in active markets(Level 1)**	**Significant observable inputs(Level 2)**	**Significant unobservable inputs (Level 3)**
Liabilities for which fair values are disclosed (note 31(a))				
Borrowings (including current maturity of long term borrowings)	402.25	-	402.25	-
Lease liabilities (Refer Note 28)	6.22	-	-	6.22
Trade payables	124.40	-	-	124.40
Other financial liabilities				
Interest accrued but not due on borrowings	5.04	-	-	5.04
Security deposits received	62.92	-	-	62.92
Liability for capital expenditure	87.05	-	-	87.05
Rebate to customers	21.97	-	-	21.97
Others	4.86	-	-	4.86

Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2023:

Particulars	Fair value measuring using			
	Total	**Quoted prices in active markets(Level 1)**	**Significant observable inputs(Level 2)**	**Significant unobservable inputs (Level 3)**
Financial assets carried at FVTPL				
Investments in Mutual funds (unquoted debt securities)	211.98	-	211.98	-
Investments in Commercial papers (Quoted)	-	-	-	-
Investments in Corporate bonds (Quoted)	33.41	33.41	-	-
Assets for which fair values are disclosed (note 31(a))				
Cash and cash equivalents	6.40	-	-	6.40
Bank balances other than above	0.49	-	-	0.49
Trade receivables	58.60	-	-	58.60
Subsidies receivable	65.09	-	-	65.09
Security deposits	14.19	-	-	14.19
Loans and advances to employees	2.65	-	-	2.65
Interest receivable	2.49	-	-	2.49
Others	2.17	-	-	2.17

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Particulars	**Fair value measuring using**			
	Total	**Quoted prices in active markets(Level 1)**	**Significant observable inputs(Level 2)**	**Significant unobservable inputs (Level 3)**
Liabilities for which fair values are disclosed (note 31(a))				
Borrowings (including current maturity of long term borrowings)	537.09	-	537.09	-
Lease liabilities (Refer Note 28)	4.84	-	-	4.84
Trade payables	111.27	-	-	111.27
Other financial liabilities				
Interest accrued but not due on borrowings	2.39	-	-	2.39
Security deposits received	60.62	-	-	60.62
Liability for capital expenditure	41.27	-	-	41.27
Rebate to customers	20.18	-	-	20.18
Others	3.58	-	-	3.58

32. RELATED PARTY DISCLOSURES

a) Names of related parties and related party relationship

Related parties where control exists:

Holding Companies	Dalmia Bharat Limited ('DBL') (Ultimate Holding Company) Dalmia Cement (Bharat) Limited ('DCBL') (Intermediate Holding Company)
Subsidiary and Step-down subidiaries	Vinay Cement Limited ('VCL') RCL Cements Limited ('RCL') SCL Cements Limited ('SCL')
Key Managerial Personnel ('KMP')	Ms. Rachna Goria (Company Secretary w.e.f March 29, 2022) Awadhesh Kumar Pandey (Chief financial officer w.e.f. July 25, 2022) Padmanav Chakravarty (KMP w.e.f. April 27, 2021) Sudhir Singhvi (Chief financial officer till June 15, 2022)

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Directors	Ganesh Wamanrao Jirkuntwar (Director w.e.f. April 27, 2021)
	Rajiv Kumar Choubey (Director w.e.f. April 01, 2023)
	Deepak Ambadas Thombre (Independent Director w.e.f January 25, 2023)
	Anoop Kumar Mittal (Independent Director w.e.f December 10, 2022)
	R A Krishnakumar (Director till March 31, 2023)
	Manvendra Pratap Singh (Nominee Director - Nominated by Assam Industrial Development Corporation ('AIDC') w.e.f June 06, 2022)
	Adil Khan (Nominee Director - Nominated by AIDC till June 05, 2022)
	Dharmendra Tuteja (Director till October 28, 2022)
	Harish Chander Sehgal (Independent Director till October 28, 2022)
	Naveen Jain (Independent Director till October 28, 2022)
	Vikram Dhokalia (Independent Director till October 28, 2022)
	J.K.Gadi (Independent Director till October 28, 2022)
	Purbali Bora (Additional Director w.e.f October 12, 2023)

Related parties with whom transactions have taken place during the year:

Fellow subsidiaries	Alsthom Industries Limited ('AIL')
	Dalmia Bharat Green Vision Limited ('DBGVL')
Relatives of key management personnel/ directors	Akshay Kumar Pandey (Relative of KMP)
	Nirupama Singhvi (Relative of KMP)
Enterprises over which Key Managerial Personnel / Shareholders / Relatives have significant influence	Dalmia Power Limited
	Dalmia Bharat Group Foundation
	Dalmia Bharat Refractories Limited
	Dalmia Seven Refractories Limited
	Dalmia Bharat Sugar & Industries Limited ('DBSIL')
	Cosmos Cement Limited

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(b) Related party transactions

Transactions carried out during the year with related parties Referred in (a) above, in the ordinary course of business, are as follows-

Nature of Transaction	Holding Companies		Subsidiary and Step-down subidiaries		Fellow subsidiaries		KMP & their relatives		Enterprises over which KMP/ Shareholder and/or their relatives have significant influence	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
Sale of goods										
DCBL	0.16	0.70	-	-	-	-	-	-	-	-
VCL	-	-	0.02	-	-	-	-	-	-	-
AIL	-	-	-	-	38.09	72.29	-	-	-	-
Sale of Solar power										
AIL	-	-	-	-	0.21	0.43	-	-	-	-
Other service income										
DCBL	0.03	0.03	-	-	-	-	-	-	-	-
AIL	-	-	-	-	0.01	-	-	-	-	-
Purchase of raw material										
VCL	-	-	7.79	10.59	-	-	-	-	-	-
AIL	-	-	-	-	-	0.64	-	-	-	-
DCBL	46.14	40.86	-	-	-	-	-	-	-	-
Purchase of stores and spares										
Dalmia Bharat Refractories Limited	-	-	-	-	-	-	-	-	-	6.26
DCBL	1.24	0.20	-	-	-	-	-	-	-	-
Purchase of capital goods and services										
DCBL	2.73	-	-	-	-	-	-	-	-	-
DBGVL	-	-	-	-	4.13	11.65	-	-	-	-
Royalty expense (Brand fees)										
DCBL	3.27	2.94	-	-	-	-	-	-	-	-
Other service expense										
DCBL	0.07	-	-	-	-	-	-	-	-	-
AIL	-	-	-	-	0.01	-	-	-	-	-
Purchase of travelling and conveyance-services										
DBSIL	-	-	-	-	-	-	-	-	0.94	0.63

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Nature of Transaction	Holding Companies		Subsidiary and Step-down subidiaries		Fellow subsidiaries		KMP & their relatives		Enterprises over which KMP/ Shareholder and/or their relatives have significant influence	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
Reimbursement of expenses incurred by the Company on behalf of										
VCL	-	-	0.68	-	-	-	-	-	-	-
DCBL	7.29	3.08	-	-	-	-	-	-	-	-
DBGVL	-	-	-	-	0.10	0.14	-	-	-	-
AIL	-	-	-	-	0.02	0.10	-	-	-	-
Re-imbursement of expenses by the Company to										
VCL	-	-	11.27	14.40	-	-	-	-	-	-
DCBL	0.39	0.37	-	-	-	-	-	-	-	-
DBGVL	-	-	-	-	1.76	0.06	-	-	-	-
Dalmia Bharat Refractories Limited	-	-	-	-	-	-	-	-	-	0.04
Dalmia Bharat Group Foundation	-	-	-	-	-	-	-	-	0.36	0.09
Management service charges										
DBL	5.25	4.66	-	-	-	-	-	-	-	-
DCBL	61.37	20.71	-	-	-	-	-	-	-	-
VCL	-	-	1.65	2.26	-	-	-	-	-	-
Corporate guarantee fees/commission										
DCBL	2.82	0.25	-	-	-	-	-	-	-	-
Corporate guarantee received	-									
DCBL	675.00	100.00	-	-	-	-	-	-	-	-
Issue of equity share (Right Issue)										
DCBL	1,530.00	-	-	-	-	-	-	-	-	-
Repayment of borrowings										
Dalmia Power Limited - Inter corporate deposit (ICD)	-	-	-	-	-	-	-	-	393.03	-
DCBL - Term loans	116.48	69.16	-	-	-	-	-	-	-	-
Interest on borrowings										
Dalmia Power Limited - Inter corporate deposit (ICD)	-	-	-	-	-	-	-	-	15.38	37.95
DCBL - Term loans	3.88	15.07	-	-	-	-	-	-	-	-

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Nature of Transaction	Holding Companies		Subsidiary and Step-down subidiaries		Fellow subsidiaries		KMP & their relatives		Enterprises over which KMP/ Shareholder and/or their relatives have significant influence	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
Compensation to KMP's and reimbursement of expenses to relatives of KMP's										
Awadhesh Kumar Pandey							1.07	0.84	-	-
Sudhir Singhvi	-	-	-	-	-	-	-	0.19	-	-
Padmanav Chakravarty	-	-	-	-	-	-	0.77	0.71	-	-
Nirupama Singhvi	-	-	-	-	-	-	-	0.01	-	-
Akshay Kumar Pandey	-	-	-	-	-	-	0.04	0.04	-	-
Director sittings fees										
Jagdish Kumar Gadi	-	-	-	-	-	-	-	0.02	-	-
Anoop Kumar Mittal	-	-	-	-	-	-	0.08	0.02	-	-
Deepak Ambadas Thombre	-	-	-	-	-	-	0.08	0.02	-	-
R A Krishnakumar	-	-	-	-	-	-	-	0.01	-	-
Manvendra Pratap Singh	-	-	-	-	-	-	0.01	-	-	-
Naveen Jain	-	-	-	-	-	-	-	0.02	-	-
Vikram Dhokalia	-	-	-	-	-	-	-	0.02	-	-

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c. **Balance outstanding**

Nature of Transaction	Holding Company		Subsidiary Company		Fellow Subsidiary Company		KMP & their relatives		Enterprises over which KMP/ Shareholder and/or their relatives have significant influence	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Trade payables										
DBL	0.49	0.51	-	-	-	-	-	-	-	-
DCBL	5.58	4.29	-	-	-	-	-	-	-	-
Dalmia Bharat Refractories Limited	-	-	-	-	-	-	-	-	-	0.12
Govan Travels (Unit of DBSIL)	-	-	-	-	-	-	-	-	0.09	0.08
VCL	-	-	2.20	4.45	-	-	-	-	-	-
Payables towards property, plant and equipment										
DCBL	3.01	1.75	-	-	-	-	-	-	-	-
DBSIL	-	-	-	-	-	-	-	-	0.04	-
Capital advance										
DBGVL	-	-	-	-	0.01	-	-	-	-	-
Employee/other payable										
Anoop Kumar Mittal	-	-	-	-	-	-	0.01	0.01	-	-
Deepak Ambadas Thombre	-	-	-	-	-	-	0.01	0.01	-	-
Trade receivables										
AIL	-	-	-	-	0.18	0.23	-	-	-	-
Corporate and financial guarantees outstanding										
VCL	-	-	-	49.78	-	-	-	-	-	-
RCL	-	-	-	49.78	-	-	-	-	-	-
DCBL	775.00	100.00	-	-	-	-	-	-	-	-

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Nature of Transaction	Holding Company		Subsidiary Company		Fellow Subsidiary Company		KMP & their relatives		Enterprises over which KMP/ Shareholder and/or their relatives have significant influence	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Advance from customers										
VCL	-	-	-	0.01	-	-	-	-	-	-
Borrowings										
Dalmia Power Limited - Inter corporate deposit (ICD)	-	-	-	-	-	-	-	-	-	393.03
DCBL - Term loans	-	116.48	-	-	-	-	-	-	-	-
Share warrants application money										
DCBL	0.01	0.01	-	-	-	-	-	-	-	-

The intermediate holding company has given a corporate guarantee to a bank in respect of working capital facilities (Non-fund based) taken from Axis bank Rs. 300.00 (Rs.100.00) and Term Loans taken from Indusind bank Rs. 375.00 availed by the Company.

d. Transactions with key management personnel

Compensation of key management personnel (including directors) of the Parent Company:-

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Short-term employee benefits	2.01	1.84
Post- employment benefits	-	-
Share-based payment transactions	-	-
Total compensation paid to key management personnel (refer note 2 below)	2.01	1.84

Terms and conditions of transactions with related parties

1. The transactions with related parties have been made on terms equivalent to those that prevail in arm's length transactions.
2. The Company continues to provide requisite financial and operational support to its subsidiary and step- down subsidiaries, if required.
3. The gratuity and leave liability is determined for all the employees on an overall basis, based on the actuarial valuation done by an independent actuary. The specific amount of gratuity and leave liability for KMP cannot be ascertained separately, except for the amount actually paid.

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33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities, comprise loans and borrowings, 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 trade and other receivables and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks and also ensure that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

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 three types of risk: interest rate risk and currency risk and credit risk. Financial instruments affected by market risk include deposits. The functional currency of the Company is Indian Rupee.

The sensitivity analysis in the following sections relate to the position as at March 31, 2024 and March 31, 2023.

The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and the proportion of financial instruments in foreign currencies are all constant at March 31, 2024 and March 31, 2023.

The analysis exclude the impact of movements in market variables on the carrying values of gratuity, provisions and non-financial liabilities.

The sensitivity of the relevant profit and loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2024 and March 31, 2023.

a. 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's exposure to the risk of changes in market interest rates relates primarily to the long-term debt obligations (including current maturities of long-term borrowings) with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and floating interest rates on borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates of loans and borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

		Effect on profit before tax	
Currency	**Increase/ (decrease) in basis points**	**As at March 31, 2024**	**As at March 31, 2023**
INR	+50 bps	(1.45)	(2.77)
INR	-50 bps	1.45	2.77

Note: The impact of the above sensitivity would be same in other equity (net of applicable tax).

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

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b. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's foreign currency liability.

The Company's exposure to foreign currency changes for all other currencies is not material.

Hedging activities :

Foreign exchange forward contracts are designated as hedging instruments in cash flow hedges against forecast purchases in EURO. These forecast transactions are highly probable since purchase order already issued by the Company and hence expected to be utilised in near term. The foreign exchange contract balances vary with the level of expected foreign currency purchases and changes in foreign exchange forward rates.

Particulars	As at March 31, 2024		As at March 31, 2023	
	Assets	Liabilities	Assets	Liabilities
Fair value of foreign currency forward contracts designated as hedging instruments	-	(1.05)	0.01	(0.01)

The cash flow hedges of the forecasted purchase transactions during the year ended 31 March 2024 were assessed to be highly effective and unrealised loss of Rs. 1.12 is included in OCI.

Disclosure of effects of Hedge accounting

Foreign exchange risk on cash flow hedge	Nominal value of hedging instrument		Carrying amount of hedging instrument			
	Assets	Liabilities	Assets	Liabilities	Maturity date	Hedge ratio
Foreign currency forward contracts	-	(51.56)	-	(1.05)	April 2024 to September 2024	1:1

Cash flow hedge	Change in the value of hedging instrument recognised in OCI	Hedge ineffectiveness recognised in profit or loss	Amount reclassifiedfrom cash flow hedge reserve to profit or loss
Foreign exchange risk	1.12	-	0.22

c. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. Wherever the Company assesses the credit risk as high, the exposure is backed by either bank guarantee / letter of credit or security deposits.

As per simplified approach, the Group makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for specified period and involves higher risk.

As per policy, receivables are classified into different ageing brackets based on the overdue period

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ranging from six months to one year and more than one year. Based on the different provisioning policy, provision for expected credit loss is made for each overdue bracket ranging from 50% to 100%.

An impairment analysis is performed at each quarter end on an individual basis for major customers. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 7(ii). The Company has no significant concentration of credit risk with any counter party.

Ageing of trade receivables	Upto 180 days	More than 180 days	Total
As at March 31, 2024			
Gross carrying amount(A)	79.10	0.32	**79.42**
Impairment allowance (B)	-	0.31	0.31
Net Carrying Amount (A-B)	**79.10**	**0.01**	**79.11**
As at March 31, 2023			
Gross carrying amount(A)	57.30	1.54	**58.84**
Impairment allowance (B)	-	0.24	0.24
Net Carrying Amount (A-B)	**57.30**	**1.30**	**58.60**

Financial instruments and cash deposits

Credit risk from balances with banks is managed by the Company’s treasury department in accordance with the Company’s policy. Investments of surplus funds are made in mutual funds, corporate bonds and deposits only with approved banks and within limits assigned to each bank by the Company.

Liquidity risk

Liquidity risk is the risk that the Company will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the Company to manage liquidity is to ensure, as far as possible, that these will have sufficient liquidity to meet their respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation.

The Company monitors its risk of a shortage of funds through fund management exercise at regular intervals.

The table below summarises the maturity profile of the Company’s financial liabilities based on contractual undiscounted principal payments.

As at March 31, 2024	On demand	0-12 Months	1 to 5 years	> 5 years	Total
Borrowings *	7.41	-	41.25	333.75	382.41
Lease liabilities	-	2.89	3.70	0.02	6.61
Other financial liabilities					
Interest accrued but not due on borrowings	-	5.04	-	-	5.04
Interest accrued on borrowings	-	20.71	-	-	20.71
Trade and other payables					
Trade payables	-	124.40	-	-	124.40
Employee accrued liability	-	3.36	-	-	3.36
Interest payable on income tax	-	0.45	-	-	0.45
Security Deposits	-	62.92	-	-	62.92
Dues payable towards purchase of property, plant and equipment	-	87.05	-	-	87.05

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As at March 31, 2023	On demand	0-12 Months	1 to 5 years	> 5 years	Total
Borrowings *	7.41	59.94	449.56	-	516.91
Lease liabilities	-	2.02	3.38	0.02	5.42
Other financial liabilities					
Interest accrued but not due on borrowings	-	2.39	-	-	2.39
Interest accrued on borrowings	-	20.71	-	-	20.71
Trade and other payables					
Trade payables	-	111.27	-	-	111.27
Employee accrued liability	-	3.13	-	-	3.13
Interest payable on income tax	-	0.45	-	-	0.45
Security Deposits	-	60.62	-	-	60.62
Dues payable towards purchase of property, plant and equipment	-	41.27	-	-	41.27

*Amount is gross of transaction cost of Rs. 0.87 (Rs. 0.54).

34. CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants, if any. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings less cash and cash equivalents.

Particulars	As at March 31, 2024	As at March 31, 2023
Long term Borrowings	374.13	449.19
Short Term Borrowings (including interest accrued)	28.12	87.90
Less: Cash and cash equivalents (Note 7(iii))	31.07	6.40
Less: Bank balances other than cash and cash equivalents (Note 7(iv))	200.13	0.22
Less: Current investments (Note 7(i))	846.74	245.39
Less: Interest receivable on current investment and FDs	35.12	1.59
Net debt	**(710.82)**	**283.48**
Equity Share Capital	1,942.01	408.79
Other equity	344.44	69.44
Total capital	**2,286.45**	**478.23**
Capital and net debt	**1,575.63**	**761.71**
Gearing ratio	N/A	37.22%

To maintain or adjust the capital structure, the Company review the fund management at regular intervals and take necessary actions to maintain the requisite capital structure. No changes were made in the objectives policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

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35. DETAILS OF DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES AS PER MSMED ACT, 2006

The Micro and Small Enterprises have been identified by the Company from the available information. The disclosures in respect to Micro and Small Enterprise as per Micro Small and Medium Enterprise Development Act, 2006 is as follows:

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting period		
Principal amount	5.54	9.07
Interest thereon (not accounted for in the books of account)	-	-
ii) The amount of interest paid by the buyer in terms of Section 16 of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period	-	-
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting period; and	-	-
v) The amount of further interest remaining due and payable even in the succeeding period until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the Micro Small and Medium Enterprise Development Act, 2006	-	-

36. The Company had complied with the provisions of section 186 of the Act in respect of investments made. Further, the Company has not entered into any transaction covered under section 186 of the Act in respect of loan, guarantees and security provided by it. Refer note 3 for the investment details.

37. SEGMENT INFORMATION

The Company is exclusively engaged in the business of manufacturing and sale of Cement and cement related products. This is the only activity performed and is thus also the main source of risks and returns. The Company's segments as reviewed by Chief Operating and Decision Maker (CODM) does not result in to identification of different ways / sources in to which they see the performance of the Company and there are no sales outside India for the current and previous financial years. Thus, geographical segment information is not applicable. Accordingly, the Company has a single reportable segment. Hence, the disclosure requirements in terms of Ind-AS 108 ''operating segments " are not applicable.

Information about major customers:

Name of the customer	**For the year ended March 31, 2024**		**For the year ended March 31, 2023**	
	Revenue	**Revenue %***	**Revenue**	**Revenue %***
National Hydroelectric Power Corporation Limited (NHPC)	109.20	8.52%	171.18	14.80%

* Represents as % of sale of products.

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38. IMPAIRMENT OF PROPERTY , PLANT AND EQUIPMENT

In terms of Ind AS 36 the management has carried out the impairment assessment of property , plant and equipment. The carrying value of each cash generating unit (CGU) is lower than their respective recoverable value arrived at based on their 'Value in use'. Hence no impairment charge against property , plant and equipment is required to be recognised in the books of account. 'Value in use' is computed based on the management's latest operational and profitability projections which have been extrapolated till the remaining useful life of the respective property , plant and equipment. The cash flows have been discounted using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the property , plant and equipment.

