Rudolf Atul Chemicals Ltd

Annual Report 2025-26

The cover page symbolises the transformative impact of textile chemical solutions of our Company. It features a close-up of a technical textile fabric with a vibrant spectrum of colours and fluid design elements that reflect innovation, creativity and the value we bring to the textile industry through enhanced performance and functionality. The gradient of colour across the fabric aligns with the role of our Company in converting grey, unfinished textiles into value added textile articles through chemical expertise. The fabric dissolves into a soft blur towards the right edge, suggesting motion, transformation and forward movement.

Contents

Excellence is a continuous process and not an accident.
- Abdul Kalam

1 Corporate identity

2 Purpose

3 Values

4 Board of Directors

5 Directors' Report

9 Annexure to the Directors' Report

13 Management Discussion and Analysis

15 Corporate Governance Report

25 **Notice**

32 Performance trend

33 Independent Auditor's Report

44 Financial Statements

Forward-looking statements

In this annual report, we have shared information and made forward looking statements to enable investors to know our product portfolio, business logic and direction and thereby comprehend our prospects. Such statements that we make are based on our assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'believe', 'estimate', 'intend', 'plan', 'project' or words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward looking statements will be realised although we believe we have been prudent in our assumptions. The actual results may be affected because of uncertainties, risks and even inaccurate assumptions. If uncertainties or known or unknown risks materialise or if underlying assumptions prove inaccurate, actual results may vary materially from those anticipated, believed, estimated, intended, planned or projected. We undertake no obligation to publicly update any forward looking statements, whether as a result of new information, future events or otherwise.

Corporate identity

Rudolf Atul Chemicals Ltd is a 50-50 joint venture company of Rudolf GmbH (Rudolf) and Atul Ltd (Atul), engaged in the manufacturing and marketing of textile chemicals in India. The Company is effectively leveraging the strengths of Rudolf and Atul in serving its customers by becoming a total solution provider and is thereby helping both partners to participate in the growing marketplace.

About Rudolf

Rudolf is a world leader in textile chemistry. Founded over 100 years ago in Germany, the Company is a family-owned business now in its fourth generation. Dedicated to the success of its customers, driven by science and committed to environmental protection, it sees itself as an agent of positive change. The Company also operates in the construction, coating and car care sectors. It supplies customers reliably from 18 production sites across different regions.

About Atul

Founded in 1947, Atul is a leading integrated chemical company in India with an annual revenue of about ₹ 6,500 cr. The Company manufactures about 900 products and 400 formulations. The production facilities of Atul and its associate, joint venture and subsidiary entities are at Ambernath, Ankleshwar, Jodhpur, Panoli, Tarapur and Valsad in India and Somerset in the UK. It has established subsidiary companies in Brazil, China, Ireland, the UAE, the UK and the USA to serve its customers better and enhance the breadth and depth of its business.

Purpose

We are committed to significantly enhancing value for our stakeholders by:

- fostering a spirit of continuous learning and innovation
- adopting developments in science and technology
- providing high quality products and services, thus becoming the most preferred partner
- having people who practice Values and exemplify a high standard of behaviour
- seeking sustained, dynamic growth and securing long-term success
- taking responsible care of the surrounding environment
- improving the quality of life of the communities we operate in

Values

In an environment where change is a way of life, continuity of Values provides stability and is fundamental to us. We have therefore formalised key Values and are committed to institutionalising them. We will seek to create an environment wherein these Values are consistently practised and nurtured and ensured that they are not compromised.

INTEGRITY

Working with honesty, following the highest standards of professionalism. Integrity is when our decisions and actions remain consistent with our thoughts and words, written or spoken.

UNDERSTANDING

How well we work with others depends on our ways to connect and this in turn is based on our level of Understanding of human relationships. This certainly does not mean that we accept poor performance, but that we do it the right way. Understanding is the external manifestation of internal realisation.

UNITY

Working together and taking advantage of synergy while harnessing unique abilities of each of us to achieve a larger goal. Unity is the realisation that though we may work in different areas, we are finally interconnected and that interdependence is a higher order of living than independence. Though we may be many, we share a common purpose.

RESPONSIBILITY

Delivering value and taking ownership of actions. Responsibility must also give us the realisation that what is good for the business must be in the overall good. In essence, we must work with a spirit of trusteeship for the shareholders and other stakeholders. What comes to us must be returned many times over.

EXCELLENCE

A drive that is more from inside than outside; it is about us seeking to continuously improve and develop an eye for innovation even in day to day work. Excellence is about excelling in everything we do and not giving up. Excellence is also a journey, not simply a destination in itself.

Board of Directors

Wolfgang Schumann

Tejas Shukla

Oliver Kusterle

Gopi Kannan Thirukonda

Sudhir Merchant

Sujal Shah

Anup Jain

Nishtha Lalbhai

Directors' Report

RACL

Dear Members,

The Board of Directors (Board) presents the annual report of Rudolf Atul Chemicals Ltd together with the audited Financial Statements for the year ended March 31, 2026.

01. Financial results

(₹ cr)

	2025-26	2024-25
Revenue from operations	162.70	166.50
Other income	1.65	1.48
Total revenue	164.35	167.98
Profit before tax	30.38	35.57
Provision for tax	8.03	9.17
Profit for the year	22.35	26.40
Balance in retained earnings at the beginning of the year	52.65	43.79
Transfer from comprehensive income	(0.02)	(0.03)
Disposable surplus	74.98	70.16
Dividend paid	(23.35)	(17.51)
Balance carried forward	51.63	52.65

02. Performance

Sales for the year decreased by 2%, from ₹ 165.20 cr to ₹ 161.88 cr. Lower capacity utilisation, arising from tariff-related issues, primarily contributed to this reduction, though price support provided a partial offset. Profit before tax at ₹ 30.38 cr decreased by 15% from ₹ 35.57 cr. Earnings per share decreased to ₹ 38.29 from ₹ 45.22. Cash flow from operating activities before working capital changes decreased to ₹ 29.72 cr from ₹ 34.94 cr, and net cash flow from operating activities decreased to ₹ 21.25 cr from ₹ 27.47 cr.

15 products were registered with the Global Organic Textile Standard list for version 7.0, bringing the total to 132 products. The addition of 11 products to the Zero Discharge of Hazardous Chemicals — Level 3 list increased the total to 218 products. Maintenance of operational standards continued through ISO 9001:2015 and ISO 14001:2015 certifications.

03. Dividend

The Board recommended a dividend of ₹ 25 per share on 58,37,500 equity shares of ₹ 10 each, fully paid-up for the year ended March 31, 2026. The dividend will entail an outflow of ₹ 14.59 cr on the paid-up equity share capital of ₹ 5.84 cr.

04. Energy conservation, technology absorption, foreign exchange earnings and outgo

Information required under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 as amended from time to time, forms part of this Report, which is given on page number 9.

05. Insurance

The Company has taken adequate insurance for its current and fixed assets, employees and products against various relevant risks.

06. Risk management

The Company has identified risks and has initiated a mitigation plan for the same.

07. Internal financial controls

The internal financial controls over financial reporting are designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Financial Statements. These include policies and procedures that:

a) pertain to the maintenance of records, which in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company,

b) provide reasonable assurance that transactions are recorded as necessary to permit the preparation of the Financial Statements in accordance with Generally Accepted Accounting Principles and that receipts and expenditures are being made only in accordance with the authorisations of the Management and Directors of the Company,

c) provide reasonable assurance regarding the prevention or timely detection of unauthorised acquisition, use or disposition of the assets that can have a material effect on the Financial Statements.

The Management assessed the effectiveness of the internal financial controls over financial reporting as at March 31, 2026 and the Board believes that the controls are adequate.

08. Fixed deposits

The Company did not accept any deposits from the public and as such no amount on account of principal or interest on such deposits was outstanding as at March 31, 2026.

09. Loans, guarantees, investments and security

Particulars of loans, guarantees, investments and security provided are given on page number 68.

10. Subsidiary, joint venture and associate company

The Company does not have any subsidiary, joint venture and associate company.

11. Related party transactions

All the transactions entered into with the related parties were in the ordinary course of business and on an arm's length basis. Details of such transactions are given on page number 66. No transactions that required disclosure in Form AOC-2 were entered into by the Company.

12. Corporate social responsibility

The composition of the Corporate Social Responsibility (CSR) Committee, the CSR Policy and the CSR Report are given on page number 10.

13. Annual return

Annual return for 2025-26 is available on the website of the Company at https://www.racl.co.in/investors/stakeholders-information/ annual-reports/

14. Auditors

14.1 Statutory Auditors

Deloitte Haskins & Sells LLP Chartered Accountants were appointed as the Statutory Auditors of the Company at the 18th Annual General Meeting (AGM) held on August 19, 2022, until the conclusion of the 23rd AGM.

The Auditor's Report for the financial year ended on March 31, 2026 does not contain any qualification, reservation or adverse remark. The report is enclosed with the financial statements in this annual report.

14.2 Cost Auditors

The Company has maintained cost records as required under the Act. The members ratified the appointment of Tadhani & Co, as the Cost Auditors for 2025-26 on August 01, 2025.

15. Directors' responsibility statement

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors confirm that, to the best of their knowledge and belief:

a) In preparation of the annual accounts for the financial year ended on March 31, 2026, the applicable accounting standards have been followed and there are no material departures.

b) Accounting policies were selected and applied consistently and judgements and estimates were made that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.

c) Proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

d) The attached annual accounts for the year ended on March 31, 2026, were prepared on a going concern basis.

e) Adequate internal financial controls to be followed by the Company were laid down and the same were adequate and operating effectively.

f) Proper systems were devised to ensure compliance with the provisions of all applicable laws and the same were adequate and operating effectively.

16. Directors

16.1 Retirement | Reappointment | Appointment

a) Reappointment

In accordance with Article 88 of the Articles of Association of the Company, Dr Oliver Kusterle and Mr Gopi Kannan Thirukonda retire by rotation and, being eligible, offer themselves for reappointment at the ensuing AGM.

b) Appointment

Subject to the approval of the members, Mr Anup Jain and Ms Nishtha Lalbhai were appointed as Directors effective April 20, 2026.

16.2 Policy on appointment and remuneration

The policy on appointment and remuneration is displayed on the website of the Company at www.racl.co.in/investors/company-policies-2/. The salient features of the Policy are as under:

16.2.1 Appointment

While recommending the appointment of the Directors, the Nomination and Remuneration Committee considers the following factors:

a) Qualification: well-educated and experienced in senior leadership positions in industry | profession

b) Trait: positive attributes and qualities

c) Independence: criteria prescribed in Section 149(6) of the Companies Act, 2013, for the Independent Directors, including no pecuniary interest and conflict of interest

16.2.2 Remuneration of the Non-executive Directors

a) Sitting fees: up to ₹ 30,000 for attending a Board, Committee or any other meeting

b) Commission: up to 1% of net profit as may be decided by the Board based on

i) Membership of committee(s)

ii) Profit

iii) Attendance

iv) Category (Independent or Non-executive).

16.2.3 Remuneration of the Managing Director

This is given under paragraph number 17.2

17. Key Managerial Personnel and other employees

17.1 Appointments and cessations of Key Managerial Personnel

a) Mr Rajas Khaladkar ceased to be the Chief Financial Officer of the Company effective June 30, 2025.

b) Mr Kalpit Shah was appointed as the Chief Financial Officer of the Company effective July 1, 2025.

c) Mr Rakesh Pathak ceased to be the Company Secretary of the Company effective March 14, 2026.

17.2 Remuneration

The Remuneration Policy of the key managerial personnel and other employees consists of the following:

17.2.1 Components:

a) Fixed pay

i) Basic salary

ii) Allowances

iii) Perquisites

iv) Retirals

b) Variable pay

17.2.2 Factors for determining and changing fixed pay:

a) Existing compensation

b) Education

c) Experience

d) Salary bands

e) Performance

f) Market benchmark

17.2.3 Factors for determining and changing variable pay:

a) Company performance

b) Business performance

c) Individual performance

d) Work level

18. Analysis of remuneration

No employee falls in the criteria provided in Sections 134(3)(q) and Section 197(12) of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Thus, the disclosure of the information in respect thereof is not applicable.

19. Management Discussion and Analysis

The Management Discussion and Analysis covering the performance of the Company is given on page number 13.

20. Corporate Governance Report

20.1 Report

The Corporate Governance Report is given on page number 15. Details about the number of meetings of the Board held during 2025-26, are given on page number 18. The composition of the Audit Committee is given on page number 20. All the recommendations given by the Audit Committee were accepted by the Board.

20.2 Secretarial standards

Secretarial standards as applicable to the Company were followed and complied with during 2025-26.

20.3 Prevention, prohibition and redressal of sexual harassment

Details required under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules thereunder are given on page number 22.

20.4 Maternity benefit

The Company has complied with provisions relating to maternity benefits.

21. Acknowledgements

The Board expresses its sincere thanks to all the employees, customers, suppliers, investors, lenders, regulatory and government authorities for their support.

For and on behalf of the Board of Directors

(Wolfgang Schumann)

Atul — **Chairman**

April 20, 2026 — DIN: 01995827

Annexure to the Directors' Report

Index

No.	Subject title	Page
1.	**Energy conservation, technology absorption, foreign exchange earnings and outgo**	
1.1	Energy conservation	9
1.2	Technology absorption	9
1.3	Foreign exchange earnings and outgo	9
2.	**Corporate social responsibility**	
2.1	A brief outline of CSR Policy, programs and scope of the Company	10
2.2	Composition of the CSR Committee	11
2.3	Details of URL for disclosure of composition of the CSR Committee, CSR Policy and CSR projects on the website of the Company	11
2.4	Impact assessment	11
2.5	CSR obligation	11
2.6	Details of the CSR amount spent | unspent for the financial year	11
2.7	Details of the unspent CSR amount for the preceding three financial years	12
2.8	Details relating to the capital asset created or acquired through CSR spend	12
2.9	Reasons for not spending two percent of the average net profit	12

1. Energy conservation, technology absorption, foreign exchange earnings and outgo

1.1 Energy conservation

1.1.1 No major steps were taken during the year.

1.1.2 Additional investments and proposals being implemented: nil

1.2 Technology absorption

No major steps were taken during the year.

1.3 Foreign exchange earnings and outgo

(₹ *cr*)

Particulars	2025-26	2024-25
Earnings		
Commission income	0.56	0.92
Outgo		
Import of raw materials	30.70	29.48

2. Corporate social responsibility

2.1 A brief outline of CSR Policy, programs and scope of the Company

2.1.1 Policy

The Company will help enhance the quality of life of people belonging to the marginalised sections of society and volunteer its resources to the extent it can reasonably afford to Atul Foundation Trust (Atul Foundation) and (or) other entities under its umbrella. Atul Foundation will particularly undertake projects in and around the locations where the Company operates.