39. The Company have debited direct expenses relating to limestone mining, Solar/WHRS power generation etc. to cost of raw material consumed, power& fuel. These expenses, if reclassified on 'nature of expense' basis as required by Schedule-III will be as follows:

Particulars	**For the year ended March 31, 2024**	**For the year ended March 31, 2023**
Cost of raw materials consumed	54.99	46.96
Power and fuel	4.48	3.03
Total	**59.47**	**49.99**

These expenses if reclassified on 'nature of expense' basis as required by Schedule III will be as follows:

Particulars	**For the year ended March 31, 2024**	**For the year ended March 31, 2023**
Employee benefit expenses	3.32	0.29
Power and fuel	14.77	14.40
Other Expenses :		
Consumption of stores & spare parts	2.37	2.61
Repairs and maintenance - Plant and machinery	0.38	0.04
Repairs and maintenance - Others	-	0.80
Rates & taxes (including royalty on limestone)	20.66	17.73
Insurance	0.02	-
Professional charges	0.08	-
Payment to Contractors	16.85	14.12
Security charges	0.71	-
Miscellaneous expenses	0.31	-
Total	**59.47**	**49.99**

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40. THE COMPANY HAS INCURRED DIRECTLY ATTTRIBUTABLE EXPENDITURE RELATED TO ACQUISITION/CONSTRUCTION OF PROPERTY, PLANT AND EQUIPMENT AND THEREFORE ACCOUNTED FOR THE SAME AS PRE-OPERATIVE EXPENSES UNDER CAPITAL WORK IN PROGRESS.

Details of such expenses capitalised and carried forward are given below :

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Brought forward from last year	19.40	5.89
Expenditure incurred during the year		
Employees benefits expense		
a) Salaries, wages and bonus	14.51	2.85
b) Contribution to provident and other funds	0.49	0.04
c) Gratuity expense	0.03	-
d) Workmen and staff welfare expenses	0.78	0.00
Interest cost (Refer note 22)	26.15	15.58
Depreciation and amortisation expense	2.10	-
Power and fuel	1.09	-
Other expenses		
a) Rent	0.49	0.01
b) Rates and taxes	-	0.07
c) Insurance	2.49	0.00
d) Professional charges	-	0.00
e) Travelling and conveyance	0.75	0.25
f) Enterprise social commitment	2.00	-
g) Miscellaneous expenses	43.31	16.01
Total expenditure during the year	**94.19**	**34.81**
Less : Capitalised during the year	(7.65)	(21.30)
Capitalisation of expenditure (pending for allocation)	**105.94**	**19.40**
Carried forward as part of Capital work-in-progress	**105.94**	**19.40**

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41. ANALYTICAL RATIOS

Ratios	Numerator	Denominator	Formula	March 31, 2024	March 31, 2023	Variance %	Reason For Variance
Current ratio	Current Assets	Current Liabilities	Current Assets Current Liabilities	3.22	1.11	188.64%	Change Due to :Increase in current assets due to investment of proceds from right issue in Mutual funds.
Debt equity ratio	Total debt = [Long term borrowings including current maturities + current borrowings + interest accrued and due on borrowings]	Total Equity = Issued share capital + Other equity + Non controlling interest (if any)	Total debt Total equity	0.18	1.12	-84.34%	Change Due to: Repayment of term loans and increase in total equity due to Right issue of shares in current year.
Debt Service Coverage Ratio	Earnings available for debt service = Profit before tax (after exceptional item) + finance costs + depreciation and amortisation	Debt service = Finance costs (including interest capitalised) for the period/ year + Scheduled principal repayments of long term borrowings (excluding prepayment/ re-financing) during the period	(Profit before tax (after exceptional item) + finance costs + depreciation & amortisation) (Finance costs (including interest capitalised) for the period + Scheduled principal repayments of long term borrowings (excluding prepayment/ re-financing) during the period)	1.07	3.08	-65.35%	Change Due to: Repayment of term loans and Inter corporate deposits in Current year.
Return on equity ratio	Net profits after taxes	Average total equity excluding fair value of investments through OCI	Net Profits after taxes Average total equity excluding fair value of Investments through OCI	19.96%	26.74%	-25.36%	**Change Due to** Increase in total equity due to Right issue of shares in current year.
Inventory Turnover ratio	Revenue from sale of products	Average inventory	Revenue from sale of products Average inventory	12.36	13.97	-11.54%	Not Applicable

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Ratios	Numerator	Denominator	Formula	March 31, 2024	March 31, 2023	Variance %	Reason For Variance
Trade receivables turnover ratio	Revenue from sale of products and services (excluding subsidies)	Average Accounts Receivable - Average rebate to customers	Revenue from sale of products and services (excluding subsidies) (Average Accounts Receivable - Average rebate to customers)	26.81	27.72	-3.29%	Not Applicable
Trade payables turnover ratio	Net purchases of goods = Purchase of raw materials included in cost of raw materials consumed + Purchases of stock in trade	Average Trade Payables	Purchases of goods Average Trade Payables	5.22	4.93	5.76%	Not Applicable
Net capital turnover ratio	Revenue from sale of products and services (excluding subsidies)	Working capital = Current assets - Current liabilities	Revenue from sale of products and services (excluding subsidies) Working capital	1.20	22.96	-94.78%	**Change due to** Increase in Revenue from sale of products by Rs 124.59 Increase in current Investment due to investment of proceeds of right issue in Mutual Funds in current year.
Net profit ratio	Net profit after tax	Revenue from operations	Net profit after tax Revenue from operations	19.16%	8.91%	115.13%	Not Applicable
Return on capital employed	Earnings before interest and taxes (including other income)	Capital Employed = Average total equity excluding fair value of investments through OCI + Average Total Debt	Earnings before interest and taxes (including other income) (Average total equity excluding fair value of Investments through OCI + Average Total Debt)	22.26%	29.64%	-24.88%	Not Applicable
Return on investment	Interest Income on FD, Bonds Debentures+ Dividend Income+Profit on sale of Investment + Profit on fair valuation of Investement	Current Investment+Non Current Investment+ Other bank balances	Interest Income on FD, Bonds Debentures+ Dividend Income+ Profit on sale of Investment+ Profit on fair valuation of Investment Current Investment + Non Current Investment+ Other bank balances	9.67%	4.78%	102.30%	**Change Due to:** Increase in income due to investment of proceeds from right issue in Mutual funds. Further, major investment in last were done during the end of the year.

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42. ADDITIONAL DISCLOSURES

S. No.	Particulars	Note in financial statements
(i)	Details of Benami Property held	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)	Relationship with Struck off Companies	The Company do not have any transactions with struck-off companies.
(iii)	Registration of charges or satisfaction with Registrar of Companies (ROC)	The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
(iv)	Details of Crypto Currency or Virtual Currency	The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
(v)	Utilisation of Borrowed funds and share premium	The Company have not advanced or loaned or invested funds to any other person or entity, including foreign entities (Intermediaries) with the understanding that the Intermediary shall: directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of The Company (Ultimate Beneficiaries); or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
(vi)	Utilisation of Borrowed funds and share premium	The Company have 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 Company shall: directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
(vii)	Undisclosed income	The Company does not have any 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).
(viii)	Title deeds of immovable properties not held in the name of the company	There are no immovable properties which are not registered in the name of the Company.
(ix)	Core Investment Companies (CIC's)	The Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has three unregistered CIC's as part of the Group.

43. SCHEME OF ARRANGEMENT

The Board of Directors ("Board") of Dalmia Cement (North East) Limited ("DCNEL" or "the Company" or "the Resulting Company") at its meeting held on March 19, 2024 have considered and approved the proposed Scheme of Arrangement for demerger of undertaking comprising of cement and mining business operation between Vinay Cement Limited (Demerger Company) and DCNEL ("the Scheme"). The Scheme is filed with Hon'ble Bench of the National Company Law Tribunal at Guwahati, Assam on March 29, 2024.

The Scheme entails the demerger of undertaking comprising of cement and mining business operation of the Company into DCNEL ("Demerger") in terms of the provisions of the Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ('the rules') with reference to its compliance with the accounting standards

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
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(All amounts are in Rs. Crores unless otherwise stated)

prescribed under section 133 of the Act, read with relevant rules issued thereunder (the 'applicable accounting standards') and other generally accepted accounting principles in India. The Appointed Date for the Scheme is March 31, 2023.

Pending approvals and orders as necessary in law, no impact has been considered in these standalone financial statements.

44. AUDIT TRAIL

As per Section 128 of the Companies Act, 2013 read with proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 with reference to use of accounting software by the Company for maintaining its books of account, has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such change were made and ensuring that the audit trail cannot be disabled is applicable with effect from the financial year beginning on 1 April 2023.

During the current year, the audit trail (edit logs) feature for any direct changes made at the database level was not enabled for the accounting software used for maintaining books of accounts and other software used for processing financial information for logistic, freight and discount/ distributer claims.

The management has implemented recording of edit logs at database level for all accounting software w.e.f. April 2024, except for software used for logistics information, for which management is attempting to migrate to a new accounting software in the financial year 2024-25.

As per our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371

Place: New Delhi
Date: April 22, 2024

For and on behalf of the Board of Directors of
Dalmia Cement (North East) Limited

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Rajiv Kumar Choubey
Director
DIN: 08211030

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

INDEPENDENT AUDITOR'S REPORT

To the Members of Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of **Dalmia Cement (North East) Limited** *(Formerly known as Calcom Cement India Limited)* ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), as listed in Annexure I, which comprise the Consolidated Balance Sheet as at 31 March 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group, , as at 31 March 2024, and their consolidated profit (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

4. We draw attention to note 29(c) to the accompanying consolidated financial statements regarding the dispute between Dalmia Cement (Bharat) Limited ('DCBL') and Bawri Group ('BG'), the two shareholders of the Holding Company, under which certain claims have been raised against each such shareholder including BG's claim for transfer of shares held by DCBL in the Holding Company in favour of BG at 75% of the fair market value which has been rejected by the Arbitral Tribunal and the Hon'ble Delhi High Court. The aforesaid matter is under sub-judice before the divisional bench of Hon'ble Delhi High Court. In view of the management, the aforesaid matter will not have any material impact on the Holding Company or the accompanying consolidated financial statements. Our opinion is not modified in respect of this matter.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

5. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

   When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

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

7. 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 the Board of Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

8. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

10. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;
   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
   - Conclude on the appropriateness of Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 Group to cease to continue as a going concern;

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation; and
- Obtain sufficient appropriate audit evidence regarding the financial information/ financial statements of the entities or business activities within the Group, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the financial statements, of which we are the independent auditors.

11. 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.

Other Matter

12. The consolidated financial statements of the Group for the year ended 31 March 2023 were audited by the predecessor auditor, Deloitte Haskins & Sells, Chartered Accountant who have expressed an unmodified opinion on those consolidated financial statements vide their audit report dated 22 April 2023.

Report on Other Legal and Regulatory Requirements

13. As required by section 197(16) of the Act based on our audit we report that the Holding Company incorporated in India whose financial statements have been audited under the Act have paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that 3 subsidiaries incorporated in India whose financial statements have been audited under the Act, have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiaries.

14. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued, of companies included in the consolidated financial statements and covered under the Act we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies.

15. As required by section 143(3) of the Act, based on our audit and we report, to the extent applicable, that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

    b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors, except for the matters stated in paragraph 15(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

    c) The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

    d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;

    e) On the basis of the written representations received from the directors of the Holding Company, its subsidiaries and taken on record by the Board of Directors of the Holding Company, its subsidiaries, covered under the Act, none of the directors of the Group companies, are disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act.

    f) The qualification relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in paragraph 15(b) above on reporting under section 143(3)(b) of the Act and paragraph

15(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiaries covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure II' wherein we have expressed an unmodified opinion; and

h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, as detailed in note 29(a) and 29(c) to the consolidated financial statements;

ii. The Holding Company and its subsidiaries, did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024;

iii. There were amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiaries, covered under the Act, during the year ended 31 March 2024;

iv. a. The respective managements of the Holding Company and its subsidiaries, incorporated in India whose financial statements have been audited under the Act have represented to us to the best of their knowledge and belief as disclosed in note 41 (v) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiaries, to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiaries, ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

b. The respective managements of the Holding Company and its subsidiaries, incorporated in India whose financial statements have been audited under the Act have represented to us to the best of their knowledge and belief, as disclosed in the note 41 (vi) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiaries, from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such 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 such audit procedures performed by us, as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The Holding Company and its subsidiaries have not declared or paid any dividend during the year ended 31 March 2024; and

vi. Based on our examination which included test checks, the Group, in respect of financial year commencing on 1 April 2023, have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature was not enabled at database level for the accounting software used for maintaining books of accounts and other software used for processing financial information for logistic, freight and discount/ distributer claims, as described in note 42 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where such feature is enabled.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371
UDIN: 24512371BKFEUH4283

Place: New Delhi
Date: 22 April 2024

Annexure I

List of entities included in the consolidated financial statements :

(I) Subsidiaries / step down subsidiaries:

1. Vinay Cement Limited
2. RCL Cements Limited
3. SCL Cements Limited

Annexure II

Independent Auditor's Report on the internal financial controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the consolidated financial statements of Dalmia Cement (North East) Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, which are companies covered under the Act, as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiary companies which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on internal financial controls with reference to financial statements criteria established by the Group considering the essential components of internal control stated in the guidance note on audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI) (the Guidance Note). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies as aforesaid.

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Holding Company and its subsidiary companies, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial control with reference financial statements criteria established by the Group considering the essential components of internal control stated in the Guidance Note.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371
UDIN: 24512371BKFEUH4283

Place: New Delhi
Date: 22 April 2024

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
CIN: U26942AS2004PLC007538
Consolidated Balance Sheet as at March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	2(i)	718.77	708.61
Capital work-in-progress	2(ii)	765.89	105.40
Other intangible assets	2(iii)	72.10	78.59
Right-of-use-assets	2(iv)	32.94	22.47
Financial assets			
Loans	3(i)	1.63	1.24
Other financial assets	3(ii)	17.31	17.58
Income tax assets (net)		1.20	2.32
Other non-current assets	4	112.91	21.94
		1,722.75	**958.15**
Current assets			
Inventories	5	113.64	94.03
Financial assets			
Investments	6(i)	869.61	245.39
Trade receivables	6(ii)	79.10	58.62
Cash and cash equivalents	6(iii)	31.29	7.31
Bank balance other than cash and cash equivalents	6(iv)	201.25	12.94
Loans	6(v)	1.33	1.54
Other financial assets	6(vi)	148.81	69.86
Other current assets	7	131.44	15.87
		1,576.47	**505.56**
Assets classified as held for sale	2(v)	-	0.12
Total assets		**3,299.22**	**1,463.83**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	8	1,892.01	358.79
Other equity	9	410.15	123.22
Equity attributable to owners of Holding company		**2,302.16**	**482.01**
Non-controlling Interest		1.42	1.09
		2,303.58	**483.10**
Liabilities			
Non- current liabilities			
Financial liablities			
Borrowings	10(i)	374.13	449.19
Lease liabilities	27	3.82	3.15
Provisions	11	14.73	11.14
Government grants	12	18.99	13.33
Deferred tax liabilities (net)	4(ii)	89.77	49.89
		501.44	**526.70**
Current Liabilities			
Financial liablities			
Borrowings	13(i)	7.41	67.19
Trade payables	13(ii)	-	
Total outstanding dues of micro enterprises and small enterprises		3.08	6.46
Total outstanding dues of creditors other than micro enterprises and small enterprises		119.49	100.84
Lease liabilities	27	2.40	1.69
Other financial liabilities	13(iii)	203.42	152.26
Provisions	14	1.35	2.62
Government grants	12	1.07	10.57
Other current liabilities	15	70.06	63.67
Current tax Liabilities (net)	4(i)	85.92	48.73
		494.20	**454.03**
Total equity and liabilities		**3,299.22**	**1,463.83**
Summary of material accounting policies	1		

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date.
For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371

Place: New Delhi
Date: April 22, 2024

For and on behalf of the Board of Directors of
Dalmia Cement (North East) Limited

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Rajiv Kumar Choubey
Director
DIN: 08211030

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*

CIN: U26942AS2004PLC007538

Consolidated Statement of Profit and Loss for the year ended March 31, 2024

(All amounts are in Rs. Crores unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2024	For the year ended March 31, 2023
Income			
Revenue from operations	**16**	1,439.81	1,266.63
Other income	**17**	75.47	21.53
Total Income		**1,515.28**	**1,288.16**
Expenses			
Cost of raw materials consumed	**18**	243.84	193.36
Purchases of stock-in-trade		-	2.91
Change in inventories of finished goods, stock in trade and work in progress	**19**	(8.34)	2.08
Employee benefits expenses	**20**	47.92	46.90
Finance cost	**21**	26.18	43.91
Depreciation and amortization expense	**22**	143.83	130.90
Power and fuel		215.49	208.33
Freight charges			
- on finished goods		226.83	212.87
- on internal clinker transfer		71.13	65.35
Other expenses	**23**	163.33	141.82
Total expenses		**1,130.21**	**1,048.43**
Profit before tax		**385.07**	**239.73**
Tax expense	**4(i)**		
Current tax		57.02	1.93
Deferred tax		40.01	60.52
Tax adjustments for earlier years		(0.10)	(20.88)
Tax adjustments on account of change in tax rate		-	17.27
		96.94	**58.84**
Profit after tax		**288.13**	**180.89**
Other comprehensive income			
A. Items that will not be reclassified to profit/(loss)			
- Re-measurement gains/(loss) on defined benefit plan		0.11	(0.14)
- Income tax relating to above item		(0.02)	0.02
B. Items that will be reclassified to profit/(loss)			
- Net movement on effective portion of cash flow hedges		(1.12)	(0.00)
- Income tax relating to above item		0.17	-
Other comprehensive loss for the year, net of tax		**(0.86)**	**(0.12)**
Total comprehensive income for the year, net of tax		**287.27**	**180.77**
Profit for the year		**288.13**	**180.89**
Attributable to:			
Owners of the Company		287.79	180.63
Non-controlling interests		0.34	0.26
Total comprehensive income for the year Attributable to:		**287.27**	**180.77**
Owners of the Company		286.93	180.51
Non-controlling interests		0.34	0.26
Earning per share			
Basic and diluted earnings per share (in Rs.) [Nominal value of share Rs.10 each]	**24**	2.17	5.03
Summary of material accounting policies	**1**		

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date
For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

For and on behalf of the Board of Directors of
Dalmia Cement (North East) Limited

Kartik Gogia
Partner
Membership No.: 512371

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Rajiv Kumar Choubey
Director
DIN: 08211030

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Place: New Delhi
Date: April 22, 2024

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
CIN: U26942AS2004PLC007538
Consolidated Statement of Cash Flows for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

	Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A.	**Cash flow from operating activities**		
	Profit before tax	385.07	239.73
	Adjustments to reconcile profit before tax to net cash flows		
	Depreciation and amortization expense	143.83	130.90
	Liabilities no longer required written back (net)	-	(2.87)
	Impairment allowance	0.08	0.47
	Profit on sale of asset classified as held for sale	(7.58)	(4.81)
	Change in fair value of investments measured at FVTPL	(5.44)	5.15
	Profit on sale of investments	(30.60)	(17.52)
	Provision for doubtful debts/advances	0.04	0.08
	Interest income (including fair value changes in financial instruments)	(29.95)	(3.76)
	Finance cost	26.18	43.91
	Operating profit before working capital changes	**481.62**	**391.28**
	Working capital adjustments:		
	(Increase) in inventories	(19.60)	(22.05)
	(Increase)/decrease in trade receivables	(20.48)	2.77
	(Increase)/decrease in other assets and financials assets	(161.25)	5.87
	Increase/(decrease) in trade payables	15.27	(3.40)
	Increase/(decrease) in other current and financial liabilities	9.03	(7.58)
	Increase in provisions	1.46	0.72
	Cash generated from operating activities	**306.05**	**367.60**
	Direct taxes (paid)/refund (net)	(18.77)	4.84
	Net cash flow from operating activities (A)	**287.29**	**372.44**
	Cash flow from investing activities		
	Purchase of property, plant and equipment, capital work-in-progress and intangibles assets	(838.60)	(343.23)
	Proceeds from sale of property, plant and equipment	7.89	5.10
	Fixed deposits (placed)/ matured (having original maturity of more than three months) (net)	(187.60)	(11.35)
	(Investment)/proceeds in mutual funds and corporate bonds (net)	(588.18)	103.24
	Interest received	(3.47)	2.99
	Net cash flow (used in) investing activities (B)	**(1,609.96)**	**(243.25)**
	Cash flow from financing activities		
	Proceeds from long term borrowings	375.00	-
	Repayment of long term borrowings	(450.06)	(69.16)
	Repayment of short term borrowing	(59.78)	-
	Payment of principal portion of lease liabilities	(2.77)	(2.28)