2.1.2 Programs and scope

Atul Foundation will take up projects and | or carry out activities under six broad programs:

a) Education b) Empowerment, c) Health, d) Relief, e) Infrastructure and f) Conservation with the varied scope of work.

a) Education
   i) Establish and | or support educational institutions
   ii) Enhance education in rural areas
   iii) Support needy and | or meritorious students

b) Empowerment
   i) Establish and | or support vocational training and institutions
   ii) Promote sustainable livelihood opportunities for women | youth
   iii) Promote integrated development of rural | tribal areas

c) Health
   i) Establish and | or improve medical care centres
   ii) Promote health, nutrition, hygiene and sanitation
   iii) Promote sports and fitness

d) Relief
   i) Eradicate hunger and malnutrition
   ii) Support deserving | needy people
   iii) Support during natural calamities

e) Infrastructure
   i) Develop and | or improve rural infrastructure
   ii) Develop and | or improve rural amenities
   iii) Develop and | or improve child-friendly infrastructure

f) Conservation
   i) Conserve natural resources
   ii) Protect environment | flora and fauna
   iii) Protect and | or promote art and culture

2.2 Composition of the CSR Committee:

No.	Name of Directors	Designation | Nature of Directorship	Meetings entitled	Meetings attended
1.	Gopi Kannan Thirukonda	Chairman | Non-executive Director	1	1
2.	Wolfgang Schumann	Member | Non-executive Director	1	1
3.	Sudhir Merchant	Member | Non-executive Director	1	1

2.3 Details of URL for disclosure of the composition of the CSR Committee, CSR Policy and CSR projects on the website of the Company:

www.racl.co.in/investors/company-policies-2

2.4 Impact assessment:

Not applicable

2.5 CSR obligation:

(₹ *lakh*)

a)	Average net profit of the Company as per Section 135(5)	2,487.47
b)	2% of the average net profit of the Company as per Section 135(5)	50.00
c)	Surplus arising out of the CSR projects or programs or activities of the previous financial years	Nil
d)	Amount required to be set-off for the financial year	Nil
	Total CSR obligation for the financial year [b) + c) - d)]	50.00

2.6 CSR amount spent: (₹ *lakh*)

a)	Details of the amount spent (ongoing projects and other than ongoing projects) for the financial year:	50.00
b)	Amount spent on administrative overheads:	Nil
c)	Amount spent on impact assessment:	Nil
d)	Total amount spent for the financial year [a) + b) + c)]:	50.00

a) CSR amount spent or unspent for the financial year: (₹ *lakh*)

Total amount spent for the financial year	Amount unspent				
	Total amount transferred to the Unspent CSR Account under section 135(6)		Amount transferred to any fund specified under Schedule VII as per the second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the fund	Amount	Date of transfer
50.00	–	–	–	–	–

b) Excess amount for set-off, if any: nil

(₹ *lakh*)

No.	Particulars	Amount
(i)	2% of the average net profit of the Company as per Section 135(5)	50.00
(ii)	Total amount spent for the financial year	50.00
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years	Nil
(v)	Amount available for set-off in succeeding financial years [(iii)-(iv)]	Nil

2.7 Details of unspent CSR amount for the preceding three financial years:

(₹ *lakh*)

No.	Preceding financial year	Amount transferred to the Unspent CSR Account under section 135 (6)	Amount in Unspent CSR Account under section 135(6)	Amount spent in the financial year	Amount transferred to any fund specified under Schedule VII as per Section 135(5), if any		Amount remaining to be spent in succeeding financial years	Deficiency, if any
					Amount	Date of transfer		
	–	–	–	–	–	–	–	–

2.8 Whether any capital assets have been created or acquired through CSR spending in the financial year?

No.

Details relating to the asset(s) created or acquired through CSR spending in the financial year:

No.	Short particulars of the property | asset(s) including complete address and location of the property	Pincode of the property | asset(s)	Date of creation	Amount of CSR amount spend	Details of entity | authority | the beneficiary of the registered owner		
					CSR registration number, if applicable	Name	Registered address
	–	–	–	–	–	–	–

2.9 Reasons if the Company has failed to spend two percent of the average net profit as per Section 135(5): Not applicable

Chairman of CSR Committee	Managing Director
Gopi Kannan Thirukonda	Tejas Shukla
DIN: 00048645	DIN: 10309971

Management Discussion and Analysis

Rudolf Atul Chemicals Ltd (RACL) manufactures and markets specialty chemicals for the textile industry in India. The Company provides application-oriented chemical solutions across textile processing stages, supported by product development capabilities and technical service. Over the last five years, the Company recorded a compound annual growth rate of approximately 13%. RACL continues to focus on strengthening customer engagement, operational efficiency and organisational capabilities to support sustainable growth.

During the year, the Company reported revenue of ₹ 161.88 cr, reflecting a decrease of 2% compared to the previous year. The performance reflects the impact of a volatile demand environment and cost pressures, partially offset by customer additions, an increased share of business with existing accounts and expansion into select markets. Operational focus during the year remained on maintaining a balanced product mix, offering customised solutions and exercising tight control over costs and working capital. These measures enabled the Company to navigate external headwinds while preserving business stability.

The textile chemicals industry operated in a challenging environment during 2025-26. The first half of the year was impacted by lower demand worldwide, geopolitical uncertainties and competitive pressures. The situation intensified in the second half due to global trade disruptions, currency volatility and inflationary pressures on raw materials and logistics. Despite these challenges, the domestic textile market demonstrated relative resilience, supported by policy initiatives and continued investment across the textile value chain. Structural shifts towards value-added and performance-driven textiles are expected to influence demand patterns over the medium term.

The medium-term outlook for the Indian textile sector remains stable. The Company will continue to focus on i) growth through value-added offerings, ii)sustainable innovation and deeper customer relationships through technical support and service quality, iii) improve market penetration in growth-oriented segments, while iv) maintaining financial and operational discipline.

The operations of the Company are exposed to volatility in raw material and energy prices, fluctuations in cotton and fibre markets, foreign exchange movements and global trade and tariff policies. Competitive intensity, including participation by large global suppliers, may affect pricing and margins. Variability in end-user demand can also influence the order flows of customers. These risks are monitored on an ongoing basis, and appropriate mitigation measures are undertaken

Internal controls and systems

The Company has established internal control systems commensurate with the size and nature of its operations. These systems provide reasonable assurance regarding operational effectiveness, reliability of financial reporting, safeguarding of assets, and compliance with applicable laws and regulations. Periodic audits are conducted by internal and statutory auditors, with key observations reviewed by the management and the Audit Committee.

Human Resources

Human capital remains an important focus area for the Company. RACL continues to invest in capability building and learning initiatives, supported by the use of digital tools in HR processes. The Company maintains a professional and collaborative work environment aligned with its business objectives. Employee relations remained cordial during the year.

Corporate Governance Report

Encourage questioning and validation of information through reason rather than blind faith.

- Gautama Buddha

1. Philosophy

Transparency and accountability are the two basic tenets of corporate governance. The Company is committed to conducting business the right way, which means making decisions and acting in a way that is ethical and in compliance with the applicable legal requirements. It endeavours to continuously improve its corporate governance performance to earn the trust and respect of all its stakeholders.

The Board of Directors (Board) is responsible for and is committed to good corporate governance and plays a critical role in overseeing how the Management serves the short and long-term interests of the shareholders and other stakeholders.

2. Board

2.1 Board business

The normal business of the Board comprises:

2.1.1 Approving:

a) appointment of the Cost Auditors

b) capital expenditure and operating budgets

c) commission payable to the Directors within the limit set by the shareholders

d) contracts in which the Director(s) are deemed to be interested

e) cost audit reports

f) creation of charge on assets in favour of lenders

g) declaration of interim dividend

h) joint ventures, collaborations, mergers and acquisitions

i) loans and investments

j) matters requiring statutory | Board consent

k) sale of investments and assets

l) short, medium or long-term borrowings

m) unaudited quarterly financial results and audited annual accounts, including segments revenue, results and capital employed

2.1.2 Monitoring:

a) effectiveness of the governance practices and making desirable changes

b) implementation of performance objectives and corporate performance

c) potential conflicts of interest of the Management, the Board members and the shareholders, including misuse of corporate assets and abuse in related party transactions

d) the Board nomination process such that it is transparent and results in a diversity of experience, gender, knowledge, perspective and thoughts in the Board

e) the Management and providing strategic guidance while ensuring that encouraging positive thinking does not result in over optimism that either leads to significant risks not being recognised or exposes the Company to excessive risk

2.1.3 Noting:

a) general notices of interest of the Directors

b) minutes of the meetings of the Board and its Committees and also the resolution(s) passed by circulation

2.1.4 Recommending:

a) appointment of the Statutory Auditors

b) final dividend

2.1.5 Reviewing:

a) corporate strategy, major plans of action, Risk Policy, annual budgets and business plans

b) default in payment of statutory dues

c) fatal or serious accidents, dangerous occurrences and material environmental matters

d) foreign exchange exposure and exchange rate movement

e) the integrity of the accounting and financial reporting systems and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational control and compliance with the law and relevant standards

2.1.6 Setting:

a) a well-defined mandate, composition and working procedures of the committees

b) a corporate culture and the Values

2.1.7 Others:

a) Acting on a fully informed basis, in good faith, with due diligence and care and in the best interest of the Company and the shareholders.

b) Aligning remuneration of the key executives and the Board Members with the long-term interests of the Company and the shareholders.

c) Applying high ethical standards

d) Assigning a sufficient number of Non-executive Board Members capable of exercising independent judgement to items where there is a potential for conflict of interest.

e) Assisting the Executive Management by challenging the assumptions underlying strategy, strategic initiatives (such as acquisitions), risk appetite, exposures and the key areas of focus for the Company.

f) Encouraging training of Directors on a continuous basis to ensure that the Board Members are kept updated.

g) Exercising objective and independent judgement on corporate affairs.

h) Facilitating the Independent Directors to perform their role effectively as Board Members and also as Members of Committees.

i) Meeting the expectations of operational transparency of the stakeholders while maintaining the confidentiality of information to foster a culture of good decision-making.

2.2. Appointment and tenure

2/3rd of the Directors are rotational Directors. 1/3rd of rotational Directors retire in every Annual General Meeting (AGM) and, if eligible, offer themselves for reappointment. The Managing Director is appointed by the members for a period of up to five years.

2.3. Composition, name, other directorships | committee memberships

The Board comprises experts drawn from diverse fields | professions. It consists of eight members:

No.	Name	Directorship(s) in other company(ies)[1]	Membership(s) of the Committee(s) of the Board(s)[2]	Chairmanship(s) of the Committee(s) of the Board(s)[2]
	Chairman			
1.	Wolfgang Schumann	1	–	–
	Managing Director			
2.	Tejas Shukla	–	–	–
	Non-executive Directors			
3.	Gopi Kannan Thirukonda	8	4	–
4.	Sudhir Merchant	2	2	–
5.	Sujal Shah	7	6	3
6	Oliver Kusterle	–	–	–
7	Anup Jain[3]	-	-	-
8	Nishtha Lalbhai[3]	2	-	-

[1]Excludes Directorships in foreign companies and private limited companies

[2]Memberships | Chairmanships of only the Audit Committees and Stakeholders Relationship Committees of all public limited companies, including the Company were considered

[3]Effective April 20, 2026

2.4 Board meetings and attendance in meetings

No.	1	2	3	4		
Date	Monday, April 22, 2025 at Atul	Monday, August 01, 2025 at Atul	Friday, November 07, 2025 at Atul	Friday, February 13, 2026 at Atul	Total attendance in Board meeting	AGM on August 01, 2025
Wolfgang Schumann	✓	✓	✓	✓	4	✓
Gopi Kannan Thirukonda	✓	✓	✓	✓	4	✓
Sudhir Merchant	A	✓	✓	✓	3	✓
Sujal Shah	✓	✓	✓	✓	4	✓
Oliver Kusterle	A	✓	✓	✓	3	✓
Tejas Shukla	✓	✓	✓	✓	4	✓
Anup Jain[1]	NA	NA	NA	NA	NA	NA
Nishtha Lalbhai[1]	NA	NA	NA	NA	NA	NA
Total attendees	4	6	6	6	-	-

✓ Present | - Absent

[1] Effective April 20, 2026

2.5 Appointment | Cessation

2.5.1 Appointed:

a) Mr Anup Jain was appointed as an Additional Director effective April 20, 2026

b) Ms Nishtha Lalbhai was appointed as an Additional Director effective April 20, 2026

2.5.2 Ceased: nil

2.5.3 Remuneration

No.	Name	Remuneration during the year (₹)			
		Sitting fees	Salary and perquisites	Commission	Total
	Chairman				
1.	Wolfgang Schumann	-	-	-	-
	Managing Director				
2.	Tejas Shukla	-	29,73,280	-	29,73,280
	Non-executive Directors				
3.	Gopi Kannan Thirukonda	-	-	-	-
4.	Sudhir Merchant	1,80,000	-	4,00,000	5,80,000
5.	Sujal Shah	2,40,000	-	4,00,000	6,40,000
6.	Oliver Kusterle	-	-	-	-
7.	Anup Jain[1]	-	-	-	-
8.	Nishtha Lalbhai[1]	-	-	-	-

[1] Effective April 20, 2026

Sitting fees of up to ₹ 30,000 per meeting constitute fees paid to the Non-executive Directors for attending the Board, Committee and other meetings as approved by the Board.

Commission of up to 1% of the net profit of the Company to the Non-executive Directors was approved by the members of the Company at the AGM held on August 18, 2023, for a period of five years effective April 01, 2024. The Board approves, within the aforesaid limit, the commission payable to a Non-executive Director.

3. Committees of the Board

The Board has constituted the following Committees:

- Audit Committee
- Corporate Social Responsibility Committee
- Nomination and Remuneration Committee

3.1 Audit Committee

3.1.1 Role

a) Approving:

i) appointment of the Chief Financial Officer

ii) transactions with related parties and subsequent modifications thereof

b) Conducting:

i) pre-audit discussions with the Auditors regarding the nature and scope of the audit and post-audit discussion to ascertain any area of concern

ii) valuation of undertakings or assets, wherever necessary

c) Formulating:

i) code of conduct and related matters

ii) scope, functioning, periodicity and methodology for conducting the internal audit in consultation with the Internal Auditor

d) Reviewing:

i) adequacy of the internal audit function, including the structure of the Internal Audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit

ii) compliance reports of all applicable laws as well as steps taken to rectify instances of non- compliances periodically

iii) financial reporting process and the disclosure of financial information to ensure that the Financial Statements are correct, credible and sufficient

iv) periodically with the Auditors, the internal control systems, the scope of audit, including the observations of the Auditors and the Financial Statements before submission to the Board

v) reasons for substantial defaults, if any, in the payment to the depositors, the debenture holders, the members (in case of non-payment of declared dividends) and creditors

vi) significant transactions and arrangements entered into by the unlisted subsidiary companies

vii) statement of related party transactions submitted by the Management

viii) the annual Financial Statements and Auditor's Report with the Management before submission to the Board for approval with particular reference to:

- any change in accounting policies and practices
- compliance with accounting standards
- disclosure of any related party transactions
- going concern assumption
- major accounting entries involving estimates based on the exercise of judgement by the Management
- matters required to be included in the Directors' Responsibility Statement for the Directors' Report

- qualifications in the draft Audit Report
- significant adjustments made in the Financial Statements arising out of audit findings

ix) the Auditors' independence, performance and effectiveness of the audit process

x) the Financial Statements, in particular, investments made by the unlisted subsidiary companies

xi) the following information mandatorily:

- appointment, removal and terms of remuneration of the Chief Internal Auditor
- Internal Audit Reports relating to weaknesses in the internal control systems
- Management Discussion and Analysis of financial condition and results of operations
- management letters | letters of internal control weaknesses issued by the Statutory Auditors

xii) the functioning of the whistleblowing mechanism

xiii) with the Internal Auditors any significant findings and follow-up thereon, including findings of any internal investigations into matters where there is a suspected fraud or irregularity or failure of the internal control systems of material nature and reporting such matters to the Board

xiv) with the Management the statement of uses | applications of funds raised through an issue (public issue, rights issue, preferential issue, etc), the statement of funds utilised for purposes other than those stated and the report submitted by the monitoring agency monitoring the utilisation of proceeds of such issue

e) Others:

i) Determining procedures for risk assessment and minimisation, and reviewing them periodically to ensure that the Executive Management controls risks through means of a properly defined framework.

ii) Evaluating internal financial controls and risk management system.

iii) Recommending appointment, remuneration and terms of appointment of the Auditors and approval for payment for any other services.

iv) Scrutinising inter-corporate loans and investments.

v) Other functions as mentioned in the terms of reference of the Audit Committee.