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
CIN: U26942AS2004PLC007538
Consolidated Statement of Cash Flows for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Proceeds from right issue of equity shares	1,533.22	-
Payment of interest portion of lease liabilities	(0.62)	(0.36)
Interest paid	(48.34)	(56.17)
Net cash flow from/ (used in) financing activities (C)	**1,346.66**	**(127.97)**
Net Increase /(decrease) in cash and cash equivalents	23.98	1.22
Cash and cash equivalents at the beginning of the year	7.31	6.09
Cash and cash equivalents at end of the year	**31.29**	**7.31**
Components of cash and cash equivalents:		
- In current accounts	17.09	3.16
- Deposits with original maturity of less than three months	14.20	4.15
Net cash and cash equivalents	**31.29**	**7.31**

Note:

1. The above Statement of Cash flows has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS 7) 'Statement of Cash Flows'.
2. Changes in liabilities arising from financing activities:

Particulars	April 01, 2023	Cash flows	Changes in fair value	Other	March 31, 2024
Current borrowings (refer note 10(i) and 13(i))	7.41	-	-	-	7.41
Non-current borrowings (including current maturities) (refer note 10(i) and 13 (i))	508.96	(134.84)		-	374.13

Particulars	April 01, 2022	Cash flows	Changes in fair value	Other	March 31, 2023
Current borrowings (refer note 10(i) and 13(i))	400.44	-	-	(393.03)	7.41
Non-current borrowings (including current maturities) (refer note 10(i) and 13 (i))	184.86	(69.16)	0.23	393.03	508.96

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date.
For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

For and on behalf of the Board of Directors of
Dalmia Cement (North East) Limited

Kartik Gogia
Partner
Membership No.: 512371

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Rajiv Kumar Choubey
Director
DIN: 08211030

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

Place: New Delhi
Date: April 22, 2024

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
CIN: U26942AS2004PLC007538
Consolidated Statement of Changes in Equity for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

a. Equity share capital:

Reconciliation of equity share capital outstanding at the end of period as at March 31, 2024

Particulars	No. of shares	Amount
Equity shares of Rs. 10 each issued, subscribed and fully paid		
As at April 1, 2022	**35,87,86,480**	**358.79**
Changes in equity share capital	-	-
As at March 31, 2023	**35,87,86,480**	**358.79**
Changes in equity share capital	1,53,32,25,000	1,533.22
As at March 31, 2024	**1,89,20,11,480**	**1,892.01**

b. Other equity:

Other equity attributable to owners of the Company as at March 31, 2024

Particulars	Attributable to Owners of the Parent Company						
	Reserves and surplus				Other comprehensive income		
	Capital reserve	Other reserves (contribution from shareholders (financial guarantee))	Retained earnings	Money received against share warrants	Effective portion of cash flow hedges	Attributable to non-controlling interest	Total other equity
Balance as at April 1, 2023	8.67	2.98	111.56	0.01	-	1.09	124.31
Profit for the year	-	-	287.79	-	-	0.33	288.13
Other comrehensive income	-	-	0.09	-	(0.95)	-	(0.86)
Balance as at March 31, 2024	**8.67**	**2.98**	**399.44**	**0.01**	**(0.95)**	**1.42**	**411.57**

Other equity attributable to owners of the Company as at March 31, 2023

Particulars	Attributable to Owners of the Parent Company						
	Reserves and surplus				Other comprehensive income		
	Capital reserve	Other reserves (contribution from shareholders (financial guarantee))	Retained earnings	Money received against share warrants	Effective portion of cash flow hedges	Attributable to non-controlling interest	Total other equity
Balance as at April 1, 2022	8.67	2.98	(68.95)	0.01	-	0.83	(56.46)
Profit for the year	-	-	180.63	-	-	0.26	180.89
Other comrehensive income	-	-	(0.12)	-	-	-	(0.12)
Balance as at March 31, 2023	**8.67**	**2.98**	**111.56**	**0.01**	**-**	**1.09**	**124.31**

As per our report of even date.
For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371

Place: New Delhi
Date: April 22, 2024

For and on behalf of the Board of Directors of
Dalmia Cement (North East) Limited

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Rajiv Kumar Choubey
Director
DIN: 08211030

Awadhesh Kumar Pandey
Chief Financial Officer

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Company Secretary
Membership No.: F 6741

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
Notes to consolidated financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

NOTE 1

A. Corporate Information

The consolidated financial statements comprise financial statements of Dalmia Cement (North East) Limited (formerly known as Calcom Cement India Limited) ("the Parent"), its subsidiary and step-down subsidiaries (collectively, the Group) as at and for the year ended March 31, 2024. The Parent is a public Group domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The registered office of the Parent is located at 3rd & 4th Floor, Anil Plaza-II, ABC, G.S. Road, Guwahati

The Group is principally engaged in the manufacturing and selling of cement and clinker having its manufacturing facility at Lanka and Umrangshu, Assam. Information on related party relationships of the Group are provided in Note No. 33.

The consolidated financial statements for the year ended March 31, 2024 were approved for issue in accordance with a resolution of the directors on April 22, 2024.

B. Material accounting policies

(i) Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III).

The consolidated financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Derivative financial instruments
- Certain financial assets and liabilities measured at fair value
- Assets held for disposal - measured at the lower of its carrying amount and fair value less cost to sell
- Defined benefit plans - plan assets measured at fair value

The consolidated financial statements are presented in Indian Rupee (Rs.) and all the values are rounded off to the nearest Crore, except number of shares, face value of share, earning per share or wherever otherwise indicated. Wherever the amount represented Rs. '0' (zero) construes value less than Rupees fifty lakhs. Adding the individual figures may therefore not always result in the exact total given.

(ii) Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Group and its subsidiaries as at March 31, 2024. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the Parents of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent, i.e., year ended on March 31, 2024.

Consolidation procedure:

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the Parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- Offset (eliminate) the carrying amount of the Parent's investment in each subsidiary and the Parent Group's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 "Income Taxes" applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss of each component and other comprehensive income (OCI) are attributed to the equity holders of the Parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
Notes to consolidated financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss

(iii) Summary of material accounting policies

a. Current versus 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:

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

The 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 equivalents.

b. Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. 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 principal or the most advantageous market must be accessible by the Group.

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 economic best 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.

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
Notes to consolidated financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated Ind AS 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 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation 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.

The Group's management determines the policies and procedures for recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value.

External valuers are involved for valuation of significant assets and liabilities. The management selects external valuer on various criteria such as market knowledge, reputation, independence and whether professional standards are maintained by valuer. The management decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management, in conjunction with the Group's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions (note 25)
- Quantitative disclosures of fair value measurement hierarchy (note 30(b))
- Financial instruments (including those carried at amortised cost) (note 30(a))

c. Revenue Recognition

Revenue from contract with customer

Revenue from contracts includes revenue from customers for sale of goods and provision of services. 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 Group expects to be entitled in exchange for those goods and services. The Group has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of goods (including sale of scrap included under other operating revenue)

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer, generally on dispatch/ delivery of the goods. Amounts disclosed as revenue are net of returns and allowances, trade discounts, cash discounts and volume rebates.

The Group considers the effects of variable consideration, non-cash incentives and consideration payable to the customer (if any). No element of financing is deemed present as the sales are made with credit terms largely ranging between 0 days and 60 days.

Variable consideration

If the consideration in a contract includes a variable amount, Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Where the sale of goods provides customers with discounts, volume rebates etc., such discounts, volume rebates etc. give rise to variable consideration.

The Group follows the ‘most expected value’ method in estimating the amount of variable consideration. The Group estimates the variable consideration based on an analysis of accumulated historical experience.

Non-cash incentives

The Group provides non-cash incentives at fair value to customers. These benefits are passed on to customers on satisfaction of various conditions of various sales schemes. Consideration received is allocated between the products sold and non-cash incentives to be issued to customers. Fair value of the non-cash incentive is determined by applying principle of Ind AS 113 “Fair Value Measurement” i.e. at market rate. A contract liability for the non-cash incentive is recognised at the time of sale.

Revenue from services

Revenues from management services are recognized at the point in time i.e. as and when services are rendered.

Contract balances

Trade receivables - A trade receivable is recognised when the goods or services are delivered/ rendered to a customer as this is the point in time that the consideration becomes unconditional because only a passage of time is required before the payment is due.

Interest income

For all debt instruments/ subsidies 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 receipts over the expected life of the financial instrument/ subsidies or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in “Other income” in the statement of profit and loss.

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d. Government grants

Government grants and subsidies are recognised where there is reasonable assurance that the grant/ subsidy will be received and all attached conditions will be complied with. When the grant/ subsidy relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

Where the grant/ subsidy relates to an asset, it is recognised as deferred income which is recognised as income on a systematic and rational basis over the useful life of the related asset.

Government grant and subsidy that becomes receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs, are recognised in statement of profit and loss of the period in which it becomes receivable. Government grants and subsidies are recognised in statement of profit and loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants/ subsidy are intended to compensate. The Group has chosen to present grants related to income to be deducted in reporting the related expense. Income from subsidies in the nature of operations are included under “Revenue from operations”.

e. Income Taxes

Tax expense comprises current income tax and deferred tax.

Current income tax

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date and includes any adjustment to tax payable in respect of previous years.

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

Deferred tax

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

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or 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 statement of profit and loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition 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 statement of profit and loss.

- In respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

f. Property, plant and equipment

PPE are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price, including import duties and non- refundable purchase taxes, and any directly attributable cost of bringing the asset to its working condition for its intended use. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to significant accounting judgements, estimates and assumptions (note 25).

Items of stores and spares that meet the definition of PPE are capitalised at cost. Otherwise, such items are classified as inventories.

Capital work-in-progress (CWIP)

Capital work in progress are stated at cost, net of impairment loss, if any asset in the course of construction are capitalised in capital work in progress account. At the point when an asset is capable of operating in the manner intended by the management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs (net of income) associated with the commissioning of an asset are capitalised till the period of commissioning has been completed and the asset is ready for its intended use.

Expenses incurred relating to project during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under ‘Capital work in progress’.

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Depreciation expense

Depreciation on property, plant and equipment is provided on a written down value method (straight-line basis w.e.f. January 1, 2024, also refer note 25), based on the respective estimate of useful lives as given below. Estimated useful lives of assets are determined based on technical parameters/ assessments.

The management believes that useful lives currently used, which are as prescribed under Schedule II of the Companies Act, 2013, fairly reflect its estimate of the useful lives and residual values of property, plant and equipment, though these lives in certain cases are different from lives prescribed under Schedule II.

Type of Asset	Useful life (in years)
Buildings	
- Factory buildings	30 years
- Non-factory buildings *	30 to 60 years
- Roads	3 to 10 years
Plant and equipments	
- Continuous process plant	25 years
- Other plant and equipment *	5 to 15 years
Furniture and Fixtures	10 years
Office equipment	3 to 5 years
Vehicles *	8 to 10 years

* The Group, based on technical assessment made by technical expert and management estimate, depreciates these items of property, plant and equipment over estimated useful lives which are different from the useful life 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.

Capitalised spares are depreciated over their own estimated useful life or the remaining estimated useful life of the related asset, whichever is lower.

On an item of property, plant and equipment discarded during the year, accelerated depreciation is provided upto the date on which such item of property, plant and equipment is discarded.

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 de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and 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 prospectively, if appropriate.

g. Other intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

The useful life of computer software is estimated as 3 years to 6 years and accordingly amortised on a straight line basis over its useful life.

Mining Rights includes the amount paid to acquire consent to establish and consent to operate for extracting limestone from the allotted mining area of 417.50 Hectares. Total minable reserves of the mines are 162.56 Million MT as per the submission made to Indian Bureau of Mines ('IBM') dated February 02, 2017.

Mining development expenditure includes over burden removal (stripping) cost and asset created for mining reclamation and depreciated over their estimated commercial life based on the unit of production method.

h. Borrowing costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur.

Borrowing costs consist of interest (calculated using the effective interest rate method), hedge related cost incurred in connection with foreign currency borrowings and other costs that an entity incurred in connection with the borrowing of funds. Expenses incurred on the issue of debt securities are amortised over the term of the related securities and included within borrowing costs. Premium payable on early redemption of debt securities, in lieu of future finance costs, is written off as borrowing costs as and when paid.

i. Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. 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. The Group 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 re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date, an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis from the commencement date over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Right-of-use assets	**Lease term(in years)**
Leasehold land	20 to 30 years
Buildings	2 to 12 years
Vehicles	2 to 5 years

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment.

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, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

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 re-measured 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.

Lease liabilities and Right-of-use assets have been presented as a separate line in the balance sheet. Lease payments have been classified as cash used in financing activities.

iii) Short-term leases

The Group has elected not to recognise right-of-use assets and lease liabilities for short term leases of all assets that have a lease term of 12 months or less. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease.

j. Inventories

All inventories are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- Raw materials, packing material, fuel and Spares: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on moving weighted average basis, except in case of Limestone inventories included in Raw materials where cost is determined on annual weighted average basis.

- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted average basis.
- Traded goods: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

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

k. Provisions & Contingent Liabilities

General

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Mine reclamation liability

The Group records a provision for mine reclamation cost until the closure of mine. Mine reclamation costs are provided at the present value of expected costs to settle the obligation using estimated cash flows, with a corresponding amount being capitalised at the start of each project. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the mine reclamation liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of mine reclamation are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are capitalised in property, plant and equipment and are depreciated over the estimated commercial life of the related asset based on the unit of production method.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognise a contingent liability but discloses its existence in the financial statements.

l. Retirement and other employee benefits

Retirement benefit in the form of provident fund contribution to Statutory Provident Fund is defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to this scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

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The Group operates one defined benefit plans for its employees, viz., gratuity. The costs of providing benefits under this plan is determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out using the projected unit credit method. Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to the Statement of profit and loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Current service cost is recognised within employee benefits expenses. Net interest expense or income is recognised within finance costs.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

m. 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

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component, the Group initially measures a financial asset at its fair value plus, in the case of financial asset not recorded at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under Ind AS 115.

In order for a financial asset to be classified and measured at amortised cost, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

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Subsequent measurement

For purposes of subsequent measurement, financial assets are classified as debt instruments at amortised cost

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of -cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss (FVTPL)

Financial assets at amortised cost (debt instruments)

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

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.

This category is the most relevant to the Group 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 receivable, loans and other receivables.

Financial assets at FVTOCI (debt instruments)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Group recognises interest income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On de-recognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss.

The Group has not designated any financial asset (debt instruments) at FVTOCI.

Financial assets designated at fair value through OCI (FVTOCI) (equity instruments)

On initial recognition of an equity instrument that is not held for trading, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading are classified as at FVTPL.

Subsequently, these financial assets are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income. Gains and losses on these financial assets are never recycled from other comprehensive income to profit or loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Dividends on these investments are recognised as 'other income' in the statement of profit and loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Group elected to classify irrevocably its listed equity investments under this category.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

Debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Group has designated investment in mutual funds, bonds and derivative instruments as at FVTPL.

Derecognition

A financial asset is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits and bank balance.

b) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables

  The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

  For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. The credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk of customer has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, the Group considers:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

As a practical expedient, the 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 forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. This amount is reflected under the head 'Other expenses' in the statement of profit and loss.

The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost and contractual revenue receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through statement of profit and loss, loans and borrowings, payables.

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.

The Group's financial liabilities include trade and other payables, loans and borrowings.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss (FVTPL) include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 'Financial instruments'.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

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Loans and borrowings

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

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 as finance costs in the statement of profit and loss.

This category generally applies to borrowings. For more information, refer note 10(i) and 13(i).

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

n. Non-current assets held for sale and discontinued operation

Non-current assets are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell.

Non-current assets are not depreciated or amortised while they are classified as held for sale.

Non-current assets classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- represents a separate major line of business or geographical area of operations,
- is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations.

Discontinued operations are excluded from the results of continuing operations and are presented as profit or loss before / after tax from discontinued operation in the statement of profit and loss.

o. Derivative financial instruments and hedge accounting

Initial recognition and subsequent measurement

The Group uses derivative financial instruments, such as foreign exchange option contract, foreign exchange forward contract and interest rate swap contract, to hedge its foreign currency risks and interest rate risks, respectively. 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

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at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to profit or loss when the hedge item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

For the purpose of hedge accounting, hedges are classified as:

- Cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Group's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Cash flow hedges

The effective portion of changes in the fair value of the designated portion of derivatives that qualify as cash flow hedges is recognised in OCI and accumulated under the heading of cash flow hedge reserve, while any ineffective portion is recognised immediately in the statement of profit and loss.

The Group uses forward currency contracts as hedges of its exposure to foreign currency risk in forecast transactions and firm commitments. The ineffective portion relating to foreign currency contracts is recognised in other income or expenses.

Amounts previously recognised in OCI and accumulated in other equity relating to (effective portion as described above) are re-classified to the statement of profit and loss in the periods when the hedged item affects profit or loss. When the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

When a hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognised in OCI remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in other equity is recognised immediately in statement of profit and loss.

C. Recent accounting pronouncements

Standards notified but not yet effective

Ministry of Corporate Affairs ('MCA') has not notified any new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules, 2023

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2(i) Property, plant and equipment

	Mines Development	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office Equipments	Computers	Total
Deemed cost/ Cost								
As at April 1, 2022	**0.40**	**179.70**	**851.89**	**5.05**	**8.82**	**2.64**	**2.20**	**1,050.71**
Additions	-	21.04	368.74	0.14	1.51	0.43	0.50	392.36
Deletions	(0.12)	-	(34.05)	(0.07)	(0.04)	(0.03)	(0.19)	(34.50)
As at March 31, 2023	**0.28**	**200.74**	**1,186.58**	**5.12**	**10.29**	**3.04**	**2.51**	**1,408.57**
Additions	-	62.33	65.45	1.66	1.06	0.76	0.86	132.12
Deletions	-	(2.60)	(16.51)	(0.23)	(0.10)	(0.05)	(0.06)	(19.55)
Reclassification	-	6.38	(6.79)	0.03	-	0.09	0.29	-
As at March 31, 2024	**0.28**	**266.85**	**1,228.73**	**6.58**	**11.25**	**3.84**	**3.60**	**1,521.14**
Accumulated depreciation								
As at April 1, 2022	**0.27**	**78.27**	**520.56**	**2.94**	**1.77**	**2.11**	**1.71**	**607.63**
Charge for the year	0.01	17.18	105.62	0.62	2.41	0.30	0.45	126.59
Deletions	-	-	(33.93)	(0.07)	(0.04)	(0.03)	(0.19)	(34.26)
As at March 31, 2023	**0.28**	**95.45**	**592.24**	**3.49**	**4.14**	**2.39**	**1.97**	**699.96**
Charge for the year	-	18.58	99.89	0.61	1.74	0.37	0.50	121.71
Deletions	-	(2.60)	(16.26)	(0.23)	(0.09)	(0.05)	(0.06)	(19.29)
As at March 31, 2024	**0.28**	**111.43**	**675.87**	**3.87**	**5.79**	**2.71**	**2.41**	**802.37**
Net block								
As at March 31, 2024	**0.00**	**155.42**	**552.86**	**2.71**	**5.46**	**1.13**	**1.19**	**718.77**
As at March 31, 2023	**0.00**	**105.29**	**594.34**	**1.63**	**6.15**	**0.66**	**0.54**	**708.61**

Notes:

1. All movable and immovable (both tangible and intangible) assets are subject to charge created against term loans (refer note 10 (i) and 13 (i)).
2. The Group has not revalued its property, plant and equipments during the year.
3. Refer to note 28 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

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Particulars	As at March 31, 2024	As at March 31, 2023
2(ii) Capital work-in-progress (CWIP)		
Movement of capital work in progress		
Opening	105.40	129.02
Addition	808.86	365.12
Capitalised	(148.37)	(388.75)
Closing	**765.89**	**105.40**

Note: Borrowing costs of Rs 26.10 (Rs 15.58) capitalized on other items of property, plant and equipment under construction. (refer note 21)

CWIP ageing schedule as at March 31, 2024

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress					
Line 2 expansion project	739.79	23.19	-	-	762.98
Others	0.92	1.72	0.27	-	2.91
Total	**740.71**	**24.91**	**0.27**	**-**	**765.89**
Projects temporarily suspended	-	-	-	-	-

CWIP ageing schedule as at March 31, 2023

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress					
Roller press	24.37	-	-	-	24.37
VL8 clinker capacity enhancement	29.69	0.83	-	-	30.52
Line 2 expansion project	41.72	-	-	-	41.72
Others	6.59	2.16	0.03	-	8.79
Total	**102.37**	**3.00**	**0.03**	**-**	**105.40**
Projects temporarily suspended	-	-	-	-	-

There is no capital work-in progress, whose completion is overdue as compared to its original plan and has exceeded its cost compared to its original plan as at March 31, 2024 and March 31, 2023.

2(iii) Intangible assets

	Software	Mining rights	Mining development expense	Total
Cost				
As at April 1, 2022	1.19	65.52	7.19	73.90
Additions	0.19	-	12.20	12.39
As at March 31, 2023	**1.37**	**65.52**	**19.39**	**86.29**
Additions	0.28	-	15.40	15.68
As at March 31, 2024	**1.66**	**65.52**	**34.79**	**101.97**

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	Software	Mining rights	Mining development expense	Total
Amortisation				
As at April 1, 2022	1.00	0.05	0.68	1.73
Charge for the year	0.13	0.14	5.70	5.97
As at March 31, 2023	**1.12**	**0.19**	**6.38**	**7.70**
Charge for the year	0.22	0.36	21.59	22.17
As at March 31, 2024	**1.34**	**0.55**	**27.97**	**29.87**
Net Block				
As at March 31, 2024	**0.32**	**64.97**	**6.82**	**72.10**
As at March 31, 2023	**0.25**	**65.32**	**13.01**	**78.59**

Notes:

All movable and immovable (both tangible and intangible) assets are subject to charge created against term loans (refer note 10 (i) and 13 (i)).

The Group has not revalued other intangible assets during the year.

2(iv) Right-of-use-assets (ROU)

	Leasehold Land	Buildings	Vehicles	Total
As at April 1, 2022	**26.33**	**4.05**	**3.87**	**34.25**
Additions	-	2.57	1.79	4.35
Deletions	-	(1.63)	(0.45)	(2.08)
As at March 31, 2023	**26.33**	**4.98**	**5.21**	**36.51**
Additions	12.49	2.01	4.41	18.91
Deletions	-	(3.38)	(4.49)	(7.87)
As at March 31, 2024	**38.82**	**3.61**	**5.13**	**47.55**
Accumulated depreciation				
As at April 1, 2022	**6.29**	**2.97**	**2.18**	**11.47**
Charge for the year	2.10	1.04	0.96	4.10
Deletions	-	(1.24)	(0.28)	(1.52)
As at March 31, 2023	**8.38**	**2.77**	**2.86**	**14.04**
Charge for the year	3.39	1.16	1.33	5.88
Deletions	-	(2.59)	(2.72)	(5.31)
As at March 31, 2024	**11.77**	**1.34**	**1.47**	**14.61**
Net Block				
As at March 31, 2024	**27.04**	**2.27**	**3.66**	**32.94**
As at March 31, 2023	**17.95**	**2.21**	**2.34**	**22.47**

Note: The Group has not revalued ROU assets during the year.

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Particulars	As at March 31, 2024	As at March 31, 2023
2(v) Assets classified as held for sale		

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. As at each balance sheet date, the management reviews the appropriateness of such classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

Property, plant and equipment once classified as held for sale/distribution to owners are not depreciated or amortised.

During the year, the Company has sold assets having carrying amount of Rs. 0.12 (Rs. 0.05) on which profit of Rs. 7.58 (Rs. 4.79) has been recognised on the sale (refer note 17).

Assets held for sale	**-**	**0.12**

3. NON CURRENT FINANCIAL ASSETS
(Unsecured and considered good)

(i) Loans (carried at amortised cost)		
Loans to employees	1.63	1.24
	1.63	**1.24**
(ii) Other financial assets (carried at amortised cost) (Unsecured and considered good unless otherwise stated)		
Interest receivable	0.07	0.22
Subsidy/incentive receivables	0.34	0.28
Deposits with banks having remaining maturity of more than 12 months*	2.17	2.88
Security deposits	14.73	14.20
	17.31	**17.58**

* Represents deposits pledged with banks against bank guarantees Rs. 2.02 (Rs.2.05)

4. OTHER NON-CURRENT ASSETS
(Unsecured and considered good unless otherwise stated)

Capital advances		
Secured*	72.04	3.36
Unsecured, considered good	40.28	17.44
Prepayments	0.50	0.56
Deposit and balances with government departments and other authorities	0.09	0.58
	112.91	**21.94**

* Secured against bank guarentees

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Particulars	**As at March 31, 2024**	**As at March 31, 2023**
4(i). Income tax		
The major component of income tax expense for the year ended March 31, 2024:		
Statement of profit and loss:		
Current tax	57.02	1.93
Deferred tax expense	40.01	60.52
Current income tax adjustment relating to earlier years	(0.12)	-
Deferred tax adjustment relating to earlier years	0.03	(20.88)
Tax adjustments on account of changes in tax rate	-	17.27
Income tax expense reported in the statement of profit or loss	**96.94**	**58.84**
Other comprehensive income (OCI):		
Tax on defined benefits plan	0.02	(0.02)
Tax on cash flow hedge	(0.17)	-
Income tax expenses/(credit) in OCI	**(0.15)**	**(0.02)**
Income tax expense (net of OCI)	**96.79**	**58.82**
Reconciliation of tax expense and the accounting profit multiplied by the applicable tax rate(s) :		
Accounting profit before tax	385.07	239.73
Tax using the Company ‘s domestic rate	25.17%	25.17%
Computed expected tax expenses	96.92	60.34
Non-deductible expenses/(Non taxable income) for tax purposes:		
Non-deductable expenses	0.02	0.92
Elimination of subsidiary profit	-	(2.86)
Tax adjustments for earlier years (net of MAT credit reversal)	-	(20.88)
Tax adjustments on account of changes in tax rate	-	17.27
Reversal of additional depreciation and others due to new tax regime	-	2.21
Others	-	1.84
Tax expenses reported in the statement of profit and loss	**96.94**	**58.84**
Income tax expense reported in the statement of profit and loss for the current year	**96.94**	**58.84**

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(ii) Deferred tax:

For the year ended March 31, 2024

Significant component of deferred tax (assets) and liability	Opening balance as at April 1, 2023	Charged/ (credited) to statement of profit and loss	Charged/ (credited) to other comprehensive income	Closing balance as at March 31, 2024
Deferred tax assets				
Statutory dues and other items allowed on payment basis	(2.72)	0.35	-	(2.37)
Others	(0.36)	(4.95)	(0.15)	(5.47)
	(3.08)	**(4.61)**	**(0.15)**	**(7.85)**
Deferred tax liability				
Property, plant and equipment	36.51	31.43	-	67.94
Market-to-market gain on investment	-	1.82	-	1.82
Subsidy/ Incentives accrued but not received	16.37	11.10	-	27.47
Others	0.09	0.30	-	0.39
	52.97	**44.65**	**-**	**97.62**
Deferred tax liabilities (net)	**49.89**	**40.04**	**(0.15)**	**89.77**

For the year ended March 31, 2023

Significant component of deferred tax (assets) and liability	Opening balance as at April 1, 2022	Charged/ (credited) to statement of profit and loss	Charged/ (credited) to other comprehensive income	Closing balance as at March 31, 2023
Deferred tax assets				
Statutory dues and other items allowed on payment basis	(2.58)	(0.14)	-	(2.72)
Others	(42.86)	42.52	(0.02)	(0.36)
	(45.44)	**42.38**	**(0.02)**	**(3.08)**
Deferred tax liability				
Property, plant and equipment	35.70	0.81	-	36.51
Market-to-market gain on investment	2.54	(2.54)	-	-
Subsidy/ Incentives accrued but not received	-	16.37	-	16.37
Others	0.20	(0.11)	-	0.09
	38.44	**14.53**	**-**	**52.97**
Deferred tax liabilities (net)	**(7.00)**	**56.91**	**(0.02)**	**49.89**

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Particulars	As at March 31, 2024	As at March 31, 2023
Reflected in the balance sheet as follows:		
Deferred tax assets	(7.85)	(3.08)
Deferred tax liability	97.62	52.97
Deferred tax liabilities (net)	**89.77**	**49.89**

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

*During the year ended March 31, 2023, the Holding Company has elected to exercise the option of reduced tax rate permitted under Section 115BAA as per Income Tax Act, 1961. Consequently, net deferred tax charge of Rs. 17.27 has been recognized in tax expense as included under 'Tax adjustments on account of change in tax rate' which is on account of re-measurement of net deferred tax assets as at April 01, 2022; and MAT credit recoverable of Rs. 37.68 has been expensed off.

Unrecognised deferred tax assets

Deferred tax assets was not recognised in respect of the following items, because it was not probable that future taxable profit would be available against which the Group can use the benefits therefrom:

Particulars	As at March 31, 2024		As at March 31, 2023	
	Gross amount	Tax effect	Gross amount	Tax effect
Unused tax losses	1.00	0.25	1.00	0.25
Unabsorbed depreciation	0.99	0.25	1.48	0.37
Total	**1.99**	**0.50**	**2.48**	**0.62**

The expiry schedule of the above unrecognised losses is as follows:

Expiry date		
Within one to three years	-	-
Within three to five years	-	-
Above five years	0.25	0.25
Unlimited	0.25	0.37
Total	**0.50**	**0.62**

5. INVENTORIES

(At lower of cost and net realisable value)

Raw materials {includes goods in transit Rs. 5.58 (Rs.1.33)}	19.51	18.75
Work-in-progress	6.24	3.32
Finished goods {includes goods in transit Rs. 2.75 (Rs.1.85)}	9.76	3.98
Fuel {includes goods in transit Rs. 2.39 (Rs.NIL)}	63.28	53.85
Stores and spares {includes goods in transit Rs. 0.18 (Rs. 0.33)}	12.10	11.02
Packing materials {includes goods in transit Rs. 0.23 (Rs.Nil)}	2.75	2.75
Stock in trade	-	0.36
	113.64	**94.03**

Notes:

1. Net of provision for slow moving /obsolete or shortage amounting to Rs. 1.39 (Rs. 1.22) recognised as an expense and included in the Statement of profit and loss.
2. Refer note 33 for related party transactions

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Particulars	As at March 31, 2024	As at March 31, 2023
6. CURRENT FINANCIAL ASSETS		
(i) Investments (At fair value through profit and loss (FVTPL)		
Units of debt based schemes of various mutual funds (unquoted)	284.32	211.98
Commercial papers(quoted)	49.03	-
Corporate bonds (quoted)	536.26	33.41
Total	**869.61**	**245.39**
Aggregate amount of quoted investments and market value thereof	536.26	33.41
Aggregate amount of unquoted investments	333.34	211.98
Aggregate amount of impairment in value of investments	-	-
(ii) Trade receivables		
Receivables from others	78.92	58.40
Receivables from related parties	0.18	0.22
Total trade receivables	**79.10**	**58.62**
Break-up for security details :		
Trade receivables		
Secured, considered good	41.97	33.48
Unsecured, considered good	37.13	25.14
Unsecured, considered doubtful	0.31	0.24
	79.41	**58.86**
Less: Impairment allowance (allowance for doubtful receivables)	(0.31)	(0.24)
Total Trade receivables	**79.10**	**58.62**

Notes:

1. Trade receivables are non-interest bearing and are generally on terms of 0-21 days.
2. The Group does not have any unbilled and disputed trade receivables as at March 31, 2024 and March 31, 2023.
3. No trade or other receivable are due from directors or other officers of the Holding Company and its subsidiaries either severally or jointly with any person.For terms and conditions relating to related party receivable, refer note 33.
4. Secured by way of security deposits collected from customers or bank guarantees or letter of credit held against them.
5. For information on financial risk management objectives and policies, refer note 31.

Movement in the allowance for doubtful receivables as follows:	As at March 31, 2024	As at March 31, 2023
Opening Balance	0.24	0.16
Amount provided for during the year (net)	0.07	0.08
Amount written off during the year	-	-
Closing balance	**0.31**	**0.24**

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Particulars	**As at March 31, 2024**	**As at March 31, 2023**

Trade receivable ageing as at March 31, 2024

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables – considered good	71.03	8.07	-	-	-	-	79.10
ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables – credit impaired	-	-	-	0.15	-	0.16	0.31
Total as on March 31, 2024	**71.03**	**8.07**	**-**	**0.15**	**-**	**0.16**	**79.41**

Trade receivable ageing *as at March 31, 2023*

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i) Undisputed Trade receivables – considered good	51.22	6.09	1.09	0.24	-	-	*58.63*
ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed Trade Receivables – credit impaired	-	-	0.08	-	-	0.16	*0.24*
Total as on March 31, 2023	***51.22***	***6.09***	***1.17***	***0.24***	***-***	***0.16***	***58.86***

(iii) Cash and cash equivalents

Balances with banks:		
- In current accounts	17.09	3.16
- In deposit accounts with original maturity of less than three months ^	14.20	4.15
	31.29	**7.31**

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Particulars		As at March 31, 2024		As at March 31, 2023
(iv) Bank balances other than cash and cash equivalents				
- In deposit accounts with remaining maturity of less than 12 months ^*		201.25		12.94
		201.25		**12.94**

Note :

^Short-term deposits are made for varying periods of between one day and twelve months, depending on the immediate cash requirements of the Group and on interest at the respective short-term deposit rates ranging from 3.00% -7.00%.

*Includes Rs.0.13 (Rs.0.21), deposit kept with banks against bank guarantees.

The Group has available Rs 132.39 (Rs 32.10) of undrawn committed borrowing facilities.

Particulars		As at March 31, 2024		As at March 31, 2023
(v) Loans (carried at amortised cost) (Unsecured and considered good)				
Loan to employees		1.33		1.54
		1.33		**1.54**
(vi) Other financial assets (carried at amortised cost)				
(Unsecured and considered good unless otherwise stated)				
Interest receivable		36.41		2.83
Subsidy/incentive receivable				
- Unsecured, considered good	108.87		64.81	
- Unsecured, considered doubtful	0.47		0.47	
	109.34		65.28	
Less: Impairment allowance	(0.47)	108.87	(0.47)	64.81
Other receivables		3.50		2.19
Security deposits		0.03		0.03
		148.81		**69.86**
7. OTHER CURRENT ASSETS (Unsecured and considered good)				
Advances other than capital advances				
Advances		13.81		4.58
Prepayments		3.73		3.62
Deposits and balances with government departments and other authorities		113.90		7.67
		131.44		**15.87**

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8. SHARE CAPITAL

	March 31, 2024		March 31, 2023	
	Number of shares	Amount	Number of shares	Amount
Authorised :				
Equity shares of Rs. 10 each	2,43,00,00,000	2,430.00	1,43,00,00,000	1,430.00
Preference shares of Rs.10 each	7,00,00,000	70.00	7,00,00,000	70.00
	2,50,00,00,000	**2,500.00**	**1,50,00,00,000**	**1,500.00**
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each	1,89,20,11,480	1,892.01	35,87,86,480	358.79
	1,89,20,11,480	**1,892.01**	**35,87,86,480**	**358.79**

a. Reconciliation of issued,subscribed and fully paid up equity shares outstanding at the beginning and at the end of the year

	March 31, 2024		March 31, 2023	
	Number of shares	Amount	Number of shares	Amount
At the beginning of the year	35,87,86,480	358.79	35,87,86,480	358.79
Shares issued during the year*	1,53,32,25,000	1,533.22	-	-
At the end of the year	**1,89,20,11,480**	**1,892.01**	**35,87,86,480**	**358.79**

* The Board of Directors of the Holding Company at its meeting held on August 01, 2023, approved a Rights issue of 220.31 crores equity shares at Rs. 10 each for cash at par to the shareholders of the Company in the ratio of 49 equity shares for every 10 equity shares held on the record date July 29, 2023. The rights issue opened for subscription on August 05, 2023 and concluded on August 12, 2023. Further, out of the 220.31 crores equity shares offered, 153.65 crores equity shares were subscribed. The Holding Company allotted and issued 153.32 crores equity shares amounting to Rs. 1,533.23 crores and rejected 0.33 crores equity shares amounting to Rs. 3.24 crores as the same was not made in terms of letter of offer i.e., shareholding must be in dematerialized form.

b. Terms/ rights attached to equity shares

The Parent Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The Parent Company and its Subsidiary Companies have not declared any dividend in the current year and previous year.

c. Equity shares held by intermediate holding company

	March 31, 2024		March 31, 2023	
	Number of shares	Amount	Number of shares	Amount
Dalmia Cement (Bharat) Limited(DCBL) (including its nominees)	1,74,52,71,888	1,745.27	21,52,71,888	215.27

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Particulars	As at March 31, 2024	As at March 31, 2023

d. Details of shareholders holding more than 5% shares in the company

	March 31, 2024		March 31, 2023	
Equity shares of Rs. 10 each fully paid	**Number of shares**	**% holding**	**Number of shares**	**% holding**
Dalmia Cement Bharat Limited(DCBL)	1,74,52,71,888	92.24%	21,52,71,888	60.00%
Haigreve Khaitan (Escrow Account - DCBL)	5,74,05,837	3.03%	5,74,05,837	16.00%
Haigreve Khaitan (Escrow Account - Bawri Group)	2,05,33,729	1.09%	2,05,33,729	5.72%

List of promoters holding share as at March 31, 2024 and *as at March 31, 2023*

Shares held by promoters at the end of the Year				
Promoter's name*		**Number of Shares**	**% of total shares**	**% Change during the year**
Dalmia Cement (Bharat) Limited	March 31, 2024	1,74,52,71,888	92.24%	32.24%
	March 31, 2023	*21,52,71,888*	*60.00%*	
Haigreve Khaitan (Escrow Account - DCBL)	March 31, 2024	5,74,05,837	3.03%	-12.97%
	March 31, 2023	*5,74,05,837*	*16.00%*	

9. OTHER EQUITY

Money received against share warrant	0.01	0.01
Other reserves		
Contribution from shareholders (financial guarantee)-issued by DCBL on behalf of the Holding Company	2.98	2.98
Capital reserve	8.67	8.67
Retained earnings		
Balance as per last financial statements	111.56	(68.95)
Profit for the year	286.93	180.51
Net surplus in the statement of profit and loss	**398.49**	**111.56**
Other equity attributable to owners of Holding Company	**410.15**	**123.22**

<u>**Description of nature & purpose of each reserve**</u>

Money received against share warrant:- *During the earlier years, the Parent Company had received Rs. 0.01 from Dalmia Cement (Bharat) Ltd. (DCBL) as application money towards share warrants. In terms of the agreement dated January 16th, 2012, between DCBL and Bawri Group, erstwhile promoter, the above share warrants, in case of non-fulfilment of certain specific project conditions by the Bawri Group, would be converted into such number of equity shares that post conversion, the share of DCBL in the Holding Company becomes 99%. Refer note 29(c) for details.

Other Reserves:- The Holding Company, had given the Corporate guarantee against the loan of Axis Bank. In Financial year 2016-17, the same has been recognised as contribution from shareholders (Financial guarantee) during adoption of Ind AS for the first time.

Capital Reserves:- Capital reserve mainly encludes reserve created pursuant to acquisition of Subsidiaries.

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Retained earnings - Retained earnings are the profits that the company has earned till date, less any transfers to general reserve , dividends or other distributions paid to shareholders. Retained earnings is a free reserve available to the company.

10. FINANCIAL LIABILITIES

(i) Borrowings (at amortised cost)

	Rate of Interest %	Maturity	As at March 31, 2024	As at March 31, 2023
Term loan from related parties (secured) (refer note 33) *				
Dalmia Cement (Bharat) Ltd (DCBL) (Rs.186.77)#	1 Yr Axis MCLR plus 150 bps	January 2024	-	49.78
Dalmia Cement (Bharat) Ltd (Rs. 47.92)#	1 Yr Axis MCLR plus 150 bps	March 2027	-	29.20
Dalmia Cement (Bharat) Ltd (Rs. 60.00)#	1 Yr Yes Bank MCLR plus 80 bps	December 2027	-	37.50
IndusInd Bank Limited Term Loan***	3 Month Treasury Bill plus 145bps	June 2038	375.00	-
Less:Transaction cost adjustment			(0.87)	(0.54)
Less: Shown in current maturities of long term borrowings (refer note 13(i))			**-**	**59.78**
			374.13	**56.16**
Inter Corporate Deposits (Unsecured) (refer note 33)				
Dalmia Power Ltd (DPL) **	3 Month Axis MCLR plus 185 bps	March 2027	-	393.03
			-	**393.03**
Total Non Current Borrowings			**374.13**	**449.19**

* Term loans are secured by the mortgage and first charge on all the movable and immovable properties (both tangible & intangible assets) of the Parent, both present and future, and a second charge on all other assets, trade receivables and inventories of the parent. These loans (except Yes bank and Axis bank (FTL-5) loan) are also secured by/ to be pledge of Rs.4.38 (Rs. 4.38) equity shares of the Parent Company held by the erstwhile promoters, their relatives, subsidiary and step-down subsidiary of the Parent Company. Besides, the above loans are additionally secured by the corporate guarantee of subsidiary and step-down subsidiary. All the above charges rank pari- passu inter-se amongst various lenders.

Term Loans contain certain debt covenants relating to limitation on indebtedness, total debt to tangible net worth ratio and debt service coverage ratio. The limitation on indebtedness covenant gets suspended if the Parent Company meets certain prescribed criteria. The debt covenant related to limitation on indebtedness remained suspended as of the date of the authorisation of the financial statements. The Parent Company has also satisfied all other debt covenants prescribed in the terms of loans.

**During the last year, Parent Company has requested DPL to change its payment terms from repayable on demand to repayable as per agreed schedule starting from FY 2025-26, after considering the cash outflow in outcoming expansion projects in Umarsnghsu and lanka. Pursuant to this, addendum to the novation agreement (dated November 10, 2020) was signed on March 29, 2023.

***During the current year, Parent Company has taken fresh term loan of Rs. 375 from IndusInd Bank Limited, which is repayable in 48 instalments starting from 30 Sept, 2026 to 30 June 2038. All the movable and immovable fixed assets of Lanka and Umranshu plant of the company is pledged against the term loan on first pari passu charge basis. Minimum Fixed Asset coverage Ratio (FACR) to be maintained at 1.2 times and the Loan is secured by corporate guarantee of Dalmia Cement (Bharat) Limited.