3.1.2 Composition, meetings and attendance

The Committee comprises the following members, all having relevant experience in financial matters. During 2025-26, four meetings were held:

No.	Name	Designation	Meetings entitled	Meetings attended
1.	Sudhir Merchant	Chairman	4	3
2.	Sujal Shah	Member	4	4
3.	Gopi Kannan Thirukonda	Member	4	4

The Chairman, the Managing Director, the Chief Financial Officer, the Company Secretary and the Internal Auditors are permanent invitees to the meetings. Invitation to the Statutory Auditors for the meetings is need based. The Board notes the minutes of the Audit Committee meetings.

3.2 Corporate Social Responsibility Committee

3.2.1 Role

a) Formulating and recommending the Corporate Social Responsibility (CSR) Policy to the Board.

b) Formulating and recommending to the Board the annual action plan, which must include:

   i) the list of CSR projects or programs that are to be undertaken

   ii) the manner of execution

   iii) the modalities of utilisation of funds and implementation schedules

   iv) monitoring and reporting mechanism

   v) details of need and impact assessment

c) Indicating reasons to the Board in case the amount of expenditure is less than 2% of the average net profit in a given year.

d) Monitoring the CSR Policy from time to time.

e) Recommending the amount of expenditure to be incurred on the CSR initiatives, which may not be less than 2% of the average net profit of the last three years.

3.2.2 Composition, meetings and attendance

The Committee comprises the following members. During 2025-26, one meeting was held:

No.	Name	Designation	Meeting entitled	Meeting attended
1.	Gopi Kannan Thirukonda	Chairman	1	1
2.	Wolfgang Schumann	Member	1	1
3.	Sudhir Merchant	Member	1	1

3.3 Nomination and Remuneration Committee

3.3.1 Role

   a) Devising a policy on Board diversity.

   b) Formulating criteria for determining qualifications, traits and independence of a Director and recommending to the Board a policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

   c) Formulating criteria for evaluation of the Independent Directors and the Board.

   d) Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommending to the Board their appointment and removal and carrying out an evaluation of the performance of every Director.

   e) Recommending | determining the remuneration of the Executive Director as per the policy.

3.3.2 Composition, meetings and attendance

The Committee comprises the following members. During 2025-26, no meeting was held:

No.	Name	Designation	Meeting entitled	Meeting attended
1.	Sudhir Merchant	Chairman	-	-
2.	Sujal Shah	Member	-	-
3.	Gopi Kannan Thirukonda	Member	-	-
4.	Oliver Kusterle	Member	-	-

4. Company policies

4.1 Compliance

Compliance certificates confirming due compliance with statutory requirements are placed at the Board meeting for review by the Directors. A system of ensuring material compliance with the laws, orders, regulations and other legal requirements concerning the business and affairs of the Company is in place. Instances of non-compliance, if any, are also separately reported to the Board and subsequently rectified.

4.2 Code of Conduct

The Code of Conduct is available on the website of the Company at www.racl.co.in/investors/company-policies-2/. All the Directors and the Senior Management personnel have affirmed their compliance with the Code of Conduct. A declaration to this effect signed by the Managing Director forms part of this report.3.4.3 Prevention of sexual harassment of women at the workplace

4.3 Prevention of sexual harassment of women at the workplace

Pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, and the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Rules, 2013, the Company has framed a policy on the prevention of sexual harassment of women at the workplace and constituted an Internal Complaints Committee. The status of complaints received during 2025-26, is as under:

Filed during 2025-26	Nil
Disposed of during 2025-26	Nil
Pending as at end of 2025-26	Nil
Number of cases pending for more than 90 days	Nil

4.4 Related party transactions

All the transactions entered into with the related parties were in the ordinary course of business and on an arm's length basis.

5. Affirmation and disclosure

There were no materially significant related party transactions, pecuniary transactions or relationships between the Company and its Directors or the Management and their subsidiary companies or relatives, amongst others during 2025-26 that may have a potential conflict with the interests of the Company at large. All details relating to financial and commercial transactions where the Directors may have a pecuniary interest are provided to the Board and the interested Directors neither participate in the discussion nor vote on such matters.

The Company complied with the statutory provisions, rules and regulations, and in the last three years, no strictures or penalties were imposed on the Company by any statutory authority.

6. Shareholders' information

6.1 Last three Annual General Meetings (AGMs)

Year	Location	Date	Time
2022-23	Through video conferencing at deemed venue: Atul Ltd, Atul 396 020, Gujarat, India	August 18, 2023	4:00 pm
2023-24	Through video conferencing at deemed venue: Atul Ltd, Atul 396 020, Gujarat, India	August 05, 2024	4:00 pm
2024-25	Through video conferencing at deemed venue: Atul Ltd, Atul 396 020, Gujarat, India	August 01, 2025	4:00 pm

6.2 Special resolutions passed in the previous three AGMs: no

6.3 Resolutions passed through postal ballot: nil

6.4 Annual General Meeting 2026

Details of the 22nd AGM are as under:

Year	Location	Date	Time
2025-26	Through video conferencing at deemed venue: Atul Ltd, Atul 396 020, Gujarat, India	August 07, 2026	4:00 pm

As required, particulars of the Directors seeking reappointment | appointment are given in the Notice of the AGM.

6.5 Financial year

April 01 to March 31

6.6 Date of book closure

July 25, 2026, to July 31, 2026

6.7 Date of dividend payment

August 12, 2026

6.8 Location of plant

Atul 396 020, Gujarat, India

6.9 Address of correspondence

B | 18598, Survey number 33, Atul 396 020, Gujarat, India

e-mail address: racl_legal@atul.co.in

6.10 Tentative Board meeting dates for consideration of results for 2026-27

No.	Name	Date
1.	First quarter results	August 07, 2026
2.	Second quarter and half-yearly results	October 19, 2026
3.	Third quarter results	February 05, 2027
4.	Fourth quarter and annual results	April 20, 2027

7. Role of the Company Secretary in the overall governance process

The Directors have access to the suggestions and services of the Company Secretary | Legal department in ensuring the effective functioning of the Board and its Committees. The Company Secretary administers, attends and prepares minutes of the Board and the Committee proceedings in accordance with the statutory requirements as well as the norms of corporate governance.

8. Certification by the Chief Executive Officer and the Chief Financial Officer

Mr Tejas Shukla, Managing Director and Mr Kalpit Shah, Chief Financial Officer, issued a certificate to the Board. The said certificate was placed before the Board at the meeting held on April 20, 2026, in which the accounts for the year ended March 31, 2026, were considered and approved by the Board.

For Rudolf Atul Chemicals Ltd

(Tejas Shukla)
Managing Director
DIN: 10309971

Atul
April 20, 2026

Notice

NOTICE is hereby given that the 22nd Annual General Meeting of the members of Rudolf Atul Chemicals Ltd will be held on Friday, August 7, 2026, at 4:00 pm through video conferencing | other audiovisual means to transact the following businesses:

Ordinary business

1. To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended on March 31, 2026 and the Reports of the Directors and the Auditors thereon.
2. To declare a dividend on equity shares.
3. To appoint a Director in place of Dr Oliver Kusterle (DIN: 10209763), who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Mr Gopi Kannan Thirukonda (DIN: 00048645) who retires by rotation and being eligible, offers himself for reappointment.

Special business

5. To consider and, if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution:

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and any other applicable provisions for the time being in force (including any statutory modification(s) or re-enactment thereof), Mr Anup Jain (DIN: 11667015), be and is hereby appointed as a Director of the Company liable to retire by rotation."
6. To consider and, if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 152 of the Companies Act, 2013 and any other applicable provisions for the time being in force (including any statutory modification(s) or re-enactment thereof), Ms Nishtha Lalbhai (DIN: 09566725), be and is hereby appointed as the Director of the Company liable to retire by rotation."
7. To consider and, if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution:

   "RESOLVED THAT pursuant to Section 148(3) of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the remuneration of ₹ 65,200 plus taxes as applicable and reimbursement of actual travel and out-of-pocket expenses for the financial year ending March 31, 2027 as recommended by the Audit Committee and approved by the Board of Directors of the Company, to be paid to Tadhani & Co, Cost Accountants, firm registration number: 003635 for conducting cost audits of the applicable products in the category of Chemicals, Inorganic Chemicals, Organic Chemicals and their derivatives be and is hereby ratified and confirmed."

Notes

1. The 22nd Annual General Meeting (AGM) is being held through video conferencing | other audiovisual means (VC) in accordance with the procedure prescribed in circular number 20/2020 dated May 5, 2020, read with the circular number 03|2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (the e-AGM circulars). The members can attend the AGM through VC by following the instructions given in note number 10 of the Notice. For the purpose of recording proceedings, the AGM will be deemed to be held at the registered office of the Company at B | 18598, Survey number 33, Atul 396 020, Gujarat, India. The members are requested to attend the AGM from their respective locations by VC and do not visit the registered office to attend the AGM.
2. Since the Annual General Meeting (AGM) is being held pursuant to the e-AGM circulars through video conferencing | other audiovisual means, physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence, the Proxy Form, Attendance Slip and route map of the AGM venue are not annexed to this Notice. However, a member may appoint a representative as per applicable provisions of the Companies Act, 2013, to attend and | or vote.
3. Copies of the Balance Sheet, the Statement of Profit and Loss, the Directors' Report, the Auditor's Report and every other document required by law to be annexed or attached to the Balance Sheet for the financial year ended March 31, 2026, are annexed | attached.

4. The Register of Members and the Share Transfer Books of the Company will remain closed from July 25, 2026 to July 31, 2026 (both days inclusive).

5. The dividend, if approved, will be paid to those members whose names stand on the Register of Members on July 24, 2026.

6. An electronic copy of the annual report for 2025-26, including the Notice which includes the process and manner of attending the Annual General Meeting through video conferencing | other audiovisual means and e-voting is being sent to all the members whose e-mail addresses are registered with the Company.

7. Printed copies of the annual report (including the Notice) are not being sent to the members in view of the e-AGM circulars.

8. Electronic copy of the Register of Directors and key managerial personnel and their shareholding, maintained under the Companies Act, 2013, will be available for inspection by the members upon request.

9. The members, desiring any information relating to the accounts, are requested to write to the Company at least seven days before the date of the Annual General Meeting (AGM) to enable the Management to keep the information ready and provide it at the AGM.

10. In compliance with the e-AGM circulars, the Company provides the members the facility to attend the Annual General Meeting (AGM) through video conferencing | other audiovisual means (VC) and exercise their right to vote at the 22nd AGM by electronic means.

10.1 The instructions for attending the AGM through VC are as under:

a) A separate communication for attending the AGM through VC will be sent to all the members.

b) The members are encouraged to join the AGM through laptops for a better experience.

c) The members will be required to use their laptop cameras and high-speed internet connections to avoid any disturbance during the AGM.

d) Please note that participants connecting from mobile devices | tablets | laptops using mobile hotspots may experience audio | video loss due to fluctuations in their respective networks. It is therefore recommended to use a stable Wi-Fi | LAN connection to mitigate any such glitches.

e) The members who wish to express their views during the AGM are requested to register themselves as speakers by providing their name, demat account number | folio number, e-mail address and mobile telephone number to the Company at sec@racl.net.in. The request must reach the Company at least seven days before the date of the AGM.

11. At the ensuing Annual General Meeting, Dr Oliver Kusterle retires by rotation and, being eligible, offers himself for reappointment. The information or details pertaining to him are as follows:

Name	Dr Oliver Kusterle
Year of birth	1968
Brief résumé	Dr Oliver Kusterle is a Director of the Company since August 18, 2023 and a Member of the Nomination and Remuneration Committee of the Board. Dr Kusterle is the Managing Director of Rudolf GmbH IB Industriechemie Beteiligungs GmbH since February 2020. Dr Kusterle holds a graduate degree in Chemistry, a graduate degree in Business Administration and a doctorate degree in Chemistry.
Directorship in other companies	**Foreign companies** Rudolf GmbH IB Industriechemie - Beteiligungs GmbH, Germany Rudolf Bangladesh Ltd, Bangladesh Rudolf Chemie (Dongguan) Co, Ltd, China Rudolf Chemie (Nantong) Co, Ltd, China Rudolf Chemie (HK) Limited, Hong Kong PT Rudolf Chemicals Indonesia, Indonesia PT Rudolf Polymers Indonesia, Indonesia Rudolf (Singapore) Pte. Ltd, Singapore
Membership in committees of other companies	Nil
Cessation from the directorship of a listed company in past three years	Nil
Relationship with other Directors	None
Number of shares held in the Company	Nil

12. At the ensuing Annual General Meeting, Mr Gopi Kannan Thirukonda retires by rotation and being eligible, offers himself for reappointment. The information or details pertaining to him are as follows:

Name	Mr Gopi Kannan Thirukonda
Year of birth	1959
Brief résumé	Mr Gopi Kannan Thirukonda is a Director of the Company since August 18, 2011. He is the Chairman of the Corporate Social Responsibility Committee and a Member of the Audit Committee and the Nomination and Remuneration Committee of the Board. Mr Gopi Kannan has about four decades of experience in various capacities and is currently the Whole-time Director and Chief Financial Officer of Atul Ltd. Mr Gopi Kannan is a Member of the Institute of Chartered Accountants of India, the Institute of Cost and Management Accountants of India and the Institute of Company Secretaries of India and holds a postgraduate diploma in Management from the Indian Institute of Management, Ahmedabad.
Directorship in other companies	**Public companies** Amal Ltd Atul Ltd Atul Bioscience Ltd Atul Finserv Ltd – Chairman Atul Fin Resources Ltd Atul Nivesh Ltd Atul Polymers Products Ltd – Chairman Atul Rajasthan Date Palms Ltd **Private company** Atul-Buckman Specialities Pvt Ltd **Foreign companies** Atul China Ltd – Chairman
Membership in committees of other companies	**Member of committees** Amal Ltd – Corporate Social Responsibility Committee Amal Ltd – Stakeholders Relationship Committee Atul Ltd – Risk Management Committee Atul Ltd – Stakeholders Relationship Committee Atul Bioscience Ltd – Audit Committee
Cessation from the directorship of the listed company in the past three years	Nil
Relationship with other Directors	None
Number of shares held in the Company	Nil

13. At the ensuing Annual General Meeting:

    i) Mr Anup Jain is proposed to be appointed as a Director

    ii) Ms Nishtha Lalbhai is proposed to be appointed as a Director

    The information or details required pertaining to them are given in the explanatory statement.

By order of the Board of Directors

(Tejas Shukla)
Managing Director

Registered office:
B | 18598, Survey number 33
Atul 396 020, Gujarat
India
Corporate identity number: U24110GJ2005PLC045564
April 20, 2026

Explanatory statement

The following explanatory statement, as required by Section 102 of the Companies Act, 2013, sets out material facts, including the nature of concern or interest of the Directors in relation to the item number 5, 6 and 7 mentioned in the accompanying Notice:

Item number 5

Subject to the approval of the members, the Board appointed Mr Anup Jain as an Additional Director. His brief résumé is given as follows:

Name	Mr Anup Jain
Year of birth	1974
Brief résumé	Mr Anup Jain is a Director of the Company since April 20, 2026. Mr Jain has been associated with Rudolf since January 2024 and is Group Chief Financial Officer of Rudolf since June 2025. He has also held senior positions at Archroma Singapore, Clariant and consultancy companies. Mr Jain is a Member of the Institute of Chartered Accountants of India and holds a postgraduate degree in Business Administration from Jamnalal Bajaj Institute of Management Studies, University of Mumbai.
Directorship in other companies	Nil
Membership in committees of other companies	Nil
Cessation from the directorship of the listed company in the past three years	Nil
Relationship with other Directors	None
Number of shares held in the Company	Nil

The Board considers that his association will be of immense benefit to the Company. Accordingly, the Board recommends the resolution in item number 6 in relation to the appointment of Mr Anup Jain as the Director, for approval by the members.