During the financial year 2018-19, DCBL had taken over Loan from Axis Bank, Yes Bank, Oriental Bank of Commerce, Indian Overseas Bank and Exim after entering into Novation agreement with Parent Company and

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two subsidiaries along with the respective Banks.The terms of Security and repayment remains the same for Holding company and two other subsidiary companies towards Dalmia Cement (Bharat) Limited as was the case with the respective banks.

The summary of such loans bank wise with novation agreement date and buy out amount given by DCBL is given below.

Particulars	**Terms of repayment and security**
Axis Bank FTL1, FTL2, FTL3, FTL4	Fresh Term Loan (FTL) Repayable in 37 structured Periodly instalments starting from January 1, 2015 to January 1, 2024First Pari passu charge on entire property, plant and equipment (immovable and movable assets), both present and future, having priority over existing charge holders. First Pari passu charge on all intangible assets, both present and future, having priority over existing charge holders, but not limited to goodwill, trademark and patents and undertakings. Second pari-passu charge on all other assets. Priority over existing lenders on the cash flows of the Company towards repayments. Pledge of shares of the Parent Company held by the promoters—Bawri Group (15.92% stake after entry of Dalmia Group). During the year Parent Company has fully repaid FTL1 and partially repaid other term loans.
Axis Bank FTL5	Fresh Term Loan (FTL) repayable in 36 structured Periodly instalments starting from March 31, 2018 to March 31, 2027. First Pari passu charge on entire property, plant and equipment (immovable and movable assets), both present and future, having priority over pre-CDR lenders of Rs. 277 crores. First Pari passu charge on all intangible assets, both present and future, including but not limited to goodwill, trademark and patents and undertaking having priority charge over pre-CDR lenders of Rs.277 crores. Second pari-passu charge on the entire current assets. Priority over existing lenders on the cash flows of the Parent Company towards repayments.
Yes Bank	Fresh Term Loan (FTL) Repayable in 36 structured Periodly instalments starting from January 1, 2019 to December, 2027. First Parri passu charge over all the movable and immovable Property, Plant and Equipment and Intangible assets of the company at par with Phase II lenders for Rs. 302 loans and having priority charge over Phase I lenders of Rs. 277 (both present and future). First Parri Passu Charge on all the cash flows of the Company towards repayments at par with Phase II lenders for Rs. 302 loans and having priority charge over Phase I lenders of Rs. 277 (Both present and future). Second parri-passu on all the other assets, trade receivables and inventories.
Axis Bank, Yes Bank, Oriental Bank of Commerce, Indian Overseas Bank and Exim Bank	The Parent Company had novated Term Loans amounting to Rs 202.09 from various banks to DCBL in FY 2018-19 and FY 2019-20. The said Loans have been fully repaid in previous years.

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Particulars	As at March 31, 2024	As at March 31, 2023
11. PROVISIONS		
Mining reclamation*	6.41	3.82
Gratuity (refer note 26)	6.92	6.12
Leave encashment	1.04	1.20
Other Provision	0.36	-
	14.73	**11.14**
***Mining reclamation (refer note 25(iv))**		
At the beginning of the year	**3.83**	**4.15**
Additions	2.37	-
Reversal	-	(0.38)
Utilised	(0.23)	-
Interest on Unwinding	0.44	0.05
At the end of the year	**6.41**	**3.83**
12. GOVERNMENT GRANT (Deferred capital investment subsidy)		
Opening	23.90	30.03
Recoupment during the year (refer note 22)	(3.84)	(6.12)
Closing	**20.06**	**23.90**
Current	**1.07**	**10.57**
Non current	**18.99**	**13.33**
13. FINANCIAL LIABILITIES		
(i) Borrowings (at amortised cost) (refer note 33)		
Loan from others*^	7.41	7.41
Current maturities of long term borrowings (refer note 10(i))	-	59.78
Total borrowings	**7.41**	**67.19**

* Loans are repayable on demand and carry interest @ 18% p.a. (9.15%-18% p.a.)

^ The Group has not paid the principal along with interest (classified in current borrowings and other current liabilities below) of Rs. 28.85 to Saroj Sunrise Private Limited ('SSPL') and Rs. 4.31 to J.C Textiles Private Limited ('JCTPL') due to dispute between the Dalmia Cement (Bharat) Limited, the Holding Company and Bawri Group (SSPL and JCTPL forming part of Bawri Group). Refer note 29(c) for further details on dispute with Bawri Group.

Particulars	As at March 31, 2024	As at March 31, 2023
(ii) Trade payables (at amortised cost)		
Total outstanding dues of micro enterprises and small enterprises (refer note 34)	3.08	6.46
Total outstanding dues of creditors other than micro enterprises and small enterprises	113.33	95.99
Trade payables to related parties (refer note 33)	6.16	4.85
	122.57	**107.30**

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Particulars	As at March 31, 2024	As at March 31, 2023

Terms and conditions of the above financial liabilities:

Trade payables are non-interest bearing and are normally settled on 30-60-day terms. For explanations on the companies credit risk management processes, refer note 31.

Trade payables ageing schedule as at March 31, 2024

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	3.08	-	-	-	-	**3.08**
(ii) Others	21.85	86.70	9.15	1.35	0.36	0.06	**119.47**
(iii) Disputed dues- MSME	-	-	-	-	-	-	**-**
(iv) Disputed dues- Others	-	0.02	-	-	-	-	**0.02**
Total as on March 31,2024	**21.85**	**89.80**	**9.15**	**1.35**	**0.36**	**0.06**	**122.57**

Trade payables ageing schedule as at March 31, 2023

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	6.46	-	-	-	-	**6.46**
(ii) Others	13.62	76.89	10.13	0.15	-	-	**100.80**
(iii) Disputed dues- MSME	-	-	-	-	-	-	**-**
(iv) Disputed dues- Others	-	0.04	-	-	-	-	**0.04**
Total as on March 31,2023	**13.62**	**83.40**	**10.13**	**0.15**	**-**	**-**	**107.30**

(iii) Other financial liabilities

	March 31, 2024	March 31, 2023
Interest accrued but not due on borrowings*	5.04	2.39
Interest accrued and due on borrowings*	20.71	20.71
Security deposit received	62.93	63.15
Employee accrued liability	3.43	3.38
Interest payable on others	1.25	1.17
Liability for capital expenditure (refer note 33 and 34)	87.06	41.29
Rebate to customer	21.95	20.18
Financial liabilities at fair value through OCI (refer note 31(b))** Cash flow hedges - foreign currency forward contracts	1.05	0.00
	203.42	**152.27**

* refer note 13(i)

** Financial liabilities at fair value through OCI reflect the change in fair value of foreign currency forward contracts, designated as cash flow hedges to hedge highly probable future purchases in USD, GBP and EURO.

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Particulars	As at March 31, 2024	As at March 31, 2023
14. PROVISIONS		
Gratuity (refer note 26)	1.10	0.63
Leave encashment	0.25	0.26
Export promotion capital goods (EPCG) (refer note below)	-	1.73
	1.35	**2.62**
Provision for EPCG		
At the beginning of the year	1.73	1.65
Created during the year	-	0.08
Released to statement of profit and loss	(1.73)	-
At the end of the year	**-**	**1.73**
15. OTHER CURRENT LIABILITIES		
Liability towards dealer incentive	13.07	7.84
Advance from customers*	17.27	15.38
Other liabilities		
Statutory dues	39.03	39.76
Others	0.69	0.69
	70.06	**63.67**

*Includes Rs NIL (Rs. 0.01) from related parties (refer note 33).

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
16. REVENUE FROM OPERATIONS		
A. Revenue from contract with customers		
Sale of products *		
- Cement and its related products	1,280.78	1,156.41
- Power	0.21	-
	1,280.99	**1,156.41**
B. Other operating income:		
Subsidy on sale of finished goods	156.08	104.60
Scrap sale	1.78	2.82
Other operating revenue	0.96	2.80
Sub total (B)	**158.82**	**110.22**
Total revenue from operation (A+B)	**1,439.81**	**1,266.63**

*Includes Rs. 38.10 (Rs. 72.99) to related parties (refer note 33).

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Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Notes:		
a. Revenue from contracts with customers disaggregated based on nature of product or services:		
Sale of products		
Cement and its related products	1,280.78	1,156.41
Power	0.21	-
Total sale of products	**1,280.99**	**1,156.41**
Total revenue from contracts with customers	**1,280.99**	**1,156.41**
Reconciliation of revenue as per contract price and as recognised in statement of profit and loss:		
Revenue as per contract price	1,358.65	1,228.23
Less: Discounts and incentives	(77.66)	(71.82)
	1,280.99	**1,156.41**
Set out below is the revenue from contracts with customers and reconciliation to profit and loss account		
Total revenue from contracts with customers	1,280.99	1,156.41
Add: Items not included in disaggregated revenue:		
Scrap Sale	1.78	2.82
Other operating revenue	157.04	107.40
Revenue as per the statement of profit and loss	**1,439.81**	**1,266.63**
b. Contract balances		
The following table provides information about contract liabilities and receivables from contracts with customers:		
Contract liabilities :		
Advances received from customers (refer note 15)	17.27	15.38
Rebate to customers (refer note 13(iii))	21.95	20.18
Receivables:		
Trade receivables (refer note 6(ii))	79.10	58.62

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Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
17. OTHER INCOME		
Gains/ (losses) on financial instruments measured at fair value through profit or loss (net):		
Profit on sale of investments (net)	30.60	17.52
On change of fair value of investments measured at FVTPL	5.44	(5.15)
Profit on sale of asset classified as held for sale	7.58	4.81
Foreign exchange fluctuation (net)	(0.22)	(0.08)
Interest income on		
- Financial assets at amortised cost	0.33	0.33
- Bank deposits	10.86	0.35
- Security Deposits	0.97	0.71
- Income tax refund	0.28	0.68
- Others	17.84	1.69
Miscellaneous receipts	1.79	0.67
	75.47	**21.53**
18. COST OF RAW MATERIALS CONSUMED		
Inventory at the beginning of the year	18.75	4.05
Add: Purchases*	244.60	208.06
	263.35	212.11
Less: Inventory at the end of the year	19.51	18.75
	243.84	**193.36**

* Includes Rs.46.14 (Rs. 38.60) from related parties (refer note 33)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
19. CHANGE IN INVENTORIES OF FINISHED GOODS, STOCK IN TRADE AND WORK IN PROGRESS		
Finished goods		
- Closing stock	9.76	3.98
- Opening stock	3.98	4.65
	(5.78)	**0.67**
Work-in-process		
- Closing stock	6.24	3.32
- Opening stock	3.32	4.73
	(2.92)	**1.41**
Traded goods		
- Closing stock	-	0.36
- Opening stock	0.36	0.36
	0.36	**(0.00)**
Net (increase)/ decrease in inventories	**(8.34)**	**2.08**

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Particulars	**For the year ended March 31, 2024**	**For the year ended March 31, 2023**
20. EMPLOYEE BENEFITS EXPENSES		
Salaries, wages and bonus*	41.14	40.28
Contribution to provident and other funds	1.94	1.93
Gratuity expense (refer note 26)	0.74	0.67
Workmen and staff welfare expenses	4.10	4.02
	47.92	**46.90**
* Refer note 33 for related party transactions		
21. FINANCE COST		
Interest		
- On Inter corporate deposits (refer note 33)	2.66	40.60
- On term loans (refer note 33)	40.89	15.30
- On defined benefit obligation (refer note 26)	0.46	0.39
- On lease liability (refer note 27)	0.62	0.36
- On income tax balances	1.55	-
- Unwinding of interest	0.44	0.05
- Others	3.46	2.53
Other borrowing cost	2.25	0.27
Less: Cost allocated to Capital work-in-progress (refer note 38)	(26.15)	(15.58)
	26.18	**43.91**
22. DEPRECIATION AND AMORTIZATION EXPENSE		
Depreciation on property, plant and equipment	121.71	126.93
Amortisation of intangible assets	22.17	5.99
Depreciation on right-of use assets (refer note 27)	5.88	4.10
Less: Adjusted against recoupment from deferred capital investment subsidy (refer note 12)	(3.84)	(6.12)
Less: Cost allocated to Capital work-in-progress (refer note 38)	(2.09)	-
	143.83	**130.90**
23. OTHER EXPENSES		
Packing expenses	30.60	30.04
Consumption of stores and spares parts*	4.82	6.09
Payment to contractor expenses	19.22	17.60
Repairs and maintenance*		
Plant and machinery	12.26	8.39
Buildings	1.90	0.43
Others	1.01	1.45
Rent	0.95	1.00
Rates and taxes	1.33	1.29
Insurance	2.38	1.91
Management service charges*	31.82	20.59

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Particulars	**For the year ended March 31, 2024**	**For the year ended March 31, 2023**
23. OTHER EXPENSES *(CONTD.)*		
Bank charges	0.16	0.31
Depot expenses	5.31	4.13
Telephone and communication	0.62	0.64
Legal and professional charges	3.65	1.36
Travelling and conveyance*	5.55	5.19
Advertisement and sales promotion	8.88	10.16
Sales commission	10.62	8.19
Charity and donations	-	1.53
Provision for doubtful debts/advances	0.04	0.08
Payments to auditors	0.48	0.55
Impairment allowance	0.08	0.47
Corporate social responsibility (CSR) expenses#	1.28	0.09
Security charges	5.55	5.36
Materials handling charges	7.77	7.09
Branding fees*	3.27	2.94
Miscellaneous expenses*	3.78	4.94
	163.33	**141.82**
* Refer note 33 for related party transactions		
#Details of CSR expenditure (refer note 33)		
a) Gross amount required to be spent during the year	**1.28**	**0.09**
b) Amount spent during the year		
i) Construction/acquisition of any asset*	-	-
ii) On purpose other than above	0.37	1.00
c) Excess amount spent on CSR as per section 135(5) of Companies Act, 2013:		
Opening balance	0.91	-
Amount required to be spent during the year	1.28	0.09
Amount spent during the year	0.37	1.00
Closing balance carry forward to next year	-	0.91
(d) Total of previous years shortfall	-	-
(e) Reason for shortfall	-	-
(f) Nature of CSR activities	Social Infrastructure Project and Livelihood Project	Social Infrastructure Project and Livelihood Project
24. BASIC AND DILUTED EARNING PER SHARE (EPS)		
Net profit for calculation of basic and diluted EPS	288.13	180.89
Total number of equity shares outstanding at the end of the period	1,89,20,11,480	35,87,86,480
Weighted average number of equity shares in calculating basic and diluted EPS*	1,33,06,66,808	35,87,86,480
Basic and Diluted EPS (Rs.)	**2.17**	**5.03**

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25. DISCLOSURE OF SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Group's 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.

Judgements

In the process of applying the Group's accounting policies, management has made the following judgement, which have the most significant effect on the amounts recognised in the consolidated financial statements:

(i) Determining the lease term of contracts with renewal and termination options - Company as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g. construction of significant leasehold improvements or significant customisation to the leased asset).

(ii) Litigations and contigencies

In the normal course of business, contingent liabilities may arise from litigation, taxation and other claims against the Group. A provision is recognised when the Group has a present obligation as a result of past events and it is probable that the Group will be required to settle that obligation.

Where it is management's assessment that the outcome cannot be reliably quantified or is uncertain, the claims are disclosed as contingent liabilities unless the likelihood of an adverse outcome is remote. Such liabilities are disclosed in the notes but are not provided for in the financial statements. When considering the classification of legal or tax cases as probable, possible or remote, there is judgement involved. This pertains to the application of the legislation, which in certain cases is based upon management's interpretation of specific applicable law, and the likelihood of settlement. Management uses in-house and external legal professionals to make informed decision.

Although there can be no assurance regarding the final outcome of the legal proceedings, the Group does not expect them to have a materially adverse impact on the Group's financial position or profitability. These are set out in note 29.

Estimates and assumptions

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 assets and liabilities within the next financial year, are described below. The Group 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 Group. Such changes are reflected in the assumptions when they occur.

(i) Income taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

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To determine the future taxable profits, reference is made to the latest available profit forecasts. The Group is having unabsorbed depreciation and business losses that may be used to offset taxable income.

Uncertainties exist with respect to the interpretation of tax provisions, changes in tax laws, and the amount and timing of future taxable income. Given that differences may arise between the actual results and the assumptions made, or future changes to such assumptions and may necessitate future adjustments to tax income and expense already recorded, the Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax assessments and differing interpretations of tax provisions by the taxable entity and the tax authority.

(ii) Defined benefit plan (gratuity benefits)

The cost of the defined benefit gratuity plan 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. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on mortality rates from Indian Assured Lives Mortality 2012-14. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

Further details about the defined benefit plans are given in note 26.

(iii) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values at each reporting date. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 30(a) and 30(b) for further disclosures.

(iv) Provision for mining reclamation

The Group has recognised a provision for mines reclamation based on its best estimates. In determining the fair value of the provision, assumptions and estimates are made in relation to the expected future inflation rates, discount rate, expected cost of reclamation of mines, expected balance of reserves available in mines and the expected life of mines. The carrying amount of the provision as at March 31, 2024 is Rs. 6.41 (March 31, 2023: Rs. 3.82). The Group calculates the provision using the Discounted Cash Flow (DCF) based on discount rate of 7.09% p.a to 7.32%. (March 31, 2023: 7.32% p.a.). Details of such provision are disclosed in note 11.

(v) Revenue from contracts with customers – Non-cash incentives given to customers

The Group estimates the fair value of non cash discount awarded by applying market rate. The assumption for determining fair value of non cash schemes is based on the market rate of such schemes. As at March 31, 2024, the estimated revenue deferred towards non cash discount amounted to approximately Rs. 13.07 (Rs. 7.84) (Refer note 15).

Change in assumptions for estimating fair value of non-cash incentives does not have any significant impact on income statement.

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(vi) Property, plant and equipment

The Group 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 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.

During the year ended March 31, 2024, the Group has re-evaluated :

(a) The pattern of economic benefits derived from Property, plant and equipment ('PPE') of the Group and based on such technical evaluation, the management has decided to change the method of providing depreciation on PPE situated at the above mentioned units, from written down value method to straight line method with effect from January 01, 2024.

(b) The salvage value of the building and plant & equipment from 1% to 5% with effect from January 01, 2024 and accounted as change in accounting estimate in accordance with Ind-AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors.

Consequent to the above chanages, depreciation charged for the year ended March 31, 2024 is lower by Rs. 31.76.

As above change will have an impact on future acquired assets also, accordingly, it is not practically possible to calculate correct future impacts.

(vii) Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived based on remaining useful life of the respective assets. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

There are no impairment losses recognized for the years ended March 31, 2024 and March 31, 2023 (refer note 36).

(viii) Subsidies receivable

The Group is entitled to various subsidies from Government in the form of government grant and recognise amount receivable from government as subsidy receivable when the Group is entitled to receive it to match them with expenses incurred for which they are intended to compensate. The Group records subsidy receivable by discounting it to its present value. The Group uses assumptions in respect of discount rate and estimated time for receipt of funds from government. The Group reviews its assumptions periodically, including at each financial year end.

(ix) Impairment of financial assets

The impairment provisions for financial assets and non-current investment disclosed in Note 3 and 6 are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

26. EMPLOYEE BENEFITS PLANS

Defined contribution plans

The Group makes contribution towards employees' provident fund and employees' deposit linked insurance scheme for qualifying employees. Under the schemes, the Group is required to contribute a specified percentage of payroll cost, as specified in the rules of the schemes, to these defined contribution schemes.

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The Group has recognised for contributions to these plans in the statement of profit and loss as under:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Group's contribution to provident fund and other funds	1.94	1.93
Total	**1.94**	**1.93**

Defined benefits plans (Gratuity)

The Group has a defined benefit gratuity plan. The gratuity is governed by the Payment of Gratuity Act 1972. Under the Act employee who has completed five years of service is entitled to gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The Group makes provision of such gratuity liability in the books of account on the basis of actuarial valuation carried out by an independent actuary.

The following tables summarize the components of net employee benefit expenses recognized in the Statement of profit and loss.

Total amount recognised in balance sheet and the movement in the net defined obligation over the year are as follows:

Particulars	Amount
April 1, 2022	5.87
Current service cost (including Acquisition Adjustment on account of transfer of employees)	0.67
Interest cost	0.39
Total amount recognised in statement of profit and loss	**1.06**
Remeasurements	
Actuarial changes arising from changes in financial assumptions	0.10
Actuarial changes arising from experience adjustments	0.07
Actuarial changes arising from changes in demographic assumptions	(0.03)
Total amount recognised in other comprehensive income - (gain)	**0.14**
Benefits paid	(0.29)
Transfer in/(out)	(0.02)
March 31, 2023	**6.75**
April 01, 2023	**6.75**
Acquisition adjustment on account of transfer of employees	(0.60)
Sub total (A)	**6.15**
Current service cost (Rs. 0.07 Capitalised in current Financial Year)	0.81
Interest cost (Rs. 0.04 Capitalised in current Financial Year)	0.50
Total amount recognised in statement of profit and loss	**1.31**
Remeasurements	
Actuarial changes arising from changes in financial assumptions	0.14
Actuarial changes arising from experience adjustments	(0.21)
Actuarial changes arising from changes in demographic assumptions	(0.04)
Total amount recognised in other comprehensive income- loss/(gain)	**(0.11)**
Benefits paid	(0.54)
Transfer in/(out)	1.21
March 31, 2024	**8.02**

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Particulars	As at March 31, 2024	As at March 31, 2023
Current	1.10	0.63
Non-current	6.92	6.12
	8.02	**6.75**

The principal assumptions used in determining gratuity and other defined benefits for the group are shown below:

Particulars	Gratuity	
	March 31, 2024	March 31, 2023
	%	%
Discount rate	7.15	7.40
Future salary increment	7.00	7.00

Quantitative sensitivity analysis for significant assumption of Gratuity as at March 31, 2024 and March 31, 2023 is as shown below:

Particulars	March 31, 2024		March 31, 2023	
Defined benefit obligation (base)	**8.02**		**6.75**	
	Decrease	**Increase**	**Decrease**	**Increase**
Discount rate (-/+1%)	8.55	7.56	7.28	6.27
% change compared to base due to sensitivity	6.50%	-5.80%	7.80%	-6.90%
Salary growth rate (-/+1%)	7.55	8.55	7.28	6.27
% change compared to base due to sensitivity	-5.90%	6.50%	-7.00%	7.80%
Attrition rate (-/+1%)	8.03	8.01	6.70	6.77
% change compared to base due to sensitivity	0.10%	-0.20%	-0.70%	0.40%
Mortality rate (-/+1%)	8.03	8.03	6.75	6.75
% change compared to base due to sensitivity	0.00%	0.00%	0.00%	0.00%

Demographic assumption - Gratuity

Particulars	As on	
	March 31, 2024	March 31, 2023
Mortality rate (% of IALM 2012-14))	100%	100%
Normal retirement age	60 years	60 years
Withdrawal rates based on age: (per annum)	10.00%	7.44%

	As on	
The following is the maturity profile of defined benefit obligation	**March 31, 2024**	**March 31, 2023**
Weighted average durations (based on discounted cash flows)	**6 to 14 years**	**6 to 14 years**
Expected cash flows over the next (valued on undiscounted basis)	**Amount**	**Amount**
Within the next 12 months (next annual reporting period)	1.10	0.63
Between 2 and 5 years	4.23	2.97
Between 6 and 10 years	3.37	3.08
Beyond 10 years	4.94	6.62

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Risk Exposure

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary over time. Thus, the Group is exposed to various risks in providing the above gratuity benefit which are as follows:

Interest rate risk: The plan exposes the Grop to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

Liquidity risk: This is the risk that the Group is not able to meet the short-term gratuity payouts. This may arise due to non availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

Salary escalation risk: The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic risk: The Group has used certain mortality and attrition assumptions in valuation of the liability. The Group is exposed to the risk of actual experience turning out to be worse compared to the assumption.

27. LEASES

Company as a lessee

The Group has lease contracts for leasehold land, various buildings (godowns, office, record room and knowledge centre) and vehicles used in its operations. Lands have lease terms between 20-30 years, various building generally have lease terms between 2 and 12 years, while office premises have lease term of 3 years and vehicles used in car hire arrangement generally have lease terms between 2 and 5 years. The Group's obligations under its leases are secured by the lessor's title to the leased assets. Generally, the Group is restricted from assigning and subleasing the leased assets.

The Group also has certain leases of various buildings with lease terms of 12 months or less. The Group applies the 'short-term lease' recognition exemptions for these leases.

Set out below are the carrying amounts of lease liabilities and the movements during the year:

Particulars	March 31, 2024	March 31, 2023
Opening lease liabilities	4.84	3.02
Additions	6.42	4.35
Deletion	2.90	0.61
Accruals of interest	0.62	0.36
Payments	2.76	2.28
Closing lease liabilities	**6.22**	**4.84**
Current	2.40	1.69
Non Current	3.82	3.15
	6.22	**4.84**

The effective interest rate for lease liabilities is ranging from 8% to 10%, with maturity between 2024-2033.

The following are the amounts recognised in profit or loss:

Particulars	March 31, 2024	March 31, 2023
Depreciation expense on right-of-use assets (refer note 22)	5.88	4.10
Interest expense on lease liabilities (refer note 21)	0.62	0.36
Expense relating to short-term leases (refer note 23)	0.95	1.00
Total amount recognised in the Statement of Profit and Loss	**7.45**	**5.45**

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The Group has entered into various lease/license agreements for leased/licensed premises, which expire at various dates over the next twelve years. There are no contingent lease/license fees payments. The details of the contractual maturities of lease liabilities on an undiscounted basis are as follows :

Particulars	March 31, 2024	March 31, 2023
(i) not later than one year	2.89	2.02
(ii) later than one year and not later than five years	3.70	3.38
(iii) later than five years	0.02	0.02

Amounts recognised in statement of cash flows:

Particulars	March 31, 2024	March 31, 2023
Total cash outflow for leases	(2.77)	(2.28)

28. CAPITAL AND OTHER COMMITMENTS

Particulars	March 31, 2024	March 31, 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	940.96	224.24

29. CONTINGENT LIABILITIES / LITIGATIONS :

(a) Contingent liabilities (under litigation), not acknowledged as debt, include:-

S. No.	Particulars	As at March 31, 2024	As at March 31,2023
i)	Demands raised by following authorities in dispute/ appeal:		
a)	Service tax	0.37	0.32
b)	Excise remission including interest under dispute	4.61	4.61
c)	Entry tax	0.96	0.92
d)	Export promotion capital goods demand	0.10	0.10
	Total	**6.04**	**5.95**

(b) Contingent liabilities, not acknowledged as debt, include:-

S. No.	Particulars	As at March 31, 2024	As at March 31,2023
i)	Claims of vendors against the Group not acknowledged as debts	3.03	3.03
ii)	Interest recompense (refer note 29(d) below)	104.24	104.24
	Total	**107.27**	**107.27**

Note: The Group believes that there is a fair chance of favourable decisions in respect of the items listed in (a) and (b) above and hence no provision is considered necessary against the same.

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(c) At present, Dalmia Cement (Bharat) Limited (DCBL), the Intermediate Holding Company held 95.27% of the voting rights in the Holding Company and the Bawri Group (BG) held 4.15% of the voting rights in the Holding Company.

DCBL entered into various agreements including Shareholders' Agreement ('SHA') dated 16 January 2012 and 30 November 2012 with Bawri Group ("BG") for acquisition of 76% stake in the Holding Company. Consequent to failure of BG to meet the Project Conditions specified under SHA, DCBL issued notice to BG to transfer their remaining shareholdings in the Holding Company at Re.1/-, which was disputed by them. The said disputes between the parties were referred to Arbitral Tribunal, which delivered its award on 20 March 2021 inter alia rejecting the claim of BG for transfer of shares held by DCBL in the Holding Company in favour of BG @75% of fair market value.

On an application filed by DCBL & the Holding Company, Hon'ble Delhi High Court ('High Court'), vide its judgment dated 17 October 2022 set aside the award passed by the Tribunal. As regards the claim of DCBL relating to transfer of shareholding of BG in the Holding Company and other claims disallowed by the Arbitral Tribunal, the High Court granted liberty for De Novo arbitral proceedings and inter alia upheld the rejection of claim of BG for transfer of shares held by DCBL in the Holding Company in favour of BG @75% of fair market value. BG has challenged the aforesaid judgment, which is currently pending before the divisional bench of High Court,.

In a separate action, DCBL initiated arbitration proceedings against BG for adjudicating the dispute relating to Call option for transfer of entire voting shares held in the Holding Company by BG to DCBL. On failure of BG to nominate its arbitrator, the High Court vide order dated 9 October 2023 has appointed the arbitrator and thereafter the Arbitral Tribunal has been constituted for adjudication of the Call Option exercised by DCBL. The said order was challenged by BG before Hon'ble Supreme Court, which was dismissed on 16 January 2024. Currently, the arbitration on call option is in progress.

Further, on an application filed by DCBL, the High Court vide its order dated June 02, 2023 restrained BG from creating any third party interest over 5,20,34,013 shares held by BG in DCNEL until decided by Arbitral Tribunal.

The Group is of the view that it has a good case and hence considering the pendency of the appeal, no adjustments are required to be made in this regard in these financial statements.

(d) Interest recompense

The Parent Company and the corporate debt restructuring lenders executed a Master Restructuring Agreement (MRA) in July 2012. The MRA gives a right to the lenders to get a recompense of their waivers and sacrifices made as a part of the Corporate Debt Restructuring (CDR) proposal. In terms of the aforesaid MRA, the recompense payable by the Parent Company is contingent on various factors including improved performance of the Parent Company and other conditions. The Intermediate Holding Company('Dalmia Cement (Bharat) Limited') ('DCBL') had taken over loan(s) from various banks after entering into novation agreement(s) with the Parent Company along with respective banks. In terms of the novation agreement(s), all the right, privilege, title, interest, claims, benefits and obligations of the banks (past, present & future) under MRA, which was signed during July 2012, got transferred to DCBL. The Parent Company was to enter into a new consolidated secured loan agreement with the Lender on certain terms & conditions. The said agreement could not be signed due to objection raised by a shareholder in the arbitration proceedings. During the financial year 2020-21, DCBL raised the claim for Recompense amounting to Rs 104.24, which is not agreed by the Parent Company on account of various reasons including uncertain future events and same is considered as contingent liability.

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30. (a) Fair Values

See out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments:

Particulars	Note	Carrying Value		Fair Value	
		As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Financial assets at amortized cost					
Cash and cash equivalents	6(iii)	31.29	7.31	31.29	7.31
Bank balances other than above	6(iv)	203.42	15.82	203.42	15.82
Trade receivables	6(ii)	79.10	58.62	79.10	58.62
Subsidy/ incentive receivables	3(ii) and 6(vi)	109.21	65.09	109.21	65.09
Interest receivable	3(ii) and 6(vi)	36.48	3.06	36.48	3.06
Security deposit	3(ii) and 6(vi)	14.76	14.23	14.76	14.23
Loans and advances to employees	3(i) and 6(v)	2.97	2.78	2.97	2.78
Others	6(vi)	3.50	2.19	3.50	2.19
Financial assets carried at FVTPL					
Investments in mutual funds (unquoted debt securities)	6(i)	284.32	211.98	284.32	211.98
Investments in commercial papers (quoted)	6(i)	49.03	-	49.03	-
Investments in corporate bonds (quoted)	6(i)	536.26	33.41	536.26	33.41
Total financial assets		**1,350.34**	**414.49**	**1,350.34**	**414.49**
Financial liabilities at amortized cost					
Borrowings	13(i) and 10	402.25	537.09	402.25	537.09
Lease liabilities (refer note 27)		6.22	4.85	6.22	4.85
Trade payables	13(ii)	122.57	107.30	122.57	107.30
Other financial liabilities					
Interest accrued but not due on borrowings	13(iii)	5.04	2.39	5.04	2.39
Security deposits received	13(iii)	62.93	63.15	62.93	63.15
Liability for capital expenditure	13(iii)	87.06	41.29	87.06	41.29
Rebate to customers	13(iii)	21.95	20.18	21.95	20.18
Others	13(iii)	5.73	4.55	5.73	4.55
Total financial liabilities		**713.75**	**780.80**	**713.75**	**780.80**

The Group assessed that cash and cash equivalents, trade receivables, bank deposits, trade payables, other current financial liabilities (except current maturity of long term borrowing) approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the quoted mutual funds and corporate bonds are based on price quotations at the reporting date.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

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The following methods and assumptions were used to estimate the fair values:

Subsidy/incentive receivables and loans and advances to employees

The fair values of subsidies receivable and loan to employees are estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

Borrowings and lease liabilities

The fair values of the Group's interest-bearing borrowings and lease liabilities are determined by using discount rate that reflects the Group's borrowing rate as at the end of the reporting period. The own non-performance risk as at March 31, 2024 was assessed to be insignificant.

Security deposits, loans and advances to employees parties and interest receivable

The fair value of security deposits, loans to related parties and interest receivable approximates the carrying value and hence the valuation technique and inputs have not been given.

The fair value of other assets/liabilities approximates the carrying value and hence the valuation technique and inputs have not been given.

30 (b) Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: Other techniques for which all inputs that have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: Techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities:

Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2024:

Particulars	**Fair value measuring using**			
	Total	**Quoted prices in active markets(Level 1)**	**Significant observable inputs(Level 2)**	**Significant unobservable inputs (Level 3)**
Financial assets at amortised cost				
Cash and cash equivalents	31.29	-	-	31.29
Bank balances other than above	203.42	-	-	203.42
Trade receivables	79.10	-	-	79.10
Subsidies receivable	109.21	-	-	109.21
Security deposits	36.48	-	-	36.48
Loans and advances to employees	14.76	-	-	14.76
Interest receivable	2.97	-	-	2.97
Others	3.50	-	-	3.50
Financial assets carried at FVTPL				
Investments in mutual funds (unquoted debt securities)	284.32	-	284.32	-
Investments in commercial papers (quoted)	49.03	49.03	-	-
Investments in corporate bonds (quoted)	536.26	536.26	-	-

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Particulars	**Fair value measuring using**			
	Total	**Quoted prices in active markets(Level 1)**	**Significant observable inputs(Level 2)**	**Significant unobservable inputs (Level 3)**
Financial liabilities at amortized cost				
Borrowings	402.25	-	402.25	-
Lease liabilities (refer note 27)	6.22	-	-	6.22
Trade payables	122.57	-	-	122.57
Other financial liabilities				
Interest accrued but not due on borrowings	5.04	-	-	5.04
Security deposits received	62.93	-	-	62.93
Liability for capital expenditure	87.06	-	-	87.06
Rebate to customers	21.95	-	-	21.95
Others	5.73	-	-	5.73

Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2023:

Particulars	**Fair value measuring using**			
	Total	**Quoted prices in active markets(Level 1)**	**Significant observable inputs(Level 2)**	**Significant unobservable inputs (Level 3)**
Financial assets at amortised cost				
Cash and cash equivalents	7.31	-	-	7.31
Bank balances other than above	15.82	-	-	15.82
Trade receivables	58.62	-	-	58.62
Subsidies receivable	65.09	-	-	65.09
Security deposits	3.06	-	-	3.06
Loans and advances to employees	14.23	-	-	14.23
Interest receivable	2.78	-	-	2.78
Others	2.19	-	-	2.19
Financial assets carried at FVTPL				
Investments in mutual funds (unquoted debt securities)	211.98	-	211.98	-
Investments in corporate bonds (quoted)	33.41	33.41	-	-

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Particulars	**Fair value measuring using**			
	Total	**Quoted prices in active markets(Level 1)**	**Significant observable inputs(Level 2)**	**Significant unobservable inputs (Level 3)**
Financial liabilities at amortized cost				
Borrowings	537.09	-	537.09	-
Lease liabilities (refer note 27)	4.85	-	-	4.85
Trade payables	107.30	-	-	107.30
Other financial liabilities				
Interest accrued but not due on borrowings	2.39	-	-	2.39
Security deposits received	63.15	-	-	63.15
Liability for capital expenditure	41.29	-	-	41.29
Rebate to customers	20.18	-	-	20.18
Others	4.55	-	-	4.55

31. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities comprise loans and borrowings, 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 trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks and also ensure that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives.

The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

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 two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include deposits.

The sensitivity analysis in the following sections relate to the position as at March 31, 2024 and March 31, 2023 and have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and the proportion of financial instruments in foreign currencies are all constant at March 31, 2024 and March 31, 2023.

The analysis exclude the impact of movements in market variables on the carrying values of gratuity, other post-retirement obligations, provisions and non financial liabilites.

The sensitivity of the relevant profit and loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2024 and March 31, 2023.

a. 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's exposure to the risk of changes in market interest rates relates primarily to the long-term debt obligations (including current maturities of long term borrowings) with floating interest rates.

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The Group manages its interest rate risk by having a balanced portfolio of fixed and floating interest rates on borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings . With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

Currency	Increase/ (decrease) in basis points	Effect on profit before tax	
		As at March 31, 2024	As at March 31, 2023
INR	+50 bps	(1.45)	(2.77)
INR	-50 bps	1.45	2.77

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Note: The impact of the above sensitivity would be same in other equity (net of applicable tax).

b. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's foreign currency liability.

The Group's exposure to foreign currency changes for all other currencies is not material.

Hedging activities :

Foreign exchange forward contracts are designated as hedging instruments in cash flow hedges against forecast purchases in EURO. These forecast transactions are highly probable since purchase order already issued by the Company and hence expected to be utilised in near term. The foreign exchange contract balances vary with the level of expected foreign currency purchases and changes in foreign exchange forward rates.

Particulars	As at March 31, 2024		As at March 31, 2023	
	Assets	Liabilities	Assets	Liabilities
Fair value of foreign currency forward contracts designated as hedging instruments	-	(1.05)	0.01	(0.01)

The cash flow hedges of the forecasted purchase transactions during the year ended 31 March 2024 were assessed to be highly effective and unrealised loss of Rs. 1.12 is included in OCI.

Disclosure of effects of Hedge accounting

Foreign exchange risk on cash flow hedge	Nominal value of hedging instrument		Carrying amount of hedging instrument			
	Assets	Liabilities	Assets	Liabilities	Maturity date	Hedge ratio
Foreign currency forward contracts	-	(51.56)	-	(1.05)	April 2024 to September 2024	1:1

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Cash flow hedge	Change in the value of hedging instrument recognised in OCI	Hedge in effectiveness recognised in profit or loss	Amount reclassified from cash flow hedge reserve to profit or loss
Foreign exchange risk	1.12	-	0.22

c. **Credit risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. Wherever the Group assesses the credit risk as high, the exposure is backed by either bank guarantee / letter of credit or security deposits.

As per simplified approach, the Group makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for specified period and involves higher risk.

As per policy, receivables are classified into different ageing brackets based on the overdue period ranging from six months to one year and more than one year. Based on the different provisioning policy, provision for expected credit loss is made for each overdue bracket ranging from 50% to 100%.

An impairment analysis is performed at each quarter end on an individual basis for major customers. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 7(ii). The Group has no significant concentration of credit risk with any counter party.

Ageing of trade receivables	Upto 180 days	More than 180 days	Total
As at March 31, 2024			
Gross carrying amount (A)	79.10	0.31	**79.41**
Impairment allowance (B)	-	0.31	**0.31**
Net carrying amount (A-B)	**79.10**	**0.00**	**79.10**
As at March 31, 2023			
Gross carrying amount (A)	57.30	1.56	**58.86**
Impairment allowance (B)	-	0.24	0.24
Net carrying amount (A-B)	**57.30**	**1.32**	**58.62**

Financial instruments and cash deposits

Credit risk from balances with banks is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made in mutual funds, corporate bonds,deposits only with approved banks and within limits assigned to each bank by the Group.

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Liquidity risk

Liquidity risk is the risk that the Group will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the Group to manage liquidity is to ensure ,as far as possible, that these will have sufficient liquidity to meet their respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation.

The Group monitors its risk of a shortage of funds through fund management exercise at regular intervals.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted principal payments.

As at March 31, 2024	On demand	0-12 Months	1 to 5 years	> 5 years	Total
Borrowings *	7.41	-	41.25	333.75	382.41
Trade payables	-	122.57	-	-	122.57
Other financial liabilities					
Interest accrued but not due on borrowings	-	5.04	-	-	5.04
Interest accrued and due on borrowings	-	20.71	-	-	20.71
Security Deposits	-	62.93	-	-	62.93
Rebate to customer	-	21.95			21.95
Dues payable towards purchase of property, plant and equipment	-	87.06	-	-	87.06
Cash flow hedges - foreign currency forward contracts	-	1.05			1.05
Interest payable on others	-	1.25	-	-	1.25
Lease liabilty	-	2.89	3.70	0.02	6.61
Employee accrued liability	-	3.43	-	-	3.43

As at March 31, 2023	On demand	0-12 Months	1 to 5 years	> 5 years	Total
Borrowings *	7.41	59.94	449.56	-	516.91
Trade payables	-	107.30	-	-	107.30
Other financial liabilities	-	-	-	-	
Interest accrued but not due on borrowings	-	2.39	-	-	2.39
Interest accrued and due on borrowings	-	20.71	-	-	20.71
Security Deposits	-	63.15	-	-	63.15
Dues payable towards purchase of property, plant and equipment	-	41.29	-	-	41.29
Interest payable on income tax	-	1.17	-	-	1.17
Lease liabilty	-	2.02	3.38	0.02	5.42
Employee accrued liability	-	3.38	-	-	3.38

*Amount is gross of transaction cost of Rs. 0.87 (Rs. 0.54).

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32. CAPITAL MANAGEMENT

For the purpose of the Group capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Holding Company. The primary objective of the Group capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants, if any. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, trade and other payables less cash and cash equivalents.