Memorandum of interest

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution.

Item number 6

Subject to the approval of the members, the Board appointed Ms Nishtha Lalbhai as an Additional Director. Her brief résumé is given as follows:

Name	Ms Nishtha Lalbhai
Year of birth	1994
Brief résumé	Ms Nishtha Lalbhai is a Director of the Company since April 20, 2026. Ms Lalbhai has been associated with Atul Ltd for 11 years and is mainly engaged with the Aromatics, Colors and Floras businesses of the Company. Ms Lalbhai holds a graduate degree in Business Administration.
Directorship in other companies	**Public company:** Valsad Institute of Medical Sciences Ltd **Private company:** Aagam Holdings Pvt Ltd **Section 8 company:** Atul Foundation Health Center **Foreign company:** DPD Ltd
Membership in committees of other companies	Nil
Cessation from the directorship of the listed company in the past three years	Nil
Relationship with other Directors	None
Number of shares held in the Company	Nil

The Board considers that her association will be of immense benefit to the Company. Accordingly, the Board recommends the resolution in item number 5 in relation to the appointment of Ms Nishtha Lalbhai as the Director, for approval by the members.

Memorandum of interest

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution.

Item number 7

In pursuance of Section 148(3) of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the appointment of the Cost Auditors and their remuneration as recommended by the Audit Committee requires approval by the Board of Directors (Board). The remuneration also requires ratification by the members.

On the recommendation of the Audit Committee, the Board considered and approved the appointment of the Cost Auditors, Tadhani & Co, Cost Accountants, for conducting a cost audit of the applicable products in the category of Chemicals, Inorganic Chemicals, Organic Chemicals, and their derivatives at a remuneration of ₹ 65,200 plus taxes as applicable and reimbursement of actual travel and out-of-pocket expenses for the financial year ending on March 31, 2027.

The Board seeks ratification of the aforesaid remunerations by the members and accordingly requests their approval of the ordinary resolutions.

Memorandum of interest

None of the other Directors or key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution.

Registered office:
B | 18598, Survey number 33
Atul 396 020, Gujarat
India
Corporate identity number: U24110GJ2005PLC045564
April 20, 2026

By order of the Board of Directors

Tejas Shukla
Managing Director

Performance trend

(₹ *lakh*)

Particulars	2025-26	2024-25	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19	2017-18	2016-17
Operating results										
Net sales	16,188	16,520	13,804	11,037	12,004	8,827	8,127	8,295	7,327	6,457
Revenue	16,270	16,650	13,926	11,118	12,116	8,888	8,223	8,372	7,399	6,523
EBITDA	3,117	3,631	2,861	1,613	2,236	1,920	1,400	1,581	1,445	1,508
Interest	23	19	30	16	14	15	11	13	12	12
EBTDA	3,094	3,611	2,831	1,597	2,222	1,905	1,389	1,568	1,432	1,496
Depreciation	56	54	52	47	47	45	40	40	36	32
PBT from operations	3,038	3,557	2,779	1,550	2,175	1,860	1,349	1,528	1,396	1,464
Exceptional | Non-recurring items[1]	-	-	-	500	-	-	-	-	-	-
PBT	3,038	3,557	2,779	1,050	2,175	1,860	1,349	1,528	1,396	1,464
Tax	803	917	857	273	536	481	350	455	492	511
Net profit	2,235	2,640	1,922	777	1,639	1,379	999	1,073	904	953
Other comprehensive income net of tax	(2)	(3)	5	11	(6)	(6)	1	0.2	(0.4)	(3)
Total comprehensive income	2,233	2,637	1,927	788	1,633	1,373	1,000	1,073	903	950
Dividend (including DDT[2])	2,335	1,751	584	2,335	876	292	528	-	703	1,792
Financial position										
Gross block[3]	1,036	906	853	898	829	815	772	707	689	674
Net block[3]	664	589	591	645	619	652	648	574	596	617
Other assets (net)	5,534	5,711	4,824	3,426	4,999	4,209	3,132	2,734	1,639	1,417
Capital employed	6,199	6,300	5,415	4,071	5,619	4,861	3,780	3,308	2,235	2,034
Equity share capital	584	584	584	584	584	584	584	584	584	584
Other equity	5,615	5,716	4,831	3,487	5,035	4,278	3,197	2,725	1,651	1,450
Total equity	6,199	6,300	5,415	4,071	5,619	4,861	3,780	3,308	2,235	2,034
Borrowings	-	-	-	-	-	-	-	-	-	-
Per equity share (₹)										
Dividend	40.00	30.00	10.00	40.00	15.00	5.00	7.50	-	10.00	12.75
Book value	106.19	107.93	92.76	69.74	96.25	83.28	64.76	56.67	38.28	34.84
Earning	38.29	45.22	32.93	13.31	28.09	23.63	17.11	18.38	15.48	16.33
Key indicators										
EBITDA %	19.25%	21.98%	20.73%	14.61%	18.63%	21.75%	17.23%	19.05%	19.24%	20.81%
EBTDA %	19.11%	21.86%	20.51%	14.47%	18.51%	21.58%	17.09%	18.90%	19.07%	20.65%
PBT %	18.77%	21.53%	20.13%	9.51%	18.12%	21.07%	16.60%	18.42%	18.59%	20.21%
RoCE %[1,4]	49.27%	61.38%	59.85%	32.67%	41.94%	43.60%	38.48%	55.62%	66.54%	61.30%
RoNW %	35.77%	45.06%	40.52%	16.04%	31.29%	31.92%	28.19%	38.72%	42.35%	38.82%
Payment to the exchequer	4,204	4,241	3,482	2,665	3,058	2,243	1,889	1,984	2,377	1,991

Notes:

[1]Excluding exceptional items-donation paid for political purpose | [2]Dividend distribution tax | [3]Including capital work-in-progress | [4]Excluding capital work-in-progress

Independent Auditor's Report

To the members of Rudolf Atul Chemicals Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Rudolf Atul Chemicals Limited (the Company), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of changes in equity for the year ended on that date, and notes to the Financial Statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 prescribed under section 133 of the Act, (Ind AS) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

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

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report and its annexures, 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 during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting 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.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

We also:

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

      i. The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements - Refer Note 25.1 to the Financial Statements;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note no 25.14 to the Financial Statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (Intermediaries), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, other than as disclosed in the Note no 25.14 to the Financial Statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner 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.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

As stated in Note no 25.8 to the Financial Statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with Section 123 of the Act, as applicable.

vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems.

Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

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

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No. 117366W | W-100018

Ketan Vora
Partner
Membership number: 100459
UDIN: 26100459KGSELT9604

Mumbai
April 20, 2026

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the Act)

We have audited the internal financial controls with reference to Financial Statements of Rudolf Atul Chemicals Limited (the Company) as at March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Management of the Company is responsible for establishing and maintaining internal financial controls with reference to Financial Statements based on the internal control with reference to Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the Guidance Note) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to Financial Statements. 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 was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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 control 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

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control 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.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No. 117366W | W-100018

Ketan Vora
Partner

Mumbai
April 20, 2026

Membership number: 100459
UDIN: 26100459KGSELT9604

Annexure B to the Independent Auditor's Report

Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date.

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

(i) a) In respect of the Company's Property, Plant and Equipment, Capital work-in-progress, right of use assets and Intangible Assets

(A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, plant and equipment, capital work-in-progress, and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

b) The Company has a program of verification of property, plant and equipment, capital work-in-progress and right-of-use assets so to cover all the items once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program all property, plant and equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

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

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

e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanation given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories noticed on such physical verification of inventories when compared with books of accounts.

b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) The Company has granted unsecured loans to any other parties during the year, in respect of which:

a) The Company has provided unsecured loans during the year and details of which are given below:

(₹ lakh)

Particulars	Loans
A. Aggregate amount granted | provided during the year:	
- Others -Employees	0.10
- Associate company of the one of the Joint Venturer	600.00
B. Balance outstanding as at balance sheet date in respect of the above cases:	
- Others – Employees	0.00
- Associate company of the one of the Joint Venturer	0.00

The Company has not provided any guarantee or security and advances in the nature of loans to any other entity during the year.

b) The loans provided and the terms and conditions of the grant of all the above-mentioned loans, during the year are, in our opinion, prima facie not prejudicial to the Company's interest.

c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest have been regular as per stipulation.

d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the Balance Sheet date.

e) No loans granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.

f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) of the order is not applicable.

(iv) In our opinion and according to information and explanation given to us and based on the audit procedures performed, the company has complied with the provisions of section 186 of the companies Act, 2023 in respect of loans granted. The company has not made investments or provide guarantees or securities under Section 185 and 186 of the Companies Act, 2013.

(v) In our opinion the Company has complied with the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, as amended, with regard to the deposits accepted. According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal against the Company in this regard.

(vi) The maintenance of cost records has been specified by the Central Government under Section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

a) The Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund payable, Employees' State Insurance, Income Tax, duty of customs, cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Unpaid Amount paid* (₹ in lakh)
The Income Tax Act, 1961	Income tax	Commissioner of Income Tax (Appeals)	Assessment year 2011 -2012	18.58
The Income Tax Act, 1961	Income tax	Commissioner of Income Tax (Appeals)	Assessment year 2017 -2018	21.95

*Paid under protest ₹ 7.83 lakh.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (Act No. 43 of 1961) during the year.

(ix) The Company has not taken any loans or other borrowings from any lender. Hence, reporting under clause 3(ix) of the Order is not applicable to the Company.

(x) a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

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

c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and up to the date of this report.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.

(xiv) a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

b) We have considered, the internal audit reports issued to the Company during the year and covering the period up to December 31, 2025, and the final of the internal audit reports where issued after the balance sheet date covering the period January 1, 2026, to March 31, 2026 for the period under audit.

(xv) In our opinion, during the year, the Company has not entered into any non-cash transactions with its Directors or Directors of the holding or associate company or persons connected with such directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

d) In our opinion, the Group does not have any core investment company (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Financial Statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report (refer note 26.15 to the Financial Statements) 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) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of Sub-section (6) of section 135 of the said Act. Accordingly, reporting under Clause (xx) of the Order is not applicable for the year.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No. 117366W | W-100018

Ketan Vora
Partner
Membership number: 100459
UDIN: 26100459KGSELT9604

Mumbai
April 20, 2026

Balance Sheet as at March 31, 2026

(₹ lakh)

Particulars	Note	As at March 31, 2026	As at March 31, 2025
A ASSETS			
1. Non-current assets			
a Property, plant and equipment	2	648.15	545.40
b) Capital work-in-progress	2	13.64	36.10
c) Intangible assets	3	2.65	7.94
d) Financial Assets			
i) Other financial assets	8	7.96	5.69
e) Income tax assets (net)	25.4	24.95	26.79
f) Deferred tax assets (net)	25.4	9.79	11.74
Total non-current assets		**707.14**	**633.66**
2. Current assets			
a) Inventories	5	1,596.30	1,057.76
b) Financial assets			
i) Trade receivables	6	3,254.61	3,257.97
ii) Cash and cash equivalents	7	3,481.69	3,682.03
iii) Other financial assets	8	1.97	1.84
c) Other current assets	4	64.29	26.71
Total current assets		**8,398.86**	**8,026.31**
Total assets		**9,106.00**	**8,659.97**
B EQUITY AND LIABILITIES			
Equity			
a) Equity share capital	9	583.75	583.75
b) Other equity	10	5,614.85	5,716.49
Total equity		**6,198.60**	**6,300.24**
Liabilities			
1. Non-current liabilities			
a) Financial liabilities			
i) Lease liabilities	11	101.58	108.50
b) Provisions	13	87.02	55.68
Total non-current liabilities		**188.60**	**164.18**
2. Current liabilities			
a) Financial liabilities			
i) Lease liabilities	11	-	7.00
ii) Trade payables			
Total outstanding dues of			
a) Micro-enterprises and small enterprises	14	383.48	233.27
b) Creditors other than micro-enterprises and small enterprises	14	1,817.51	1,406.27
iii) Other financial liabilities	12	388.27	454.27
b) Contract liabilities	15	9.46	4.16
c) Other current liabilities	16	82.63	85.29
d) Provisions	13	37.45	5.29
Total current liabilities		**2,718.80**	**2,195.55**
Total liabilities		**2,907.40**	**2,359.73**
Total equity and liabilities		**9,106.00**	**8,659.97**

The accompanying Notes 1- 25 form an integral part of the Financial Statements.

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

Ketan Vora
Partner
Membership number: 100459

Mumbai
April 20, 2026

For and on behalf of the Board of Directors

Wolfgang Schumann
(DIN: 01995827)
Chairman

Kalpit Shah
Chief Financial Officer

Tejas Shukla
(DIN: 10309971)
Managing Director

Atul
April 20, 2026

Statement of Profit and Loss for the year ended on March 31, 2026

RACL

(₹ lakh)

Particulars	Note	2025-26	2024-25
INCOME			
Revenue from operations	17	16,269.62	16,649.53
Other income	18	165.13	148.57
Total Income		**16,434.75**	**16,798.10**
EXPENSES			
Cost of materials consumed	19	9,561.66	9,372.46
Purchase of stock-in-trade		1,413.75	1,545.45
Changes in inventories of finished goods and stock-in-trade	20	(216.67)	60.08
Employee benefit expenses	21	902.86	828.76
Finance costs	22	23.27	19.39
Depreciation and amortisation expenses	23	55.64	54.20
Other expenses	24	1,656.17	1,360.72
Total expenses		**13,396.68**	**13,241.06**
Profit before tax		**3,038.07**	**3,557.04**
Tax expense			
Current tax	25.4	781.17	909.73
Deferred tax	25.4	1.95	1.88
Tax expenses for the year		**783.12**	**911.61**
Short provision of tax relating to earlier years	25.4	19.75	5.88
Total tax expense		**802.87**	**917.49**
Profit for the year		**2,235.20**	**2,639.55**
Other comprehensive income			
Items that will not be reclassified to profit | loss			
i) Remeasurement gain I (loss) on defined benefit plans		(2.46)	(4.10)
ii) Income tax relating to above item	25.4	0.62	1.03
Other comprehensive income, net of tax		**(1.84)**	**(3.07)**
Total comprehensive income for the year		**2,233.36**	**2,636.48**
Earnings per equity share of ₹ 10 each			
Basic earnings (₹)	25.10	38.29	45.22
Diluted earnings (₹)	25.10	38.29	45.22

The accompanying Notes 1- 25 form an integral part of the Financial Statements.

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

Ketan Vora
Partner
Membership number: 100459

Mumbai
April 20, 2026

Kalpit Shah
Chief Financial Officer

For and on behalf of the Board of Directors

Wolfgang Schumann
(DIN: 01995827)
Chairman

Tejas Shukla
(DIN: 10309971)
Managing Director

Atul
April 20, 2026

Statement of Changes in Equity for the year ended on March 31, 2026

A Equity share capital

(₹ lakh)

Particulars	Note	Amount
Balance as at April 01, 2024		**583.75**
Changes in equity share capital during the year		-
Balance as at March 31, 2025		**583.75**
Changes in equity share capital during the year		-
Balance as at March 31, 2026	9	**583.75**

B Other equity

(₹ lakh)

Particulars	Reserves and surplus			Total other equity
	Securities premium	General reserve	Retained earnings[1]	
Balance as at April 01, 2024	**416.69**	**35.27**	**4,379.30**	**4,831.26**
Profit for the year	-	-	2,639.55	2,639.55
Other comprehensive income, net of tax	-	-	(3.07)	(3.07)
Total comprehensive income for the year	**-**	**-**	**2,636.48**	**2,636.48**
Dividend on equity shares (refer Note 25.8)	-	-	(1,751.25)	(1,751.25)
Balance as at March 31, 2025	**416.69**	**35.27**	**5,264.53**	**5,716.49**
Profit for the year	-	-	2,235.20	2,235.20
Other comprehensive income, net of tax	-	-	(1.84)	(1.84)
Total comprehensive income for the year	**-**	**-**	**2,233.36**	**2,233.36**
Dividend on equity shares (refer Note 25.8)	-	-	(2,335.00)	(2,335.00)
Balance as at March 31, 2026	**416.69**	**35.27**	**5,162.89**	**5,614.85**

The accompanying Notes 1- 25 form an integral part of the Financial Statements.

[1]Retained earning includes accumulated balance of remeasurement loss on defined benefit plans of ₹ 3.67 lakh (March 31, 2025: ₹ 1.83 lakh).

Refer Note 10 for nature and purpose of reserves

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

Ketan Vora
Partner
Membership number: 100459

Mumbai
April 20, 2026

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(DIN: 10309971)
Managing Director

Atul
April 20, 2026

Statement of Cash Flows for the year ended on March 31, 2026

RACL

(₹ lakh)

Particulars			2025-26	2024-25
A	CASH FLOW FROM OPERATING ACTIVITIES			
	Profit before tax		3,038.07	3,557.04
	Adjustments for:			
	Depreciation and amortisation expenses		55.64	54.20
	Finance costs		23.27	19.39
	Unrealised exchange rate difference (net)		15.84	0.25
	Interest income		(160.13)	(136.56)
	Liabilities no longer required written back		(0.99)	(0.51)
	Operating profit before change in operating assets and liabilities		**2,971.70**	**3,493.81**
	Adjustments for:			
	(Increase) | decrease in inventories		(538.54)	40.69
	(Increase) | decrease in non-current and current assets		(36.62)	(152.92)
	Increase | (decrease) in non-current and current liabilities		535.71	294.25
	Cash generated from operations		**2,932.25**	**3,675.83**
	Income tax paid (net of refund)		(807.08)	(928.88)
	Net cash flow from operating activities	A	**2,125.17**	**2,746.95**
B	CASH FLOW FROM INVESTING ACTIVITIES			
	Payments towards property, plant and equipment (including CWIP)		(130.64)	(52.33)
	Inter corporate deposit given		(600.00)	-
	Repayment of Inter corporate deposit given		600.00	450.00
	Interest received		160.13	136.56
	Net cash flow from investing activities	B	**29.49**	**534.23**

Statement of Cash Flows for the year ended on March 31, 2026

(₹ lakh)

	Particulars		2025-26	2024-25
C	CASH FLOW FROM FINANCING ACTIVITIES			
	Finance lease obligation paid		(20.00)	-
	Dividend on equity shares		(2,335.00)	(1,751.25)
	Net cash used in financing activities	**C**	**(2,355.00)**	**(1,751.25)**
	Net increase | (decrease) in cash and cash equivalents	**(A+B+C)**	**(200.34)**	**1,529.93**
	Cash and cash equivalents at the beginning of the year		3,682.03	2,152.10
	Cash and cash equivalents at the end of the year (refer Note 7)		3,481.69	3,682.03

Notes:

i) The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in the Ind AS 7 on the Statement of Cash Flows as notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended.

The accompanying Notes 1- 25 form an integral part of the Financial Statements.

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

Ketan Vora
Partner
Membership number: 100459

Mumbai
April 20, 2026

For and on behalf of the Board of Directors

Wolfgang Schumann
(DIN: 01995827)
Chairman

Kalpit Shah
Chief Financial Officer

Tejas Shukla
(DIN: 10309971)
Managing Director

Atul
April 20, 2026

Notes to the Financial Statements

RACL

Background

Rudolf Atul Chemicals Ltd (the Company) is a limited company incorporated and domiciled in India. It is a joint venture company of Rudolf GmbH and Atul Ltd, engaged in manufacturing and marketing of textile chemicals in India. The Company is effectively leveraging the strengths of Rudolf GmbH and Atul Ltd in serving its customers by becoming a total solutions provider and is thereby helping the two partners to participate in the growing marketplace. The registered office of the Company is located at B | 18598, Survey number 33, Atul 396 020, Gujarat, India and CIN is U24110GJ2005PLC045564.

Note 1 Material accounting policies

This Note provides a list of the material accounting policies adopted by the Company in the preparation of these Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

a) Statement of compliance

The Financial Statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Rule 3 of the [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act, as amended.

b) Basis of preparation

i) Historical cost convention:

The Financial Statements have been prepared on a historical cost basis except for the following:

a) Certain financial assets and liabilities: measured at fair value.

b) Defined benefit plans: plan assets measured at fair value.

ii) The Financial Statements have been prepared on accrual and going concern basis.

iii) The accounting policies are applied consistently to all the periods presented in the Financial Statements. All assets and liabilities have been classified as current or non-current as per the normal operating cycle of the Company and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

iv) Recent accounting pronouncements effective from April 01, 2025:

The Ministry of Corporate Affairs (MCA) notifies new standards | amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year, the MCA has amended the Ind AS as below:

Ind AS 1- Presentation of Financial Statements:

The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants.

Ind AS 7- Statement of Cash Flows:

The amendments requires to inform users of the Financial Statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates.

Ind AS 107- Financial Instruments Disclosures:

The amendments to add supplier finance arrangements as a factor that may cause concentration of liquidity risk.

Ind AS 12- Income Taxes:

The amendments to the Pillar Two Model Rules introduce a temporary mandatory exemption from deferred tax accounting for top-up taxes and require companies to disclose their use of this exemption. This relief takes effect immediately and applies retrospectively. In addition, the amendments mandate new disclosures to compensate for any potential loss of information resulting from the exemption

Ind AS 21 - The Effects of Changes in Foreign Exchange Rates:

The amendments provide guidance on determining exchangeability between currencies and estimating spot rates when a currency is not exchangeable.

The Company has evaluated the amendments and there is no material impact on its Financial Statement.

c) Property, plant and equipment

Property, plant and equipment (PPE) are stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the carrying amount of asset or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance expenses are charged to the Statement of Profit and Loss during the period in which they are incurred.

An item of PPE 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 an item of PPE is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

Depreciation methods, estimated useful lives and residual value:

The charge in respect of periodic depreciation is derived after determining an estimate of expected useful life and the expected residual value of the assets at the end of its useful life. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life.

Depreciation is computed on a pro-rata basis using the straight-line method from the month of acquisition | installation until the last completed month before the assets are sold or disposed of.

Estimated useful lives of the assets are as follows:

Asset category	Estimated useful life
Buildings (Residential, factory, etc.)	30 to 60 years
Plant and equipment[1]	6 to 20 years
Vehicles	6 years
Office equipment and furniture	5 to 10 years

[1]The useful lives have been determined based on technical evaluation done by the Management | experts, which are different from the useful life prescribed in Part C of Schedule II to the Act, in order to reflect the actual usage of the assets. The residual values are not more than 5% of the original cost of the asset. The residual values, useful lives and method of depreciation of property, plant and equipment are reviewed annually and adjusted prospectively, if appropriate.

The carrying amount of an asset is written down immediately to its recoverable amount if the carrying amount of the asset is greater than its estimated recoverable amount.

Land accounted under finance lease is amortised on a straight-line basis over the primary period of lease.

Right-of-use are depreciated over their expected useful lives on the same basis as own assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

d) Capital work-in-progress

The cost of PPE under construction at the reporting date is disclosed as 'Capital work-in-progress.' The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Advances paid for the acquisition | construction of PPE which are outstanding at the Balance Sheet date are classified under the 'Capital Advances'.

e) Intangible assets

Computer software includes enterprise resource planning application and other costs relating to such software that provide significant future economic benefits. These costs comprise license fees and cost of system integration services.

Computer software cost is amortised over a period of three years using the straight-line method.

f) Impairment

The carrying amounts of assets are reviewed at each Balance Sheet date to assess if there is any indication of impairment based on internal | external factors. An impairment loss on such assessment will be recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of the assets is net selling price or value in use, whichever is higher. While assessing value in use, the estimated future cash flows are discounted to the present value by using weighted average cost of capital. A previously recognised impairment loss is further provided or reversed depending on changes in the circumstances and to the extent that the carrying amount of the assets does not exceed the carrying amount that will be determined if no impairment loss had previously been recognised.

g) Cash and cash equivalents

Cash and cash equivalents include cash in hand, demand deposits with bank and other short-term (three months or less from the date of acquisition), highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

h) Statement of cash flows

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash generated from | (used) in operating, investing and financing activities of the Company are segregated.

i) Trade receivables

Trade receivables are recognised at the amount of transaction price (net of variable consideration) when the right to consideration becomes unconditional. These assets are held at amortised cost, using the effective interest rate (EIR) method where applicable, less provision for impairment based on expected credit loss. Trade receivables overdue more than 180 days are considered in which there is significant increase in credit risk.

j) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year, which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the EIR method.

k) Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings Pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are expensed in the period in which they are incurred.

l) Inventories

Inventories are stated at cost and net realisable value, whichever is lower. Cost is determined on periodic moving weighted average basis.

Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to effect the sale.

Cost comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventory to the present location and condition. Cost includes the reclassification from equity of any gains or losses on qualifying cash flow hedges relating to purchases of raw material but excludes borrowing costs.

Due allowances are made for slow | non-moving, defective and obsolete inventories based on estimates made by the Company.

Items such as spare parts, stand-by equipment and servicing equipment that are not plant and machinery get classified as inventory.

m) Foreign currency transactions

i) Functional and presentation currency

Items included in the Financial Statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('functional currency'). The Financial Statements of the Company are presented in Indian currency (₹), which is also the functional and presentation currency of the Company.

ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gain | (loss) resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the Statement of Profit and Loss except that they are deferred in other equity if they relate to qualifying cash flow hedges. Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gain | (loss) presented in the Statement of Profit and Loss are on a net basis within other income or other expenses (as applicable)

Non-monetary items that are measured at fair value and are denominated in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain | (loss). Non-monetary items that are measured in terms of historical cost in a foreign currency are not revalued.

n) Revenue recognition

i) Revenue from operations

Revenue is recognised when control of goods is transferred to a customer in accordance with the terms of the contract. The control of the goods is transferred upon delivery to the customers either at factory gate of the Company or specific location of the customer or when the goods are handed over to the freight carrier, as per the terms of the contract. A receivable is recognised by the Company when the goods are delivered to the customer as this represents the point in time at which the right to consideration becomes unconditional, as only the passage of time is required before payment is due.

Revenue from services, including those embedded in contract for sale of goods, namely, freight services, mainly in case of door-to-door delivery basis, is recognised upon completion of services.

Revenue is measured based on the consideration to which the Company expects to be entitled as per contract with a customer. The consideration is determined based on the transaction price specified in the contract, net of the estimated variable consideration. Accumulated experience is used to estimate and provide for the variable consideration, using the expected value method, and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. Contracts with customers are for short-term, at an agreed price basis having contracted credit period ranging up to 180 days. The contracts do not grant any rights of return to the customer. Returns of goods are accepted by the Company only on an exception basis. Revenue excludes any taxes or duties collected on behalf of the government which are levied on sales such as goods and services tax.

ii) Other income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Commission income is recognised on the basis of confirmation received.

Interest income from financial assets is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. 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.

o) Employee benefits

i) Defined benefit plan

Gratuity

Gratuity liability is a defined benefit obligation and is computed on the basis of an actuarial valuation by an actuary appointed for the purpose as per projected unit credit method at the end of each financial year. The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The liability so provided is paid to a trust administered by the trustees nominated by the Company, which in turn invests in eligible securities to meet the liability as and when it becomes due for payment in future. Any shortfall in the value of assets over the defined benefit obligation is recognised as a liability with a corresponding charge to the Statement of Profit and Loss.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows with reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate at the beginning of the period to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur directly in other comprehensive income. They are included in retained earnings in the Statement of changes in equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

ii) Defined contribution plan

Contributions to defined contribution schemes such as contribution to provident fund, superannuation fund, employees state insurance scheme, national pension scheme and labour welfare fund are charged as an expense to the Statement of Profit and Loss based on the amount of contribution required to be made as and when services are rendered by the employees. The above benefits are classified as defined contribution schemes as the Company has no further defined obligations beyond the monthly contributions.

Provident fund

The company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

iii) Long-term employee benefits

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

p) Provisions and contingent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. These are reviewed at each year end and reflect the best current estimate. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

q) Income tax

Income tax expense comprises current tax and deferred tax. Current tax is the tax payable on the taxable income of the current period based on the applicable income tax rates. Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount.

The current income tax charge is calculated on the basis of the tax laws enacted at the end of the reporting period. The Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts to the extent that it is probable that the taxable profits will be available against which those deductible temporary differences can be utilised. The deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit | (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

The Company considers reversals of deferred income tax liabilities, projected future taxable income and tax planning strategies in making the assessment of deferred tax liabilities and realisability of deferred tax assets. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, the Management believes that the Company will realise the benefits of those deductible differences.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. The current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The Company considered whether it has any uncertain tax positions based on past experience pertaining to income taxes, including those related to transfer pricing as per Appendix C to Ind AS 12. The Company has determined its tax position based on tax compliance and present judicial pronouncements and accordingly expects that its tax treatments will be accepted by the taxation authorities.

The Company determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and uses the approach that better predicts the resolution of the uncertainty. The Company applies significant judgement in identifying uncertainties over income tax treatments. The Company assessed whether the Appendix had an impact on its Financial Statements.

r) Leases

As a lessee

The Company assesses whether a contract is, or contains a lease, at the inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: i) the contract involves the use of an identified asset ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and iii) the Company has the right to direct the use of the asset.

At the commencement date of the lease, the Company recognises a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for short-term leases (leases with a term of 12 months or less), leases of low value assets and, for contract where the lessee and lessor has right to terminate a lease without permission from the other party with no more than an insignificant penalty. The lease expense of such short-term leases, low value assets leases and cancellable leases, are recognised as an operating expense on a straight-line basis over the term of the lease.

At the commencement date, lease liability is measured at the present value of the lease payments to be paid during non-cancellable period of the contract, discounted using the incremental borrowing rate. The right-of-use assets is initially recognised at the amount of the initial measurement of the corresponding lease liability, lease payments made at or before commencement date less any lease incentives received and any initial direct costs.

Subsequently, the right-of-use asset is measured at cost less accumulated depreciation and any impairment losses. Lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using an effective interest rate method) and reducing the carrying amount to reflect the lease payments made. The right-of-use asset and lease liability are also adjusted to reflect lease modifications or revised in-substance fixed lease payments.

s) Earnings per share

Earnings per share (EPS) is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted EPS, the net profit for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

t) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the assets and settle the liabilities simultaneously.

u) Dividend

Final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Board of Directors of the Company.

Critical estimates and judgments

Preparation of the Financial Statements require use of accounting estimates, judgements and assumptions, which by definition, will seldom equal the actual results. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the Financial Statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the Financial Statements. This Note provides an overview of the areas that involve a higher degree of judgements or complexity and of items that are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the Financial Statements.