Particulars	As at March 31, 2024	As at March 31, 2023
Long term borrowings	374.13	449.19
Short term borrowings (including interest accrued)	28.12	87.90
Less: Cash and cash equivalents (note 6(iii))	31.29	7.31
Less: Bank balances other than cash and cash equivalents (note 6(iv))	201.25	12.94
Less: Current investments (note 6(i))	869.61	245.39
Less: Interest receivable on current investment and fixed deposits	35.21	1.73
Net debt	**(735.11)**	**269.72**
Equity share capital	1,892.01	358.79
Other equity (includes non controlling interest)	411.57	124.31
Total capital	2,303.58	483.10
Capital and net debt	**1,568.47**	**752.81**
Gearing ratio	N/A	35.83%

To maintain or adjust the capital structure, the Group review the fund management at regular intervals and take necessary actions to maintain the requisite capital structure. No changes were made in the objectives policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

33. RELATED PARTY DISCLOSURES

a) Names of related parties and related party relationship

Related parties where control exists:

Holding Companies	Dalmia Bharat Limited (‘DBL’) (Ultimate Holding Company)
	Dalmia Cement (Bharat) Limited (‘DCBL’) (Intermediate Holding Company)
Key Managerial Personnel (‘KMP’)	Ms. Rachna Goria (Company Secretary w.e.f March 29, 2022)
	Awadhesh Kumar Pandey (Chief financial officer w.e.f. July 25, 2022)
	Padmanav Chakravarty (Manager w.e.f. April 27, 2021)
	Sudhir Singhvi (Chief financial officer till June 15, 2022)

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Directors	Ganesh Wamanrao Jirkuntwar (Director w.e.f. April 27, 2021)
	Rajiv Kumar Choubey (Director w.e.f. April 01, 2023)
	Deepak Thombre (Independent Director w.e.f January 25, 2023)
	Anoop Kumar Mittal (Independent Director w.e.f December 10, 2022)
	R A Krishnakumar (Director till March 31, 2023)
	Manvendra Pratap Singh (Nominee Director - Nominated by Assam Industrial Development Corporation ('AIDC') w.e.f June 06, 2022)
	Adil Khan (Nominee Director - Nominated by AIDC till June 05, 2022)
	Dharmendra Tuteja (Director till October 28, 2022)
	Harish Chander Sehgal (Independent Director till October 28, 2022)
	Naveen Jain (Independent Director till October 28, 2022)
	Vikram Dhokalia (Independent Director till October 28, 2022)
	J.K.Gadi (Independent Director till October 28, 2022)
	Purbali Bora (Additional Director w.e.f Ocober 12, 2023)

Related parties with whom transactions have taken place during the year:

Fellow subsidiaries	Alsthom Industries Limited ('AIL')
	Dalmia Bharat Green Vision Limited ('DBGVL')
	Dalmia Power Limited
	Cosmos Cement Limited
Relatives of key management personnel/ directors	Akshay Kumar Pandey (Relative of KMP)
	Nirupama Singhvi (Relative of KMP)
Enterprises over which Key Managerial Personnel / Holding company/Relatives have significant influence	Dalmia Bharat Foundation
	Dalmia Bharat Refractories Limited
	Dalmia Seven Refractories Limited
	Dalmia Bharat Sugar & Industries Limited ('DBSIL')

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(b) Related party transactions

Transactions carried out during the year with related parties Referred in (a) above, in the ordinary course of business, are as follows-

Nature of Transaction	Holding Companies		Fellow subsidiaries		Directors, KMP & their relatives		Enterprises over which KMP/Holding company and/or their relatives have significant influence	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
Sale of goods								
DCBL	0.16	0.70	-	-	-	-	-	-
AIL	-	-	38.09	72.29	-	-	-	-
Sale of Solar power								
AIL	-	-	0.21	0.43	-	-	-	-
Other service income								
DCBL	0.03	0.03	-	-	-	-	-	-
AIL	-	-	0.01	-	-	-	-	-
Sale of Scrap								
AIL	-	-	0.00	0.00	-	-	-	-
Purchase of raw material								
AIL	-	-	-	0.64	-	-	-	-
DCBL	46.14	40.86	-	-	-	-	-	-
Purchase of stores and spares								
Dalmia Bharat Refractories Limited	-	-	-	-	-	-	-	6.26
DCBL	1.24	0.20	-	-	-	-	-	-
Purchase of capital goods and services								
DCBL	2.73	-	-	-	-	-	-	-
DBGVL	-	-	4.13	11.65	-	-	-	-
Royalty expense (Brand fees)								
DCBL	3.27	2.94	-	-	-	-	-	-
Other service expense								
DCBL	0.07	-	-	-	-	-	-	-
AIL	-	-	0.01	-	-	-	-	-
Purchase of travelling and conveyance - services								
DBSIL	-	-	-	-	-	-	0.94	0.63

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Nature of Transaction	Holding Companies		Fellow subsidiaries		Directors, KMP & their relatives		Enterprises over which KMP/Holding company and/or their relatives have significant influence	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
Reimbursement of expenses incurred by the Company on behalf of								
DCBL	7.29	3.08	-	-	-	-	-	-
DBGVL	-	-	0.10	0.14	-	-	-	-
AIL	-	-	0.02	0.10	-	-	-	-
Re-imbursement of expenses by the Company to								
DCBL	0.39	0.37	-	-	-	-	-	-
DBGVL	-	-	1.76	0.06	-	-	-	-
Dalmia Bharat Refractories Limited	-	-	-	-	-	-	-	0.04
Dalmia Bharat Foundation	-	-	-	-	-	-	0.36	0.09
Management service charges								
DBL	5.25	4.66	-	-	-	-	-	-
DCBL	61.37	20.71	-	-	-	-	-	-
Corporate guarantee fees/Commission								
DCBL	2.82	0.25	-	-	-	-	-	-
Corporate guarantee received	-							
DCBL	675.00	100.00	-	-	-	-	-	-
Issue of Equity Share (Right Issue)								
DCBL	1,530.00	-	-	-	-	-	-	-
Repayment of borrowings								
Dalmia Power Limited - Inter corporate deposit (ICD)	-	-	-	-	-	-	393.03	-
DCBL - Term loans	116.48	69.16	-	-	-	-	-	-
Interest on borrowings								
Dalmia Power Limited - Inter corporate deposit (ICD)	-	-	15.38	37.95	-	-	-	-
DCBL - Term loans	3.88	15.07	-	-	-	-	-	-

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Nature of Transaction	Holding Companies		Fellow subsidiaries		Directors, KMP & their relatives		Enterprises over which KMP/Holding company and/or their relatives have significant influence	
	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023	Year ended March 31, 2024	Year ended March 31, 2023
Compensation to KMP's and reimbursement of expenses to relatives of KMP's								
Awadhesh Kumar Pandey					1.07	0.84	-	-
Sudhir Singhvi	-	-	-	-	-	0.19	-	-
Padmanav Chakravarty	-	-	-	-	0.77	0.71	-	-
Nirupama Singhvi	-	-	-	-	-	0.01	-	-
Akshay Kumar Pandey	-	-	-	-	0.04	0.04	-	-
Director Sittings Fees								
Jagdish Kumar Gadi	-	-	-	-	-	0.02	-	-
Anoop Kumar Mittal	-	-	-	-	0.10	0.02	-	-
Deepak Ambadas Thombre	-	-	-	-	0.10	0.02	-	-
R A Krishnakumar	-	-	-	-	-	0.01	-	-
Manvendra Pratap Singh	-	-	-	-	0.01	-	-	-
Naveen Jain	-	-	-	-	-	0.02	-	-
Vikram Dhokalia	-	-	-	-	-	0.02	-	-

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c. Balance outstanding

Nature of Transaction	Holding Company		Fellow Subsidiary Company		Directors, KMP & their relatives		Enterprises over which KMP/Holding company and/or their relatives have significant influence	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Trade payables								
DBL	0.49	0.51	-	-	-	-	-	-
DCBL	5.59	4.29	-	-	-	-	-	-
Dalmia Bharat Refractories Limited	-	-	-	-	-	-	-	0.12
DBSIL	-	-	-	-	-	-	0.09	0.08
Payables towards property, plant and equipment								
DCBL	3.01	1.75	-	-	-	-	-	-
DBSIL	-	-	-	-	-	-	0.04	-
Capital Advance								
DBGVL	-	-	0.01	-	-	-	-	-
Employee/Other Payable								
Anoop Kumar Mittal	-	-	-	-	0.01	0.01	-	-
Deepak Ambadas Thombre	-	-	-	-	0.01	0.01	-	-
Trade Receivables								
AIL	-	-	0.18	0.23	-	-	-	-
Corporate and financial guarantees outstanding								
DCBL	775.00	100.00	-	-	-	-	-	-
Borrowings								
Dalmia Power Limited - Inter corporate deposit (ICD)	-	-	-	393.03	-	-	-	-
DCBL - Term loans	-	116.48	-	-	-	-	-	-
Share warrants application money								
DCBL	0.01	0.01	-	-	-	-	-	-

The intermediate holding company has given a corporate guarantee to a bank in respect of working capital facilities (Non-fund based) taken from Axis bank Rs. 300.00 (Rs.100.00) and Term Loans taken from Indusind bank Rs. 375.00 availed by the Company.

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d. Transactions with key management personnel

Compensation of key management personnel (including directors) of the Parent Company:-

Particulars	**For the year ended March 31, 2024**	**For the year ended March 31, 2023**
Short-term employee benefits	2.03	1.85
Post- employment benefits	-	-
Share-based payment transactions	-	-
Total compensation paid to key management personnel (refer note 3 below)	**2.03**	**1.85**

Terms and conditions of transactions with related parties

1. The transactions with related parties have been made on terms equivalent to those that prevail in arm's length transactions.
2. The gratuity and leave liability is determined for all the employees on an overall basis, based on the actuarial valuation done by an independent actuary. The specific amount of gratuity and leave liability for KMP cannot be ascertained separately, except for the amount actually paid.

34. DETAILS OF DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES AS PER MSMED ACT 2006

The Micro and Small Enterprises have been identified by the Group from the available information. The disclosures in respect to Micro and Small Enterprise as per Micro Small and Medium Enterprise Development Act 2006 is as follows:

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting period		
Principal amount	5.54	9.07
Interest thereon	-	-
ii) The amount of interest paid by the buyer in terms of Section 16 of the Micro Small and Medium Enterprise Development Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period	-	-
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under Micro Small and Medium Enterprise Development Act 2006	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting period; and	-	-
v) The amount of further interest remaining due and payable even in the succeeding period until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the Micro Small and Medium Enterprise Development Act 2006	-	-

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35. SEGMENT INFORMATION

The Group is exclusively engaged in the business of "Cement and cement related products" primarily in India. As per Ind AS 108 "Operating Segments", specified under Section 133 of the Companies Act, 2013, there are no reportable operating or geographical segments applicable to the Group.

Revenue from major customers

Revenue from major customers with percentage of total revenue are as below:-

Name of the customer	For the year ended March 31, 2024		For the year ended March 31, 2023	
	Revenue	Revenue %*	Revenue	Revenue %*
National Hydroelectric Power Corporation Limited (NHPC)	109.20	8.52%	171.18	14.80%

* represents as % of sale of products.

36. IMPAIRMENT OF PROPERTY, PLANT AND EQUIPMENT

In terms of Ind AS 36 the management has carried out the impairment assessment of property , plant and equipment. The carrying value of each cash generating unit (CGU) is lower than their respective recoverable value arrived at based on their 'Value in use'. Hence no impairment charge against property , plant and equipment is required to be recognised in the books of account. 'Value in use' is computed based on the management's latest operational and profitability projections which have been extrapolated till the remaining useful life of the respective property , plant and equipment. The cash flows have been discounted using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the property , plant and equipment.

37. The Group have debited direct expenses relating to limestone mining, Solar plant /Waste Heat Recovery System ('WHRS') power generation etc. to cost of raw material consumed, power and fuel . These expenses, if reclassified on 'nature of expense' basis as required by Schedule-III will be as follows:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cost of raw materials consumed	56.69	49.50
Power and fuel	4.48	3.03
Total	**61.17**	**52.53**

These expenses if reclassified on 'nature of expense' basis as required by Schedule III will be as follows:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Employee benefits expenses	3.91	0.29
Power and fuel	14.77	14.40
Other expenses :		
Consumption of stores & spare parts	2.42	2.95
Repairs and maintenance - Plant and machinery	0.40	0.04
Repairs and maintenance - Others	-	0.80
Rates & taxes (including royalty on limestone)	21.56	19.93
Insurance	0.02	-
Professional charges	0.19	-

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
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Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Payment to Contractors	16.85	14.12
Security charges	0.71	-
Miscellaneous expenses	0.34	-
Total	**61.17**	**52.53**

38. THE GROUP HAS INCURRED DIRECTLY ATTRIBUTABLE EXPENDITURE RELATED TO ACQUISITION/ CONSTRUCTION OF PROPERTY, PLANT AND EQUIPMENT AND THEREFORE ACCOUNTED FOR THE SAME AS PRE-OPERATIVE EXPENSES UNDER CAPITAL WORK IN PROGRESS.

Details of such expenses capitalized and carried forward are given below:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Brought forward from last year	19.40	5.89
Expenditure incurred during the year		
Employees benefits expense		
a) Salaries, wages and bonus	14.51	2.85
b) Contribution to provident and other funds	0.49	0.04
c) Gratuity expense	0.03	-
d) Workmen and staff welfare expenses	0.78	0.00
Interest cost (refer note 21)	26.15	15.58
Depreciation and amortisation expense	2.10	-
Power and fuel	1.09	-
Other expenses		
a) Rent	0.49	0.01
b) Rates and taxes	-	0.07
c) Insurance	2.49	0.00
d) Professional charges	-	0.00
e) Travelling and conveyance	0.75	0.25
f) Enterprise social commitment	2.00	-
g) Miscellaneous expenses	43.31	16.01
Total expenditure during the year	**94.19**	**34.81**
Less : Capitalized during the year	(7.65)	(21.30)
Capitalization of expenditure (pending for allocation)	**105.94**	**19.40**
Carried forward as part of Capital work-in-progress	**105.94**	**19.40**

39. MATERIAL PARTLY-OWNED SUBSIDIARIES

Financial information of subsidiary that have material non-controlling interests is provided below:

Proportion of equity interest held by non-controlling interests:

Name	Country of incorporation and operation	As at March 31, 2024	As at March 31, 2023
Vinay Cement Limited	India	2.79%	2.79%

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(All amounts are in Rs. Crores unless otherwise stated)

Information regarding non-controlling interest

Particulars	As at March 31, 2024	As at March 31, 2023
Accumulated balances of material non-controlling interest:		
Vinay Cement Limited	1.42	1.09
Profit/ (loss) allocated to material non-controlling interest:		
Vinay Cement Limited	0.34	0.26

The summarised financial information of these subsidiaries are provided below. This information is based on amounts before inter-company eliminations.

Summarised Consolidated statement of profit and loss of Vinay Cement Limited

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Total income	19.80	18.10
Profit for the year	**12.20**	**9.49**
Other comprehensive income/(loss)	0.03	(0.02)
Total comprehensive income	**12.23**	**9.48**
Attributable to:non-controlling interests	0.34	0.26

Summarised Consolidated balance sheet of Vinay Cement Limited

Particulars	As at March 31, 2024	As at March 31, 2023
Current assets	28.27	19.35
Current liabilities	14.30	18.00
Net current assets	**13.97**	**1.35**
Non-current assets	37.92	38.99
Non-current liabilities	0.91	1.59
Net non-current assets	**37.01**	**37.40**
Net assets	**50.98**	**38.75**
Attributable to:		
Non-controlling interest	1.42	1.09

Summarised consolidated statement of cash flows of Vinay Cement Limited

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Operating acitivities	0.60	9.40
Investing activities	(1.28)	(8.61)
Financing activities	(0.00)	(0.06)
Net (decrease)/increase in cash and cash equivalents	**(0.68)**	**0.73**

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
Notes to consolidated financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

40. STATUTORY GROUP INFORMATION

Name of the entity in the Group	As at March 31, 2024		As at March 31, 2024		As at March 31, 2024		As at March 31, 2024	
	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income/loss	Amount	As % of consolidated total comprehensive income/loss	Amount
Holding Company								
Dalmia Cement (North East) India Limited	99.32%	2,286.46	95.87%	275.90	103.95%	(0.89)	95.85%	275.01
Subsidiary and step-down subsidiaries - Indian								
Vinay Cement Limited	2.73%	62.77	3.48%	10.02	-3.83%	0.03	3.50%	10.05
RCL Cements Limited	1.54%	35.52	0.17%	0.50	0.00%	0.00	0.17%	0.50
SCL Cements Limited	0.01%	0.12	0.58%	1.68	0.00%	0.00	0.59%	1.68
Less: Elimination and non-controlling interest	-3.59%	(82.71)	-0.11%	(0.31)	-0.13%	0.00	-0.11%	(0.31)
Total	**100.00%**	**2,302.16**	**100.00%**	**287.79**	**100.00%**	**(0.86)**	**100.00%**	**286.93**

Name of the entity in the Group	As at March 31, 2023		As at March 31, 2023		As at March 31, 2023		As at March 31, 2023	
	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income/loss	Amount	As % of consolidated total comprehensive income/loss	Amount
Holding Company								
Dalmia Cement (North East) India Limited	98.99%	478.23	62.35%	112.80	79.16%	(0.10)	62.34%	112.70
Subsidiary and step-down subsidiaries - Indian								
Vinay Cement Limited	10.91%	52.72	3.43%	6.21	15.87%	(0.02)	3.43%	6.19
RCL Cements Limited	7.25%	35.02	1.89%	3.42	0.00%	0.00	1.89%	3.42
SCL Cements Limited	-0.32%	(1.56)	-0.07%	(0.13)	0.00%	0.00	-0.07%	(0.13)
Less: Elimination and non-controlling interest	-16.83%	(81.30)	32.39%	58.60	1.66%	(0.00)	32.41%	58.59
Total	**100.00%**	**483.10**	**100.00%**	**180.89**	**100.00%**	**(0.12)**	**100.00%**	**180.77**

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
Notes to consolidated financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

41. ADDITIONAL DISCLOSURES

S. No.	Particulars	Note in financial statements
(i)	Details of Benami Property held	The Group do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
(ii)	Relationship with Struck off Companies	The Group do not have any transactions with struck-off companies.
(iii)	Registration of charges or satisfaction with Registrar of Companies (ROC)	The Group do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
(iv)	Details of Crypto Currency or Virtual Currency	The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.
(v)	Utilisation of Borrowed funds and share premium	The Group have not advanced or loaned or invested funds to any other person or entity, including foreign entities (Intermediaries) with the understanding that the Intermediary shall: directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of The Group (Ultimate Beneficiaries); or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
(vi)	Utilisation of Borrowed funds and share premium	The Group have 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: 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.
(vii)	Undisclosed income	The Group does not have any 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).
(viii)	Title deeds of immovable properties not held in the name of the company	There are no immovable properties which are not registered in the name of the Group.
(ix)	Details of scheme of arrangement	The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
(x)	Wilful defaulter	The Group has not been declared a wilful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India
(xi)	Core Investment Companies (CIC's)	The Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has three unregistered CIC's as part of the Group.
(xii)	Other	The Group is in compliance with the number of layers prescribed under clause (87) of Section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017

Dalmia Cement (North East) Limited *(Formerly known as Calcom Cement India Limited)*
Notes to consolidated financial statements as at and for the year ended March 31, 2024
(All amounts are in Rs. Crores unless otherwise stated)

42. AUDIT TRAIL

As per Section 128 of the Companies Act, 2013 read with proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 with reference to use of accounting software by the Group for maintaining its books of account, has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such change were made and ensuring that the audit trail cannot be disabled is applicable with effect from the financial year beginning on 1 April 2023.

The Group uses an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software. However, the audit trail (edit logs) feature for any direct changes made at the database level was not enabled for accounting software used for maintenance of books of account and other software used for processing financial information for logistic, freight and discount/distributer claims. The management has implemented recording of edit logs at database level for all accounting software w.e.f. April 2024, except for the software used for logistics information, for which management is attempting to migrate to a new accounting software in the financial year 2024-25.

As per our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

Kartik Gogia
Partner
Membership No.: 512371

Place: New Delhi
Date: April 22, 2024

For and on behalf of the Board of Directors of
Dalmia Cement (North East) Limited

Ganesh Wamanrao Jirkuntwar
Director
DIN: 07479080

Rajiv Kumar Choubey
Director
DIN: 08211030

Awadhesh Kumar Pandey
Chief Financial Officer

Rachna Goria
Company Secretary
Membership No.: F 6741

NATIONAL COMPANY LAW TRIBUNAL
GUWAHATI BENCH
GUWAHATI

ORDER SHEET OF THE HEARING ON 10th JUNE, 2024, 10:30 A.M.

CA (CAA)/6/GB/2024

Present: 1. Hon'ble Member (Judicial), Shri H.V. Subba Rao
2. Hon'ble Member (Technical), Shri Satya Ranjan Prasad

Name of the Company	Vinay Cement Limited And Dalmia Cement (North East) Limited
Under Section	U/s 230-232 of Companies Act, 2013

For Petitioner (s) : Dr. S. Tejawat, CA

For Respondent (s) :

ORDER

Order pronounced in the open court *vide* separate sheets.