The areas involving critical estimates or judgments are:

- Estimation for income tax: Note 1 (q)
- Estimation of useful life of tangible assets: Note 1 (c)
- Estimation of provision for inventories: Note 1 (l)
- Allowance for credit losses on trade receivable: Note 1 (i)
- Estimation of claims | liabilities: Note 1 (p)
- Estimation of defined benefit obligation: Note 1 (o)
- Fair value measurements: Note 25.6
- Impairment: Note 1 (f)

Note 2 Property, plant and equipment and capital work-in-progress

(₹ lakh)

Particulars	Right-of-use Buildings[1]	Plant and equipment[2]	Office equipment and furniture	Vehicles	Total	Capital work-in-progress
Gross carrying amount						
As at April 01, 2024	**393.87**	**415.34**	**13.66**	**14.00**	**836.87**	**0.47**
Additions	-	16.22	0.48	-	16.70	52.33
Deductions and adjustments	-	-	-	-	-	(16.70)
As at March 31, 2025	**393.87**	**431.56**	**14.14**	**14.00**	**853.57**	**36.10**
Additions	-	152.72	0.38	-	153.10	130.64
Disposal and adjustments	-	-	-	-	-	(153.10)
As at March 31, 2026	**393.87**	**584.28**	**14.52**	**14.00**	**1,006.67**	**13.64**
Depreciation						
As at April 01, 2024	**131.94**	**118.07**	**8.47**	**0.78**	**259.26**	**-**
For the year	14.55	30.35	1.68	2.33	48.91	-
Disposal and adjustments	-	-	-	-	-	-
As at March 31, 2025	**146.49**	**148.42**	**10.15**	**3.11**	**308.17**	**-**
For the year	14.55	31.84	1.63	2.33	50.35	-
Disposal and adjustments	-	-	-	-	-	-
As at March 31, 2026	**161.04**	**180.26**	**11.78**	**5.44**	**358.52**	**-**
Net carrying amount						
As at March 31, 2025	247.38	283.14	3.99	10.89	545.40	36.10
As at March 31, 2026	**232.83**	**404.02**	**2.74**	**8.56**	**648.15**	**13.64**

[1]Building includes premises (along with affixed land) taken on 30 year lease, and classified as finance lease.

(₹ lakh)

Buildings	March 31, 2026	March 31, 2025
Cost | deemed cost	392.81	392.81
Accumulated depreciation	(160.03)	(145.48)
Net carrying amount	232.78	247.33

[2]The manufacturing plant of the Company is installed in land and building leased by the joint venturer, Atul Ltd.

The Company has not revalued its property, plant and equipment as at March 31, 2026 and March 31, 2025.

Capital-work-in progress ageing

(₹ lakh)

Particulars	As at March 31, 2026				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	6.83	6.81	-	-	13.64
Projects temporarily suspended	-	-	-	-	-

(₹ lakh)

Particulars	As at March 31, 2025				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	36.10	-	-	-	36.10
Projects temporarily suspended	-	-	-	-	-

(₹ lakh)

Note 3 Intangible assets	Computer software
Gross carrying amount	
As at April 01, 2024	15.87
Additions	-
As at March 31, 2025	**15.87**
Additions	-
As at March 31, 2026	**15.87**
Amortisation	
As at April 01, 2024	2.64
Amortisation charged for the year	5.29
As at March 31, 2025	**7.93**
Amortisation charged for the year	5.29
As at March 31, 2026	**13.22**
Net carrying amount	
As at March 31, 2025	7.94
As at March 31, 2026	**2.65**

The Company has not revalued its intangible assets as at March 31, 2026 and March 31, 2025.

(₹ lakh)

Note 4 Other assets		As at March 31, 2026		As at March 31, 2025	
		Non-current	Current	Non-current	Current
i)	Balances with government department	-	35.86	-	-
ii)	Advances for goods and services	-	18.29	-	4.62
iii)	Others	-	10.14	-	22.09
		-	**64.29**	**-**	**26.71**

(₹ lakh)

Note 5 Inventories		As at March 31, 2026	As at March 31, 2025
i)	Raw materials and packing materials	977.71	664.11
	Add: Goods-in-transit	15.18	7.23
		992.89	**671.34**
ii)	Finished goods	531.11	333.32
iii)	Stock-in-trade	70.94	52.06
iv)	Stores, spares and fuel	1.36	1.04
		1,596.30	**1,057.76**

Measured at the lower of cost and net realisable value

Amounts provided in the Statement of Profit and Loss of ₹ 49.77 lakh (March 31, 2025: ₹ 2.14 lakh)

(₹ lakh)

Note 6 Trade receivables		As at March 31, 2026	As at March 31, 2025
Undisputed trade receivable considered good - unsecured			
a)	Others	3,241.71	3,233.13
b)	Related parties (refer Note 25.3)	29.86	41.80
	Less: Allowance for doubtful debts[1]	(16.96)	(16.96)
		3,254.61	**3,257.97**

[1]Allowance for doubtful debts recognised in the Statement of Profit and Loss of ₹ nil lakh (March 31, 2025: ₹ nil lakh).

Trade receivables ageing

(₹ lakh)

Particulars	As at March 31, 2026 Outstanding for following period from due date						
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed trade receivables: considered good	2,952.14	317.28	-	1.31	0.84	-	3,271.57
ii) Allowance for doubtful debts[1]	-	(14.81)	-	(1.31)	(0.84)	-	(16.96)
	2,952.14	**302.47**	**-**	**-**	**-**	**-**	**3,254.61**

[1]Allowance for doubtful debts include expected credit loss provision

(₹ lakh)

Particulars	As at March 31, 2025 Outstanding for following period from due date						
	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed trade receivables: considered good	2,894.57	371.73	7.79	0.84	-	-	3,274.93
ii) Allowance for doubtful debts[1]	-	(8.33)	(7.79)	(0.84)	-	-	(16.96)
	2,894.57	**363.40**	**-**	**-**	**-**	**-**	**3,257.97**

[1]Allowance for doubtful debts include expected credit loss provision

(₹ lakh)

Note 7 Cash and cash equivalents		As at March 31, 2026	As at March 31, 2025
Balances with banks			
i)	In current accounts	130.62	66.36
ii)	In demand deposit having original maturity of less then 3 months	3,351.07	3,615.67
		3,481.69	**3,682.03**

There are no repatriation restrictions with regard to cash and cash equivalents.

(₹ lakh)

Note 8 Other financial assets		As at March 31, 2026		As at March 31, 2025	
		Non-current	Current	Non-current	Current
i)	Other receivables (including loan to employees)	-	1.97	-	1.84
ii)	Security and other deposits	7.96	-	5.69	-
		7.96	**1.97**	**5.69**	**1.84**

(₹ lakh)

Note 9 Equity share capital	As at March 31, 2026		As at March 31, 2025	
	Number of shares	₹ lakh	Number of shares	₹ lakh
Authorised				
Equity shares of ₹ 10 each	70,00,000	700.00	70,00,000	700.00
Issued, subscribed and fully paid-up				
Equity shares of ₹ 10 each	58,37,500	583.75	58,37,500	583.75

(₹ lakh)

i) Movement in equity share capital	Number of shares	Equity share capital
As at March 31, 2025	58,37,500	583.75
As at March 31, 2026	58,37,500	583.75

ii) Rights, preferences and restrictions

The Company has one class of shares referred to as equity shares having a par value of ₹ 10 each.

a) Equity shares

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts,if any. The distribution will be in proportion to the number of equity shares held by the shareholders. Each holder of equity shares is entitled to one vote per share.

b) Dividend

The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

iii) Details of shareholders holding more than 5% of equity shares:

No.	Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
		Holding %	Number of shares	Holding %	Number of shares
1.	IB Industriechemie Beteiligungs GmbH	50.00%	29,18,750	50.00%	29,18,750
2.	Atul Ltd	50.00%	29,18,750	50.00%	29,18,750

iv. Shareholding of promoters:

No.	Name of the shareholder	As at March 31, 2026			As at March 31, 2025		
		Number of shares	% of total shares	% change during the year	Number of shares	% of total shares	% change during the year
1.	IB Industriechemie Beteiligungs GmbH	29,18,750	50.00%	-	29,18,750	50.00%	-
2.	Atul Ltd	29,18,750	50.00%	-	29,18,750	50.00%	-

(₹ lakh)

Note 10 Other equity		As at March 31, 2026	As at March 31, 2025
Summary of other equity balance			
i)	Security premium	416.69	416.69
ii)	General reserve	35.27	35.27
iii)	Retained earnings	5,162.89	5,264.53
		5,614.85	**5,716.49**

Refer Statement of Changes in Equity for detailed movement in other equity balance.

Nature and purpose of other reserves

a) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

b) General reserve

General reserve represents amount appropriated out of retained earnings pursuant to the earlier provisions of Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013.

c) Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, any transfers from or to other comprehensive income, dividends or other distributions paid to shareholders.

(₹ lakh)

Note 11 Lease liabilities	As at March 31, 2026		As at March 31, 2025	
	Non-current	Current	Non-current	Current
Lease liabilities (refer Note 25.11)	101.58	-	108.50	7.00
	101.58	**-**	**108.50**	**7.00**

(₹ lakh)

Note 12 Other financial liabilities		As at March 31, 2026		As at March 31, 2025	
		Non-current	Current	Non-current	Current
i)	Employee benefits payable	-	120.62	-	174.98
ii)	Security deposits	-	218.66	-	204.26
iii)	Other liabilities (includes discount payable)	-	48.99	-	75.03
		-	**388.27**	**-**	**454.27**

(₹ lakh)

Note 13 Provisions		As at March 31, 2026		As at March 31, 2025	
		Non-current	Current	Non-current	Current
i)	Provisions for compensated absences	51.79	7.59	55.68	5.29
ii)	Gratuity (refer Note 25.5)	35.23	29.86	-	-
		87.02	**37.45**	**55.68**	**5.29**

i) Information about individual provisions and significant estimates

Compensated absences

The Compensated absences cover the liability for earned leave. Out of the total amount disclosed above, the amount of ₹ 7.59 lakh (March 31, 2025: ₹ 5.29 lakh) is presented as current since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

(₹ lakh)

Note 14 Trade payables		As at March 31, 2026	As at March 31, 2025
a)	Total outstanding dues of micro-enterprises and small enterprises (refer Note 25.12)	383.48	233.27
b)	Total outstanding dues of creditors other than micro-enterprises and small enterprises		
	i) Related party (refer Note 25.3)	314.83	240.31
	ii) Others	1,502.68	1,165.96
		2,200.99	**1,639.54**

Trade payables ageing

(₹ lakh)

Particulars		As at March 31, 2026 Outstanding for following periods from due date of payment						
		Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i)	MSME - undisputed	-	383.48	-	-	-	-	383.48
ii)	Others - undisputed	154.75	1,608.67	54.09	-	-	-	1,817.51
		154.75	**1,992.15**	**54.09**	**-**	**-**	**-**	**2,200.99**

(₹ lakh)

Particulars		As at March 31, 2025 Outstanding for following periods from due date of payment						
		Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i)	MSME - undisputed	-	233.27	-	-	-	-	233.27
ii)	Others - undisputed	128.34	1,252.57	25.11	-	-	0.25	1,406.27
		128.34	**1,485.84**	**25.11**	**-**	**-**	**0.25**	**1,639.54**

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(₹ lakh)

Note 15 Contract liabilities	As at March 31, 2026	As at March 31, 2025
Advance received from customers	9.46	4.16
	9.46	**4.16**

(₹ lakh)

Note 16 Other current liabilities	As at March 31, 2026	As at March 31, 2025
Statutory dues	82.63	85.29
	82.63	**85.29**

(₹ lakh)

Note 17 Revenue from operations	2025-26	2024-25
Sale of products	16,188.21	16,520.13
Scrap sales	25.86	37.24
Revenue from contracts with customers	**16,214.07**	**16,557.37**
Other operating revenue		
Commission received	55.55	92.16
	16,269.62	**16,649.53**

Reconciliation of revenue from contracts with customers recognised at contract price:

(₹ lakh)

Particulars	2025-26	2024-25
Contract price	16,402.02	16,763.79
Adjustment for:		
Variable consideration[1]	(187.95)	(206.42)
Revenue from contract with customers	**16,214.07**	**16,557.37**

[1]Consideration payable to customers like discounts, free samples and price reductions offered to customers are estimated on specific identified basis and reduced from the contract price when the Company recognises revenue from the transfer of the related goods or services to the customer and the entity pays or promises to pay the consideration.

(₹ lakh)

Note 18 Other income	2025-26	2024-25
Interest from inter-corporate deposits	20.62	25.99
Interest on demand deposits with banks	139.51	110.57
Liability no longer required written back	0.99	0.51
Exchange rate difference gain (net)	-	0.85
Miscellaneous income (includes customs duty received)	4.01	10.65
	165.13	**148.57**

(₹ lakh)

Note 19 Cost of materials consumed	2025-26	2024-25
Raw materials and packing materials consumed		
Stocks at commencement	672.38	652.99
Add: Purchases	9,883.53	9,391.85
	10,555.91	**10,044.84**
Less: Stocks at close	994.25	672.38
	9,561.66	**9,372.46**

(₹ lakh)

Note 20 Changes in inventories of finished goods and stock-in-trade	2025-26	2024-25
Stocks at close		
Finished goods	531.11	333.32
Stock-in-trade	70.94	52.06
	602.05	**385.38**
Less: Stocks at commencement		
Finished goods	333.32	372.71
Stock-in-trade	52.06	72.75
	385.38	**445.46**
(Increase) | decrease in stocks	**(216.67)**	**60.08**

(₹ lakh)

Note 21 Employee benefit expenses	2025-26	2024-25
Salaries, wages and bonus (refer Note 25.5)	739.66	729.97
Contribution (net) to provident and other funds (refer Note 25.5)[1]	104.34	29.58
Staff welfare	58.86	69.21
	902.86	**828.76**

[1]The Government of India has consolidated multiple existing labour legislations into a unified framework comprising four labour codes collectively referred to as the 'New Labour Codes' on November 21, 2025. Accordingly, the Company has assessed the impact of these changes and based on certain estimates and actuarial valuation, has made an incremental provision of ₹ 61.20 lakh under employee benefit expenses in the Financial Statements ended on March 31, 2026, considering information available. The Company continues to monitor the finalisation of the Central I State rules and clarifications from the Government on the New Labour Codes and will recognise the impact of change in the estimate in that period, as needed.

(₹ lakh)

Note 22 Finance costs	2025-26	2024-25
Interest on Income Tax | GST	8.61	4.44
Interest on finance lease obligation	6.08	6.92
Interest on micro, small and medium enterprise (refer Note 25.12)	0.11	0.84
Interest on security deposits	8.47	7.19
	23.27	**19.39**

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(₹ lakh)

Note 23 Depreciation and amortisation expenses	2025-26	2024-25
Depreciation on property, plant and equipment (refer Note 2)	50.35	48.91
Amortisation of intangiable assets (refer Note 3)	5.29	5.29
	55.64	**54.20**

(₹ lakh)

Note 24 Other expenses	2025-26	2024-25
Power, fuel and water	42.02	37.20
Freight and cartage	72.40	27.61
Manpower services	695.55	595.49
Consumption of stores and spares	5.67	4.47
Plant operation charges	20.69	35.97
Plant and equipment repairs	31.48	28.88
Sundry repairs	34.36	11.81
Rent	66.45	65.05
Insurance	16.33	15.84
Commission	302.89	260.73
Travelling and conveyance	107.68	109.45
Auditors' remuneration[1]	3.65	3.65
Directors' fees	4.20	5.00
Directors' commission (other than the Executive Directors)	8.00	8.00
Expenditure on Corporate Social Responsibility initiatives (refer Note 25.13)	50.00	41.00
Exchange rate difference loss (net)	61.74	-
Legal and professional charges	5.93	5.16
Testing analysis and inspection charges	5.99	1.83
Business promotion and development	32.52	44.66
Miscellaneous expenses	88.62	58.92
	1,656.17	**1,360.72**

[1]Details of Auditors' remuneration are as follows:

(₹ lakh)

Particulars		2025-26	2024-25
Remuneration to the Statutory Auditors			
a)	Audit fees	2.30	2.30
b)	Tax matters	1.35	1.35
		3.65	**3.65**

Note 25.1 Contingent liabilities

Claims against the Company not acknowledged as debts in respects of:

(₹ lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax	21.86	64.25

The above matters are currently being considered by the tax authorities and the Company expects the judgement will be in its favour and has therefore, not recognised the provision in relation to these claims. Future cash outflow in respect of above will be determined only on receipt of decision pending with tax authorities. The potential undiscounted amount of total payments for taxes that the Company may be required to make if there was an adverse decision related to these disputed demands of regulators as of the end of the reporting periods are as stated above. The above excludes interest | penalty unless demanded by the authorities.

Note 25.2 Commitments

Capital commitments

Capital expenditure contracted for at the end of the reporting period, but not recognised as liabilities, is as follows:

(₹ lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed and not provided for (net of advances):		
Property, plant and equipment	0.18	102.50

Note 25.3 Related party disclosures

Note 25.3 (A) Related party information

Name of the related party and nature of relationship[1]

No.	Name of the related party	Description of relationship
	Party where control exists	
1.	I B Industriechemie Beteiligungs GmbH	Joint venturer
2.	Atul Ltd	
	Other related parties with whom transactions have taken place during the year	
01.	Rudolf GmbH	Entities over which joint venturer have significant influence
02.	Atul Infotech Pvt Ltd	
03.	Atul Foundation Trust (welfare fund)	
04.	Rudolf HUB 1922 S.r.l.	
05.	Amal Speciality Chemicals Ltd	
06.	Osia Infrastructure Ltd	
07.	Atul Products Ltd	
08.	Atul Foundation Health Centre	
09.	Rudolf Singapore Pte Ltd	
10.	Valsad Institute of Medical Sciences Ltd	
11.	Rudolf Atul Chemicals Ltd Employees Group Gratuity Assurance Scheme	Post-employment benefit plan of Rudolf Atul Chemicals Ltd
12.	Sudhir Merchant	Key Management Personnel Non-executive Director
13.	Sujal Shah	

[1]Related party relationship is as identified by the Company on the basis of information available with them and relied upon by the Auditors.

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(₹ lakh)

Note 25.3 (B) Transactions with joint venturer			2025-26	2024-25
a)	Sales and income			
	1.	Sale of goods	**32.60**	**28.82**
		Atul Ltd	32.60	28.82
b)	Purchases and expenses			
	1.	Purchase of goods	**472.39**	**420.96**
		Atul Ltd	472.39	420.96
	2.	Purchase of capital goods	**3.98**	**11.15**
		Atul Ltd	3.98	11.15
	3.	Service charges paid	**648.84**	**559.71**
		Atul Ltd	648.84	559.71
	4.	Reimbursement of expenses	**65.79**	**71.89**
		Atul Ltd	65.79	71.89
	5.	Lease rent	**81.15**	**61.15**
		Atul Ltd	81.15	61.15
	6.	Brand usage charges	**2.50**	**2.50**
		Atul Ltd	2.50	2.50
c)	Other transactions			
	1.	Equity dividend	**2,335.00**	**1,751.25**
		Atul Ltd	1,167.50	875.63
		I B Industriechemie Beteiligungs GmbH	1,167.50	875.63
d)	Outstanding balances as at year end			
	1.	Trade payables	**140.51**	**157.48**
		Atul Ltd	140.51	157.48
	2.	Trade Receivables	**11.08**	**2.56**
		Atul Ltd	11.08	2.56
	3.	Finance lease obligation	**101.58**	**115.50**
		Atul Ltd	101.58	115.50

(₹ lakh)

Note 25.3 (C) Transactions with entities over which joint venturer have significant influence			2025-26	2024-25
a)	Sales and income			
	1.	Commission income	**55.55**	**92.16**
		Rudolf GmbH	55.55	92.16
	2.	Interest income on inter corporate deposits	**20.62**	**25.99**
		Valsad Institute of Medical Sciences Ltd	20.62	-
		Amal Speciality Chemicals Ltd	-	25.99
b)	Purchases and expenses			
	1.	Purchase of goods	**2,284.95**	**2,274.13**
		Rudolf GmbH	2,087.47	2,254.13
		Osia Infrastructure Ltd	1.48	1.84
		Atul Products Ltd	26.12	8.20
		Rudolf Singapore Pte Ltd	169.88	9.96
	2.	Business promotion & development	**30.20**	**25.50**
		Rudolf HUB 1922 S.r.l.	30.20	25.50
	3.	Business Support Services	**15.53**	**15.42**
		Atul Infotech Pvt Ltd	15.53	15.42
	4.	Reiumbursement of expense	**14.34**	**10.87**
		Rudolf GMBH	0.94	1.23
		Atul Foundation Health Centre	13.40	9.64
c)	Other transactions			
	1.	Corporate social responsibility initiatives	**50.00**	**41.00**
		Atul Foundation Trust	50.00	41.00
	2.	Inter-corporate deposit given	**600.00**	**-**
		Valsad Institute of Medical Sciences Ltd	600.00	-
	3.	Inter-corporate deposit received back	**600.00**	**450.00**
		Amal Speciality Chemicals ltd	-	450.00
		Valsad Institute of Medical Sciences Ltd	600.00	-
	4.	Key Management Personnel compensation	**12.20**	**13.00**
		Commission and other benefits to Non-executive Directors	12.20	13.00
d)	Outstanding balances as at year end			
	1.	Trade payables	**174.33**	**82.83**
		Rudolf GmbH	133.56	79.44
		Rudolf Singapore Pte Ltd	37.55	-
		Osia Infrastructure Ltd	-	0.68
		Atul Products Ltd	3.00	2.70
		Atul Foundation Health Centre	0.22	-
	2.	Trade Receivables	**18.78**	**39.24**
		Rudolf GmbH	18.78	39.24
	3.	Provision for gratuity	65.09	-
		Rudolf Atul Chemicals Ltd Employees Group Gratuity Assurance Scheme	65.09	-
	4.	Gratuity Fund Asset	**-**	**11.84**
		Rudolf Atul Chemicals Ltd Employees Group Gratuity Assurance Scheme	-	11.84

Note 25.3 (D) Terms and conditions

1. Sales to and purchases from related parties were made on normal commercial terms and conditions and at prevailing market prices or where market price is not available, at cost plus margin.
2. All outstanding balances are unsecured and are repayable in cash and cash equivalent.

Note 25.4 Current and deferred tax

The major components of income tax expense for the years ended March 31, 2026, and March 31, 2025, are:

a) Income tax expenses recognised in the Statement of Profit and Loss

(₹ lakh)

	Particulars	2025-26	2024-25
i)	**Current tax**		
	Current tax on profit for the year	781.17	909.73
	Short provision of tax relating to prior years	19.75	5.88
	Total current tax expense	**800.92**	**915.61**
ii)	**Deferred tax**		
	(Decrease) | increase in deferred tax liabilities	0.09	1.15
	Decrease | (increase) in deferred tax assets	1.86	0.73
	Total deferred tax expense | (benefit)	**1.95**	**1.88**
	Income tax expense	**802.87**	**917.49**

b) Income tax expenses recognised in the statement of other comprehensive income:

(₹ lakh)

	Particulars	2025-26	2024-25
i)	**Current tax**		
	Remeasurement gain | (loss) on defined benefit plans	(0.62)	(1.03)
	Total current tax expense	**(0.62)**	**(1.03)**
	Income tax expense	**(0.62)**	**(1.03)**

c) The reconciliation between the statutory income tax rate applicable to the Company and the effective income tax rate of the Company is as follows:

	Particulars	2025-26	2024-25
a)	Statutory income tax rate	25.17%	25.17%
b)	Differences due to:		
	i) Non-deductible expenses	0.61%	0.33%
	ii) Others	0.65%	0.29%
	Effective income tax rate	**26.43%**	**25.79%**

d) Current tax assets

Particulars	2025-26	2024-25
Opening balance	26.79	16.93
Add: Taxes paid	799.08	925.47
Less: Current tax payable for the year	(800.92)	(915.61)
Closing balance	**24.95**	**26.79**

Note 25.4 Current and deferred tax (continued)

e) Deferred tax assets (net)

The balance comprises temporary differences attributable to the below items and corresponding movement in deferred tax liabilities | (assets):

(₹ lakh)

Particulars	As at March 31, 2026	Charged | (Credited) to profit or loss	As at March 31, 2025	Charged | (Credited) to profit or loss	As at April 01, 2024
Property, plant and equipment	24.29	0.09	24.20	1.15	23.05
Total deferred tax liabilities	**24.29**	**0.09**	**24.20**	**1.15**	**23.05**
Provision for doubtful debts	(4.28)	-	(4.28)	1.52	(5.80)
Expenses disallowed under Section 40(a) of the Income Tax Act, 1961	(2.89)	0.10	(2.99)	2.13	(5.12)
Finance lease transaction	(10.76)	1.36	(12.12)	(5.40)	(6.72)
Compensated absences	(14.95)	0.40	(15.35)	(2.05)	(13.30)
Provision for provident fund	(1.20)	-	(1.20)	-	(1.20)
Provision for Inventory	-	-	-	4.53	(4.53)
Total deferred tax assets	**(34.08)**	**1.86**	**(35.94)**	**0.73**	**(36.67)**
Net deferred tax (assets) | liabilities	**(9.79)**	**1.95**	**(11.74)**	**1.88**	**(13.62)**

Note 25.5 Employee benefit obligations

Funded schemes

a) Defined benefit plan

Gratuity

The Company operates a gratuity plan through the Rudolf Atul Chemicals Ltd Employees Group Gratuity Assurance Scheme. Every employee is entitled to a benefit equivalent to the last drawn salary of 15 days for each completed year of service as per Payment of Gratuity Act, 1972 till November 20, 2025, and thereafter the Code on Social Security, 2020. Accordingly, Gratuity is calculated based on wages with applicable cap as per prevailing Act or the Company scheme, whichever is more beneficial to employees. Gratuity is payable at the time of separation or retirement from the Company, whichever is earlier. The benefit vests after five years of continuous service. The defined benefit plan for gratuity of the Company is administered by separate gratuity funds that are legally separate from the Company. The trustees nominated by the Company are responsible for the administration of the plan. The funding of these plans are based on gratuity fund's actuarial measurement framework set out in the funding policies of the plan. Employees do not contribute to any of these plans.

Balance Sheet amount (Gratuity)

(₹ lakh)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
As at April 01, 2024	**74.83**	**(96.83)**	**(22.00)**
Current service cost	7.64	-	7.64
Interest expense | (income)	5.38	(6.96)	(1.58)
Total amount recognised in profit and loss	**13.02**	**(6.96)**	**6.06**

Note 25.5 Employee benefit obligations (continued)

(₹ lakh)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
Remeasurement			
Return on plan assets, excluding amount included in interest expense | (income)	-	1.43	1.43
(Gain) | Loss from change in demographic assumptions	2.92	-	2.92
(Gain) | Loss from change in financial assumptions	1.22	-	1.22
Experience (gains) | losses	(1.47)	-	(1.47)
Total amount recognised in other comprehensive income	**2.68**	**1.43**	**4.10**
Liability transferred (out) | in	(0.65)	0.65	-
Benefit payments	(8.69)	8.69	-
As at March 31,2025	**81.19**	**(93.02)**	**(11.84)**
Current service cost	11.43	-	11.43
Past service cost	61.20	-	61.20
Interest expense | (income)	6.94	(6.22)	0.73
Total amount recognised in profit and loss	**79.58**	**(6.22)**	**73.36**
Remeasurement			
Return on plan assets, excluding amount included in interest expense | (income)	-	1.46	1.46
(Gain) | Loss from change in demographic assumptions	(2.90)	-	(2.90)
(Gain) | Loss from change in financial assumptions	(1.25)	-	(1.25)
Experience (gains) | losses	5.16	-	5.16
Total amount recognised in other comprehensive income	**1.00**	**1.46**	**2.46**
Liability transferred (out) | in	1.11	-	1.11
Benefit payments	(3.34)	3.34	-
As at March 31,2026	**159.53**	**(94.44)**	**65.09**

The net liability disclosed above relates to following funded and unfunded plans:

(₹ lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of funded obligations	159.53	81.19
Fair value of plan assets	(94.44)	(93.02)
Deficit | (Excess) of gratuity plan	**65.09**	**(11.84)**

Note 25.5 Employee benefit obligations (continued)

Significant estimates: Actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Mortality rate	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
Discount rate	6.75%	6.71%
Attrition rate	13.00%	10.00%
Rate of return on plan assets	6.75%	6.71%
Salary growth rate	10.00%	10.07%

Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(₹ lakh)

Particulars	Change in assumptions		Impact on defined benefit obligation			
			Increase in assumptions		Decrease in assumptions	
	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Discount rate	1.00%	1.00%	(7.70)	(4.87)	8.52	5.48
Attrition rate	1.00%	1.00%	(1.10)	(0.92)	1.15	1.02
Rate of return on plan assets	1.00%	1.00%	(7.70)	(4.87)	8.52	5.48
Salary growth rate	1.00%	1.00%	5.79	4.46	(5.61)	(4.13)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as while calculating the defined benefit liability recognised in the Balance Sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

Major category of plan assets are as follows:

(₹ lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Unquoted	in %	Unquoted	in %
Investment funds				
Insurance funds	79.89	85%	75.12	81%
Others				
Bank balance	14.54	15%	17.90	19%
Total	**94.44**	**100%**	**93.02**	**100%**

Note 25.5 Employee benefit obligations (continued)

Risk exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

Interest rate risk

A fall in the discount rate which is linked to the Government securities rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Concentration Risk

The plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Expected contributions to post-employment benefit plans for the year ending March 31, 2027 are ₹ 29.86 lakh.

The weighted average duration of the defined benefit obligation is six years. The expected maturity analysis of gratuity is as follows:

(₹ lakh)

Particulars	Less than a year	Between 1 - 2 years	Between 2 - 5 years	Over 5 years	Total
Defined benefit obligation (gratuity)					
As at March 31, 2026	16.40	17.10	66.47	141.49	241.46
As at March 31, 2025	6.73	6.95	20.80	101.87	136.35

b) Defined contribution plans:

The Company pays provident fund contributions to registered provident fund administered by the government at the rate of 12% of basic salary as per regulations. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is of ₹ 18.81 lakh (March 31, 2025: ₹ 16.84 lakh).

c) The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. Mortality rates are obtained from the relevant data.

Note 25.5 Employee benefit obligations (continued)

Unfunded schemes

d) Defined contribution plan

(₹ lakh)

	Particulars	Compensated Absences	
		As at March 31, 2026	As at March 31, 2025
i)	Mortality rate	Indian assured lives mortality 2012-14 (Urban)	Indian assured lives mortality 2012-14 (Urban)
ii)	Present value of unfunded obligations (refer Note 13)	59.38	60.97
iii)	Expense recognised in the Statement of Profit and Loss (including encashment paid during the year)	0.99	15.36
iv)	Discount rate (per annum)	6.75%	6.71%
v)	Salary escalation rate (per annum)	10.00%	10.07%

Note 25.6 Fair value measurements

Financial instruments by category

(₹ lakh)

	Particulars	As at March 31, 2026			As at March 31, 2025		
		FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
Financial assets							
i)	Trade receivables	-	-	3,254.61	-	-	3,257.97
ii)	Cash and cash equivalents	-	-	3,481.69	-	-	3,682.03
iii)	Security and other deposits	-	-	7.96	-	-	5.69
iv)	Other receivables	-	-	1.97	-	-	1.84
Total financial assets		**-**	**-**	**6,746.23**	**-**	**-**	**6,947.53**
Financial liabilities							
i)	Lease liabilities	-	-	101.58	-	-	108.50
ii)	Security deposits	-	-	218.66	-	-	204.26
iii)	Employee benefits payable	-	-	120.62	-	-	174.98
iv)	Current maturities of finance lease obligation (Refer Note 12)	-	-	-	-	-	7.00
v)	Others	-	-	48.99	-	-	75.03
vi)	Trade payables	-	-	2,200.99	-	-	1,639.54
Total financial liabilities		**-**	**-**	**2,690.84**	**-**	**-**	**2,209.31**

Note 25.6 Fair value measurements (continued)

i) Fair value of financial assets and liabilities measured at amortised cost

(₹ lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Financial liabilities	Carrying amount | Fair value	Carrying amount | Fair value
Lease liabilities	101.58	115.50
Total financial liabilities	**101.58**	**115.50**

The carrying amounts of trade receivables, short term loan, trade payables, interest accrued but not due, borrowings, creditors for capital goods, security deposits, other short term financial liabilities and cash and cash equivalents including bank balances other than cash and cash equivalents are considered to be the same as their fair values due to the current and short term nature of such balances.