Sd/-
Satya Ranjan Prasad
Member (Technical)

Sd/-
H.V. Subba Rao
Member (Judicial)

Shubham Tiwari (PS)

NATIONAL COMPANY LAW TRIBUNAL
GUWAHATI BENCH
GUWAHATI

C.A. (CAA) No. 06/GB/2024

In the matter of:

An application under Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016;

-And-

In the matter of:

Vinay Cement Limited, a company incorporated under the Companies Act, 1956 and being a Company within the meaning of the Companies Act, 2013 having Corporate Identification No. U26942AS1986PLC002553 and its registered office at Jamuna Nagar, Umrangshu, Dist. North Cachar Hills, Assam-788931;

… Applicant No. 1/Demerged Company/ Transferor Company

-And-

Dalmia Cement (North East) Limited, a company incorporated under the Companies Act, 1956 and being a Company within the meaning of the Companies Act, 2013 having Corporate Identification No. U26942AS2004PLC007538 and its registered office at 3rd & 4th Floor, Anil Plaza II, ABC, G S Road, Guwahati – 781005.

… Applicant No. 2/Resulting Company/ Transferee Company

Coram:

Shri H. V. Subba Rao : Member (Judicial)
Shri Satya Ranjan Prasad : Member (Technical)

Appearances (Physically present in Court):

For Applicants : CA (Dr.) Swati Tejawat

Order reserved on: 03.06.2024
Order pronounced on: 10.06.2024

ORDER

1. This instant Application has been filed in the first stage of proceedings under Sections 230 and 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 by the Applicants, namely, (1) Vinay Cement Limited ("Demerged Company/ Transferor Company") and (2) Dalmia Cement (North East) Limited, ("Resulting Company/Transferee Company") and their respective shareholders and creditors in connection with a proposed Scheme of Arrangement whereby and where under it is proposed to demerge cement and mining business operation undertaking ("Demerged Undertaking") of Vinay Cement Limited to Dalmia Cement (North East) Limited from the Appointed Date. i.e. 31.03.2023 in the manner and on the terms and conditions stated in the said Scheme of Arrangement ("Scheme").

2. The Applicant Companies are within the jurisdiction of this Tribunal. The terms and conditions of the demerger are fully stated in the Scheme. A copy of the Scheme has been annexed with the Application.

3. The object of this Application is to ultimately obtain sanction of this Tribunal to the proposed Scheme of Arrangement to be made between the Demerged Company and Transferee company and their respective shareholders and creditors whereby and where under the Demerged Undertaking with all assets and liabilities relating thereto is proposed to be transferred to and vested in the Transferee Company on a going concern basis.

4. It is submitted in the Application that the Scheme will result in pooling of existing resources of the Demerged Company having expertise in the cement and mining related operations with the Transferee Company leading to a centralized and more efficient management of funds, greater economies of scale and a bigger and stronger resource base for future growth of the group's cement business. The Scheme will drive synergies resulting in benefits of cost optimization and cost reduction by bringing similar lines of

business under same roof and facilitating focused growth thereof and aid the Transferee Company in sharpening its competitiveness through cost saving as well as to reduce cost of production through backward integration of supply chains i.e. use of limestone mines leased to the Demerged Company. It is further submitted that the Scheme will result in rationalization of operations with greater degree of operational efficiency and optimum utilization of various resources and facilitates group's vision of consolidating cement business operations. The Demerger will enable both the Demerged Company and Transferee Company to achieve and fulfil their objectives more efficiently and offer opportunities to the management of the Applicant Companies to pursue growth and expansion opportunity and therefore the Scheme, as envisaged, is in the best interests of the shareholders, employees, creditors and other stakeholders of the Applicant Companies by pursuing a focused business approach under the Transferee Company, thereby resulting in overall maximization of value creation of all the stakeholders involved.

5. It is stated in the Application mainly to the effect that:

5.1 The Board of Directors of the Demerged Company and the Transferee Company have in their respective meetings held on 19.03.2024, approved the said Scheme of Arrangement. The copies of the resolution passed by the Applicant Companies are annexed with the Company Application.

5.2 The valuation of the Demerged Undertaking of the Demerged Company and Non-convertible redeemable preference shares of Transferee Company, based on which the share exchange ratio has been arrived at, has been carried out by Mr. Pradhan Priya Dass, IBBI Registered Valuer and is stated to be bonafide and reasonable. A copy of the valuation report has been annexed with the Application.

5.3 None of the directors of the Applicant Companies have any material interest in the said Scheme of Arrangement.

5.4 The aggregate assets of Transferee Company, post Demerger, would be sufficient to meet all the liabilities of the Demerged Company in relation to the Demerged Undertaking (as defined in the Scheme) and the Scheme will not adversely affect the rights of any creditors of Applicant Companies in any manner and due provisions have been made for payment of all liabilities as and when the same fall due in the usual course of business.

5.5 There are no investigations or proceedings pending under Section 235 to 251 of the Companies Act, 1956 and/or applicable provisions of the Companies Act, 2013 against the Applicant Companies. The Applicant Companies are in receipt of notices calling for information under Section 217(2) against which necessary replies have been submitted. No winding up petitions have been admitted or filed against Applicant Companies.

5.6 The shares of all the Applicant Companies are neither listed on any stock exchange nor registered with the Reserve Bank of India as an NBFC. The Demerged Company have 1780 equity shareholders as on 29.02.2024 and Transferee Company have 50 equity shareholders as on 29.02.2024. List of equity shareholders of the Applicant Companies have been annexed with the Application.

5.7 The Transferee Company has 1 Secured Creditor amounting to Rs. 375 Crores as on 29.02.2024 and 4954 Unsecured Creditors amounting to Rs. 348.56 Crores as on 29.02.2024. The Demerged Company has no secured creditors as on 29.02.2024 and has 12 unsecured Creditors with due amount Rs. 0.37 Crores as on 29.02.2024. List of Secured and Unsecured Creditors of the Applicant Companies have been annexed with the Application.

5.8 Further, the Applicant Companies vide Supplementary Affidavit have stated that the Secured Creditor of the Transferee Company, IndusInd Bank Limited, which is a Scheduled Commercial Bank has given its no objection to the Scheme in writing along with Specific Power of Attorney in favour of the person signing the no objection certificate for the approval of the proposed Scheme of Arrangement

5.9 The accounting treatment, proposed in the Scheme of Arrangement for Demerger is in conformity with the Accounting Standards prescribed under section 133 of the Companies Act. A certificate under section 230 (7) confirming the same is provided by M/s Walker Chandiok and Co. LLP. A copy of the certificate has been annexed with the Application.

6. Directions are sought accordingly for :

a) Holding of meetings of Equity Shareholders of the Applicant Companies;

b) Dispensing with the meeting of Secured Creditor of the Transferee Company;

c) Holding of meeting of the unsecured creditors of the Applicant Companies;

d) Issuing and publication of notices in newspaper;

e) Issuing notices to the regulatory and sectoral authorities.

7. Upon perusing the records and documents in the instant proceedings and considering the submissions made on behalf of the Applicant Companies, we allow the instant application and make the following orders:

7.1 The meeting of the equity shareholders of Demerged Company be convened at the registered office of the Demerged Company at Jamuna Nagar, Umrangshu, Dist. North Cachar Hills, Assam-788931, on 6th August, 2024 at 11:00 A.M. for the purpose of considering, and, if thought fit, approving the said Scheme of Arrangement, with or without modification.

7.2 The meeting of the unsecured creditors of Demerged Company shall be convened and held physically at the registered office of the Demerged Company at Jamuna Nagar, Umrangshu, Dist. North Cachar Hills, Assam-788931, on 6th August, 2024 at 1:00 P.M. for the purpose of considering, and, if thought fit, approving the said Scheme of Arrangement , with or without modification.

7.3 The meeting of the equity shareholders of Transferee Company shall be convened at the registered office of the Transferee Company at 3rd & 4th Floor, Anil Plaza II, ABC, G S Road, Guwahati - 781005, on 5th August, 2024 at 11:00

A.M. for the purpose of considering, and, if thought fit, approving the said Scheme of Arrangement, with or without modification.

7.4 In view of the fact that the only Secured Creditor of Transferee Company has given its no objection for the Scheme of Arrangement, the convening and holding of Meeting of Secured Creditor of the Transferee Company is hereby dispensed with;

7.5 The meeting of the unsecured creditors of the Transferee Company shall be convened and held physically at the registered office of the Transferee Company at 3rd & 4th Floor, Anil Plaza II, ABC, G S Road, Guwahati - 781005, on 5th August, 2024 at 1:00 P.M. for the purpose of considering, and, if thought fit, approving the said Scheme of Arrangement, with or without modification.

7.6 At least 30 (thirty) clear days before the date of the meeting to be held, as aforesaid, notice convening the said meeting at the place, day and time aforesaid, along with all documents required to be sent with the same, including a copy of the said Scheme, a copy of the Explanatory statement required to be sent under Section 230 of the Companies Act, 2013 and the prescribed Form of Proxy, shall be sent to each of the Equity Shareholders and to each of the Unsecured Creditors of both the Applicant Companies as per Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, by registered post or air mail or courier or by speed post or by hand delivery at their respective or last known addresses or by e- mail to the registered e-mail address as per the records of the Applicant Companies. The said notice shall be posted on the website, if any, of such Applicant Companies.

7.7 At least 30 (thirty) clear days before the meetings to be held, as aforesaid, an advertisement of the notice of meeting at the place, day and time aforesaid, stating that copies of the Scheme and the statement containing necessary details required to be filed pursuant to Section 230 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and that the form of Proxy can be obtained free of charge at the registered office of the Applicant Companies as aforesaid and shall also be published once each in the "The Assam Tribune" in English and "Ajir Asom" in Assamese as per Rule 7 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

7.8 As proposed, Mr. Sumit Kabra, Practising Chartered Accountant (Mobile No. 9864045500) and email-id ca.sumitkabra@gmail.com is appointed as the Chairperson of the meetings to be held, as aforesaid. The Chairperson shall be paid a sum of Rs. 2,00,000/- for conducting the aforesaid meetings as Chairperson.

7.9 Ms. Shristi Todi, Advocate (Mobile No. 9864421760) and email-id shristitodi27@gmail.com is appointed as the Scrutinizer of the meetings to be held, as aforesaid. The Scrutinizer shall be paid a sum of Rs.1,00,000/- to act as Scrutinizer for the aforesaid meetings.

7.10 The Chairperson or any other person authorized by the Chairperson shall issue and send Notices of the Meeting(s) referred to above. The said Chairperson shall have all powers under the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 in relation to the conduct of the Meeting(s), including for deciding procedural questions that may arise or at any adjournment thereof or any other matter including an amendment to the Scheme or resolution, if any, proposed at the Meeting(s) by any person(s).

7.11 The quorum for the meetings of shareholders entitled to attend the same shall be determined in accordance with Section 103 of the Companies Act, 2013. The quorum for the meetings shall be the following number, present in person or by proxy:

a. Meeting of Equity Shareholders of Demerged Company – 15
b. Meeting of Unsecured Creditors of Demerged Company - 2
c. Meeting of Equity Shareholders of Transferee Company - 5
d. Meeting of Unsecured Creditors of Transferee Company – 7

The proxy attending the meeting entitled to vote shall be counted for the purpose of quorum. However, where the number of creditors and shareholders are less than the specified number as per the Companies Act, 2013, the quorum shall be 2. In case the quorum of any meeting is not present within half an hour from the time appointed for the meeting, the Chairperson may adjourn such meeting and take a decision on the quorum in the adjourned meeting.

7.12 The cutoff date for determining the eligibility to vote and value of votes shall be 31.05.2024 for the meetings of the equity shareholders of the Applicant Companies and 29.02.2024 for the meetings of the unsecured creditors of the Applicant Companies. The value of the votes cast shall be reckoned and scrutinized with reference to the said dates.

Voting for the Creditors' meeting shall be conducted physically by polling paper and voting for the Shareholders' meeting shall be conducted, in accordance with the Companies (Management & Administration) Rules, 2014, and the forms thereunder with such variations as required in the circumstances and in relation to the resolution for approval of the Scheme.

A person, including a Body Corporate, entitled to attend and vote at the venue of a meeting, as aforesaid, may do so personally or by proxy, provided the proxies in the prescribed form duly signed by such person and/or the certified copy of resolution of the Board of Directors or other governing body of such person, where it is a Body Corporate, authorizing its representative to attend and vote at such meeting on its behalf, as the case may be, is deposited at the registered office of the Applicant Companies not later than 48 (forty-eight) hours before the time for holding the meeting.

The resolution for approval of the Scheme of Amalgamation put to vote in a meeting shall, if passed by a majority of persons representing three- fourths in value of the Unsecured Creditors, or Equity Shareholders, as the case may be of both the Applicant Companies, shall be deemed to have been duly passed on the date of such meeting under Section 230(1) read with Section 232(1) of the Companies Act, 2013.

The value and number of each of the shareholders and Unsecured Creditors of the both the Applicant Companies shall be in accordance with the books and records of the respective concerned Applicant and as on the cut-off date, where entries in the books/register are disputed, the chairperson shall determine the value for purposes of the said meetings and his decision in that behalf would be final.

7.13 The Chairperson of the Meeting(s) to report to this Tribunal the results of the said meetings within seven days of the conclusion of the said meetings. Such report shall be filed in Form No. CAA- 4 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, verified by affidavit.

7.14 The votes cast shall be scrutinized by the Scrutinizer. The Scrutinizer shall prepare and submit the respective reports on the meetings along with all papers relating to the voting to the Chairperson of the meetings at the Scrutinizer's earliest convenience and in any case within 3 days of the conclusion of the meetings. The Chairperson shall declare the results of the meetings after submission of the reports of the Scrutinizer. The declaration of results by the Chairperson shall also be displayed on the Notice Board of the concerned Applicant Companies at its registered office and shall also be posted on the website, if any, of such Applicant Companies.

8. Let notice be served jointly by the Applicant Companies, as per the requirements of sub-section (5) of Section 230 of the Companies Act, 2013, along with the copy of the Scheme of Arrangement and the statement disclosing necessary details, on the Central Government, through the Regional Director, North-Eastern Region, Ministry of Corporate Affairs, Guwahati; Registrar of Companies, North-Eastern Region, Guwahati, Official Liquidator, High Court Guwahati; Reserve Bank of India, Competition Commission of India, if applicable and the Income-Tax Department

having jurisdiction over the Applicant Companies through E-Mail and by Speed Post, both; and such other relevant sectoral regulators/authorities, wherever applicable, which are likely to be affected by the proposed Scheme, by sending the same by hand delivery through Special Messenger or by Registered Post or by Speed Post, within seven days from the date of receipt of this order and for filing their representation, if any on the Application, within 30 days from the date of receipt of the said notice.

9. The Applicant Companies are further directed to send notice through E-mail also and file copy of such mails along with an affidavit. The notice shall specify that representation, if any, should be filed before this Tribunal within 30 days of the date of receipt of the notice with a copy of such representation being sent simultaneously to the Applicant and/or its Counsel, in advance.

10. Objections, if any, to the Scheme contemplated by the authorities to whom notice has been given on or before the date of hearing fixed herein may be filed, failing which it will be considered by this Tribunal that there is no objection to the approval of the Scheme of Amalgamation on the part of the authorities, subject to other conditions being applicable under the Companies Act, 2013 and relevant rules made thereunder.

11. The Applicant Companies shall file an affidavit of service with the Registry in regard to the directions given in this Order to report to this Tribunal that the directions regarding the issuance of notices have been duly complied with.

12. The Application being **Company Application CA (CAA) No. 6/GB/2024 is allowed and disposed of accordingly.**

13. Urgent Certified copy of this order, if applied for, be supplied to the parties, subject to compliance with all requisite formalities.

Sd/-	Sd/-
(Satya Ranjan Prasad)	**(H. V. Subba Rao)**
Member (Technical)	**Member (Judicial)**

Signed this on 10th day of June 2024

FORM NO. MGT-11

PROXY FORM

(Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014

CIN:	**U26942AS1986PLC002553**
Name of the Company:	**Vinay Cement Limited**
Registered Office:	**Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam – 788931**

Name of the Equity Shareholder	
Address	
E-mail Id	
Folio Number	
DP ID	
Client ID	

I/We, being the Equity Shareholder of the above-named Company hereby appoint:

1. Name:
   Address:
   E-Mail ID:
   Signature:………………………………………………..or failing him

2. Name:
   Address:
   E-Mail ID:
   Signature:…………………………………………………..or failing him

3. Name:
   Address:
   E-Mail ID:
   Signature:…………………………………………………..

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the NCLT Convened Equity Shareholders Meeting of the Company, to be held on Tuesday, the 6th day of August, 2024 at 11 a.m. at Company's registered office situated at Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam – 788931 and at any adjournment thereof in respect of such resolutions as are indicated below:

ITEM	**Optional***	
	For	**Against**
To approve the Scheme of Arrangement between Vinay Cement Limited and Dalmia Cement (North East) Limited; and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013.		

Signed this......... day of ...., 2024

Affix One Rupee
Revenue Stamp

Signatures of Equity Shareholders(s)
Sole /First Holder: ________________________________
Second Holder: ___________________________________
Third Holder: ___________________________________
Signature of Proxy holder: ___________________________________

* Please state in this column whether 'in favour' or 'against'.

Notes:

1. Please affix revenue stamp before putting signature.
2. Proxy need not be a member of the Company.
3. All alterations made in the Proxy Form should be initialed.
4. The proxy (ies), to be effective shall be duly filled, stamped, signed and deposited, not less than 48 hours before the commencement of the meeting at the registered office of the Company.
5. Proxy authorized by an Equity Shareholder, which is a body corporate, should carry the true copy of the resolution passed by the Board of Directors or other governing body of such body corporate, certified by a Director, Manager, Secretary or other authorized officer of such body corporate, to this effect. Such resolution should be lodged with the Company at the registered office not later than 48 hours before the time scheduled /fixed for the said meeting.
6. Proxy should carry a valid proof of identity like PAN card/ Aadhar card/Driving license/passport/ Voter ID Card.
7. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
8. In case of multiple proxies, the Proxy, later in time shall be accepted.
9. No minor shall be appointed as a proxy.
10. Strike out what is not necessary.

ATTENDANCE SLIP

Venue of the NCLT Convened meeting of Equity Shareholders of Vinay Cement Limited		Registered Office situated at Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam – 788931
Date & Time		August 06, 2024 at 11 a.m.

Please fill attendance slip and hand it over at the entrance of the meeting venue.

Name	
Address	

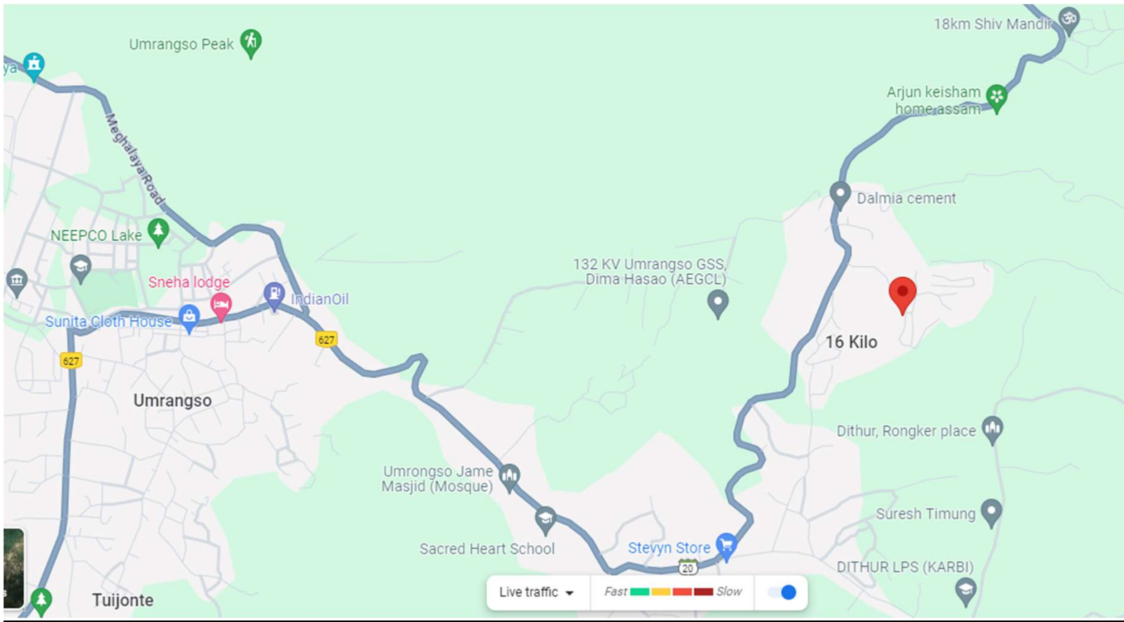
I certify that I am the registered Equity Shareholder / proxy for the registered Equity Shareholder of Vinay Cement Limited.

I hereby record my presence at the NCLT Convened Equity Shareholders Meeting held on August 06, 2024 at 11 a.m. at Registered Office situated at Jamuna Nagar, Umrangshu, Dist: North Cachar Hills, Assam – 788931.

____

Signature of Equity Shareholder/Proxy

VCL



Umrangso Peak
18km Shiv Mandir
Arjun keisham home assam
Meghalaya Road
Dalmia cement
NEEPCO Lake
132 KV Umrangso GSS, Dima Hasao (AEGCL)
Sneha lodge
IndianOil
Sunita Cloth House
627
16 Kilo
Umrangso
Dithur, Rongker place
Umrongso Jame Masjid (Mosque)
Suresh Timung
Sacred Heart School
Steyyn Store
20
DITHUR LPS (KARBI)
Tuijonte
Live traffic
Fast
Slow