Note 25.7 Financial risk management

Risk management is an integral part of the business practices of the Company. The framework of risk management concentrates on formalising a system to deal with the most relevant risks, building on existing management practices, knowledge and structures. The Company has developed and implemented a comprehensive risk management system to ensure that risks to the continued existence of the Company as a going concern and to its growth are identified and remedied on a timely basis. While defining and developing the formalised risk management system, leading standards and practices have been considered. The risk management system is relevant to business reality, pragmatic and simple and involves the following:

i) Risk identification and definition: Focused on identifying relevant risks, creating | updating clear definitions to ensure undisputed understanding along with details of the underlying root causes | contributing factors.

ii) Risk classification: Focused on understanding the various impacts of risks and the level of influence on its root causes. This involves identifying various processes generating the root causes and clear understanding of risk interrelationships.

iii) Risk assessment and prioritisation: Focused on determining risk priority and risk ownership for critical risks. This involves assessment of the various impacts taking into consideration risk appetite and existing mitigation controls.

iv) Risk mitigation: Focused on addressing critical risks to restrict their impact(s) to an acceptable level (within the defined risk appetite). This involves a clear definition of actions, responsibilities and milestones.

v) Risk reporting and monitoring: Focused on providing to the Board and the Audit Committee periodic information on risk profile evolution and mitigation plans.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

(a) Credit risk

The Company is exposed to credit risk , which is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Credit risk arises from cash and cash equivalents, investments carried at amortised cost and deposits with banks and inter corporate deposits given, as well as credit exposures to trade | non-trade customers including outstanding receivables.

Management of credit risk

Based on the financial transaction, credit risk is minimised. High rated banks | institutions are accepted for placing an FD or taking a LC from customers. Customer credit limits are regularly monitored.

Note 25.7 Financial risk management (continued)

(b) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. The Company funding is through initial equity contribution and its retained earnings, and the Company has not availed credit facilities from any bank or financials institution.

Financing

The Company has not availed any credit facilities from banks and financial institutions.

Management of liquidity risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company manages liquidity by ensuring that it will have sufficient funds to meet its liabilities when due, without incurring unacceptable losses. In doing this, the Management considers both normal and stressed conditions. A material and sustained shortfall in cash flow can undermine the credit rating and impair investor confidence of the Company.

(₹ lakh)

Contractual maturities of financial liabilities as at March 31, 2026	Note	Less than 12 months	More than 12 months	Total
Finance lease obligations	11	-	101.58	101.58
Security deposits	12	218.66	-	218.66
Others	12	48.99	-	48.99
Employee benefits payable	12	120.62	-	120.62
Trade payables	14	2,200.99	-	2,200.99
Total financial liabilities		**2,589.26**	**101.58**	**2,690.84**

(₹ lakh)

Contractual maturities of financial liabilities as at March 31, 2025	Note	Less than 12 months	More than 12 months	Total
Finance lease obligations	11	7.00	108.50	115.50
Security deposits	12	204.26	-	204.26
Others	12	75.03	-	75.03
Employee benefits payable	12	174.98	-	174.98
Trade payables	14	1,639.54	-	1,639.54
Total financial liabilities		**2,100.81**	**108.50**	**2,209.31**

(c) Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to Euro, USD and CNY. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the functional currency (₹) of the Company. The risk is measured through a forecast of highly probable foreign currency cash flows.

The above risks may affect the income and expenses of the Company or the value of its financial instruments. The objective of management of market risk of the Company is to maintain this risk within acceptable parameters, while optimising returns. The exposure of the Company to these risks is explained below:

Foreign currency risk exposure:

The exposure of the Company to foreign currency risk at the end of the reporting period, is as follows:

Particulars	As at March 31, 2026					
	USD $	₹ lakh	EUR €	₹ lakh	CNY ¥	₹ lakh
Financial assets						
Trade receivables	-	-	17,192.87	18.78	-	-
Net exposure to foreign currency risk (assets)	**-**	**-**	**17,192.87**	**18.78**	**-**	**-**
Financial liabilities						
Trade payables	36,605.40	33.30	1,60,106.60	171.11	11,14,400.00	143.86
Net exposure to foreign currency risk (liabilities)	**36,605.40**	**33.30**	**1,60,106.60**	**171.11**	**11,14,400.00**	**143.86**

Particulars	As at March 31, 2025					
	USD $	₹ lakh	EUR €	₹ lakh	CNY ¥	₹ lakh
Financial assets						
Trade receivables	-	-	43,448.03	39.24	-	-
Net exposure to foreign currency risk (assets)	**-**	**-**	**43,448.03**	**39.24**	**-**	**-**
Financial liabilities						
Trade payables	48,640.00	42.48	83,862.10	79.44	-	-
Net exposure to foreign currency risk (liabilities)	**48,640.00**	**42.48**	**83,862.10**	**79.44**	**-**	-

Note 25.8 Capital management

Total equity as shown in the Balance Sheet includes general reserve, retained earnings, share capital and share premium. The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders. The capital structure of the Company is based on judgement of management of the appropriate balance of key elements in order to meet its strategic and day-to -day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return on capital to shareholders or issue new shares.

The policy of the Company is to maintain a stable and strong capital structure with a focus on total equity so as to maintain confidence of various stakeholders and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The Management monitors the return on capital as well as the level of dividends to shareholders. The goal of the Company is to continue to be able to provide return by the Company to shareholders by continuing to distribute dividends in future periods. Refer to the table below for the final and interim dividends declared and paid.

(₹ lakh)

Particulars	2025-26	2024-25
Dividend on equity shares declared and paid during the year		
Final dividend of ₹ 40.00 per share for the year 2024-25 (2023-24 : ₹ 30.00)	2,335.00	1,751.25
	2,335.00	**1,751.25**
Proposed dividend on equity shares not recognised as liability		
Final dividend of ₹ 25 per share for the year 2025-26 (2024-25 : ₹ 40.00)	1,459.38	2,335.00
	1,459.38	**2,335.00**

Note : The Board of Directors of the Company in its meeting held on April 20, 2026 has recommended a final dividend of 250% (₹ 25 per share) for year 2025-26 (year 2024-25 ₹ 40 per share) which is subject to the approval of the shareholders of the Company at the ensuing Annual General Meeting.

Note 25.9 Segment information

As the business activity of the Company falls within a single primary segment namely textile products (chemicals), the disclosure requirement of Ind AS - 108 'Operating Segments' notified under the Companies (Indian Accounting Standards) Rules, 2015, is not applicable.

Further, since the revenue generated and assets within India are greater than 90% of the total revenue and total assets respectively of the Company, the disclosure requirement of geographical segments as per the aforesaid Standard is not applicable.

Note 25.10 Earning per share

Earning per share (EPS) - The numerators and denominators used to calculate basic and diluted EPS:

Particulars		2025-26	2024-25
Profit for the year attributable to the equity shareholders	₹ lakh	2,235.20	2,639.55
Weighted average number of equity shares outstanding during the year	Number	58,37,500	58,37,500
Nominal value of equity share	₹	10.00	10.00
Basic EPS	₹	38.29	45.22
Diluted EPS	₹	38.29	45.22

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Note 25.11 Leases

As a Lessee

i) Operating lease

The Company has taken warehouse, laboratory and mumbai office under operating lease or leave and license agreements. These are cancellable by the Company, having a term between 11 months and three years and have no specific obligation for renewal. Payments are recognised in the Statement of Profit and Loss under 'Rent' in Note 24.

ii) Finance lease

a) Following are the changes in the carrying value of right to use assets

(₹ lakh)

Particulars	2025-26	2024-25
Balance at the beginning of the year	247.33	261.87
Depreciation I amortisation	14.55	14.54
Balance at the end of the year	**232.78**	**247.33**

b) Following movement in lease liability

(₹ lakh)

Particulars	2025-26	2024-25
Balance at the beginning of the year	115.50	108.58
Finance cost occurred	6.08	6.92
Payment of lease liability	20.00	-
Balance at the end of the year	**101.58**	**115.50**

c) Following table provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

(₹ lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Less than one year	-	20.00
One to five years	40.00	40.00
More than five years	120.00	120.00
Total	**160.00**	**180.00**

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

Rent paid to lessor for short-term lease period is recognised into the Statement of Profit and Loss as Rent in Note 25 'Other expenses'.

Cash payments for the principal portion and interest of the lease liabilities are classified within financing activities and short-term lease payments within operating activities.

Note 25.12 Disclosure requirement under MSMED Act, 2006

The Company has certain dues to suppliers (trade payables) registered under Micro, Small and Medium Enterprises Development Act, 2006, 'MSMED Act'. The disclosures pursuant to the said MSMED Act are as follows:

(₹ lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	373.74	223.64
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	0.11	0.84
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	4.21	13.80
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	9.74	9.63
Further interest remaining due and payable for earlier years	-	-

According to information available with the Management, on the basis of intimation received from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act')

Note 25.13 Expenditure on Corporate Social Responsibility initiatives

a) Gross amount required to be spent by the Company during the year is ₹ 50 lakh (2024-25: ₹ 41 lakh)

b) Amount spent during the year on:

(₹ lakh)

	Particulars	2025-26			2024-25		
		Paid	Payable	Total	Paid	Payable	Total
i)	Construction | acquisition of any asset	-	-	-	-	-	-
ii)	On purposes other than (i) above	50.00	-	50.00	41.00	-	41.00

c) Details related to spent | unspent obligations:

(₹ lakh)

	Particulars	2025-26	2024-25
i)	Relief services	27.00	21.00
ii)	Infrastructure development for *aanganwadi* and school	15.00	11.80
iii)	Conservation of natural resources | environment sustainability	8.00	8.20
		50.00	**41.00**

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Note 25.14 Utilisation of loans, advances and equity investment in entities

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (ultimate beneficiaries) or

b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any funds from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

Note 25.15 Ratios

No.	Ratio	UoM	Formula (refer below table for numerator and denominator details)	As at March 31, 2026	As at March 31, 2025	Variance	Reason for variance
01.	Current ratio	Times	A ÷ B	3.09	3.66	(15.50%)	Below threshold of 25%
02.	Debt-equity ratio	Times	I ÷ H	NA	NA	NA	-
03.	Debt service coverage ratio	Times	Q ÷ (J + M)	NA	NA	NA	-
04.	Return on equity ratio	%	P ÷ average of H	35.77%	45.06%	(20.63%)	Below threshold of 25%
05.	Inventory turnover ratio	Times	L ÷ average of D	12.20	15.32	(20.39%)	Below threshold of 25%
06.	Trade receivables turnover ratio	Times	L ÷ average of E	4.97	5.21	(4.52%)	Below threshold of 25%
07.	Trade payables turnover ratio	Times	(R+S) ÷ average of G	6.81	8.13	(16.16%)	Below threshold of 25%
08.	Net capital turnover ratio	Times	L ÷ average of C	2.81	3.17	(11.29%)	Below threshold of 25%
09.	Net profit ratio	%	P ÷ L	13.81%	15.98%	(13.58%)	Below threshold of 25%
10.	Return on capital employed	%	(M + O) ÷ average of K	49.27%	61.38%	(19.74%)	Below threshold of 25%
11.	Return on investment	%	(M + O) ÷ average of F	34.46%	44.37%	(22.32%)	Below threshold of 25%

No.	Base values	UoM	Reference	As at March 31, 2026	As at March 31, 2025
A	Current assets	₹ lakh	Balance Sheet (current assets)	8,398.86	8,026.31
B	Current liabilities	₹ lakh	Balance Sheet (current liabilities)	2,718.80	2,195.55
C	Working capital	₹ lakh	A-B	5,680.06	5,830.76
D	Inventories	₹ lakh	Balance Sheet (Note 5)	1,596.30	1,057.76
E	Trade receivables	₹ lakh	Balance Sheet (Note 6)	3,254.61	3,257.97
F	Total assets	₹ lakh	Balance Sheet (total assets)	9,106.00	8,659.97
G	Trade payables	₹ lakh	Balance Sheet (Note 14)	2,200.99	1,639.54
H	Equity	₹ lakh	Balance Sheet (Note 9+10)	6,198.60	6,300.24
I	Debt	₹ lakh	Balance Sheet	-	-
J	Principal repayments	₹ lakh	Balance Sheet	-	-
K	Capital employed	₹ lakh	H + I - deferred tax assets (Note 25.4) - capital work-in-progress (Note 2)	6,175.17	6,252.40
L	Net sales	₹ lakh	Statement of Profit and Loss (Note 17, sales of products and services only)	16,188.21	16,520.13
M	Finance cost	₹ lakh	Statement of Profit and Loss (Note 22)	23.27	19.39
N	Depreciation	₹ lakh	Statement of Profit and Loss (Note 23)	55.64	54.20
O	Profit before tax	₹ lakh	Statement of Profit and Loss	3,038.07	3,557.04
P	Profit after tax	₹ lakh	Statement of Profit and Loss	2,235.20	2,639.55
Q	Net operating income	₹ lakh	M + N + P	2,314.11	2,713.14
R	Total operating purchase	₹ lakh	Purchase of raw material and stock in trade (Note 19) + other expenses (Note 24)	12,953.45	12,298.02
S	Capital purchase	₹ lakh	Addition in capital work-in-progress (Note 2)	130.64	52.33

Note 25.16 Relationship with struck off companies

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 | Section 560 of Companies Act, 1956 during the financial year.

Note 25.17 Other statutory information (required by schedule III to the Companies Act, 2013)

a) The Company has not entered into any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

b) The Company has complied with the number of layers prescribed under Clause (87) of Section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

c) The Company is not declared wilful defaulter by any bank or financial institution or other lender.

d) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.

f) The Company does not have any charges or satisfaction of charges which is yet to be registered with Registrar of Companies beyond the statutory period.

Note 25.18 Rounding off

Figure less than ₹ 500 have been shown as ₹ 0.00 in the relevant notes in these Financial Statement.

Note 25.19 Authorisation for issue of the Financial Statements

The Financial Statements were authorised for issue by the Board of Directors on April 20, 2026.

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

Ketan Vora
Partner
Membership number: 100459

Mumbai
April 20, 2026

Kalpit Shah
Chief Financial Officer

For and on behalf of the Board of Directors

Wolfgang Schumann
(DIN: 01995827)
Chairman

Tejas Shukla
(DIN: 10309971)
Managing Director

Atul
April 20, 2026

Notes

Corporate information

Directors

Dr Wolfgang Schumann
(Chairman)

Mr Tejas Shukla
(Managing Director)

Dr Oliver Kusterle

Mr Gopi Kannan Thirukonda

Mr Sudhir Merchant

Mr Sujal Shah

Mr Anup Jain

Ms Nishtha Lalbhai

Chief Financial Officer

Mr Rajas Khaladkar (up to June 30, 2025)
Mr Kalpit Shah (effective July 01, 2025)

Company Secretary

Mr Rakesh Pathak (up to March 14, 2026)

Auditors

Deloitte Haskins & Sells LLP

Registered office

B | 18598, Survey number 33
Atul 396 020, Gujarat
India

racl_legal@atul.co.in

Bankers

Axis Bank Ltd
ICICI Bank Ltd
State Bank of India

Rudolf Atul Chemicals Ltd

Atul 396 020, Gujarat

India

www.racl.co.in