

July 10, 2024

Ref: OCL/SE/2024-25/26

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400001

**National Stock Exchange of India Limited**

Exchange Plaza, Plot No. C-1, Block G  
Bandra – Kurla Complex, Bandra (East)  
Mumbai – 400 051

Scrip Code: 535754

Symbol: ORIENTCEM

**Sub: Notice of 13<sup>th</sup> Annual General Meeting ('AGM') and Annual Report for FY 2023-24 of Orient Cement Limited ('the Company')**

**Ref: Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India**

Dear Sir/Madam,

This is in furtherance to our letter dated June 7, 2024, wherein the Company had informed about the 13<sup>th</sup> AGM of the Members of the Company scheduled to be held on Monday, August 5, 2024 at 3:30 P.M. (IST) through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") in accordance with the provisions of the Companies Act, 2013 and relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. In this regard, we wish to inform you that:

1. Pursuant to the aforesaid Circulars, the Notice of the 13<sup>th</sup> AGM along with the Annual Report including the Business Responsibility and Sustainability Report for the financial year 2023-24 are being sent only through electronic mode to those Members whose email IDs are registered with the Company/Registrar and Transfer Agent ('RTA')/Depository Participant ('DP').
2. The Company has provided the facility to its Members to cast their vote electronically, through the remote e-Voting facility (prior to AGM) and e-Voting facility (during the AGM), on all the resolutions set forth in the AGM Notice to the Members, who are holding shares on the Cut-off date i.e. **Monday, July 29, 2024**.
3. The remote e-voting facility will be available during the following period:

Commencement of remote e-Voting	Friday, August 2, 2024, at 9:00 A.M. IST
End of remote e-Voting	Sunday, August 4, 2024, at 5:00 P.M. IST

4. As already informed the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, July 30, 2024, to Monday, August 5, 2024, both days inclusive, for AGM and for determining the entitlement of the Members to the final dividend for FY2023-24. The final dividend on Equity Shares, if declared at the AGM, will be

Orient Cement Limited

Corporate Office: Birla Tower, 3rd fl, 25 Barakhamba Road, New Delhi 110001, India. 011 42092100

Registered Office: Unit VIII, Plot No.7, Bhoinagar, Bhubaneshwar, Odisha 751012, India. [www.orientcement.com](http://www.orientcement.com)

CIN No: L26940OR2011PLC013933

credited on or before September 3, 2024, to the bank account of the Members whose bank mandate are updated in the records of the Depository Participants/Company as on the book closure date.

A copy of the Notice of AGM and the Annual Report for the financial year 2023-24 is enclosed herewith and can be accessed on the website of the Company at <https://orientcement.com/disclosure-reg-46/annual-reports/>.

This intimation is also available on the website of the Company at [www.orientcement.com](http://www.orientcement.com).

This is for your information and records.

Thanking you,

For **Orient Cement Limited**

**Diksha Singh**

**Company Secretary**

Investor E-mail id: [investors@orientcement.com](mailto:investors@orientcement.com)

Encl. As stated



**STRONG ROOTS  
RARING TO SOAR**

# CONTENTS

## Corporate Overview

- 01 Corporate Information
- 04 Parentage
- 06 About Us
- 08 Measuring Our Performance
- 10 Value Creation Model
- 12 Chairman's Message
- 14 Managing Director's Message
- 17 Our Board of Directors
- 18 What is so Unique About Strong Roots?
- 20 Our Brands are More than What Meets the Eye
- 22 Harnessing Collective Strengths to Soar Higher
- 24 Strong Roots are Critical to Build a Sustainable Foundation
- 26 Sustainable Development Goals (SDGs)
- 28 Reaching New Heights through Inclusive Community Development
- 30 Awards and Accolades

## Statutory Reports

- 33 Notice
- 45 Board's Report
- 62 Management Discussion and Analysis
- 78 Corporate Governance Report
- 104 Business Responsibility and Sustainability Report
- 146 Independent Assurance Statement

## Financial Statements

- 149 Independent Auditor's Report
- 160 Balance Sheet
- 161 Statement of Profit and Loss
- 162 Statement of Cash Flows
- 163 Statement of Changes in Equity
- 164 Notes to the Ind AS Financial Statements



**“**  
The premium products ‘Birla.A1 OrientGreen Cement’ and ‘Birla.A1 StrongCrete Cement’ have been well established in the market, resulting in a notable increase in market share and revenue from premium cements.  
**”**

**CK Birla**  
Chairman

₹ **4,020.55** crore  
Market capitalisation



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₹ **464.75** crore  
EBITDA

₹ **174.85** crore  
PAT

### Forward-looking statements

Some information in this report may contain forward-looking statements which include statements regarding Company's expected financial position and results of operations, business plans and prospects etc. and are generally identified by forward-looking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

# CORPORATE INFORMATION

## Board of Directors

**Mr. Chandrakant Birla**  
Chairman

**Mrs. Amita Birla**

**Mr. Rajeev Jhawar**

**Mr. Rabindra Jhunjunwala**

**Mr. Swapan Dasgupta**

**Mr. I.Y.R. Krishna Rao**

**Mrs. Varsha Vasant Purandare**

**Mr. Desh Deepak Khetrpal**  
Managing Director & CEO

## Key Managerial Personnel

**Mr. Desh Deepak Khetrpal**  
Managing Director & CEO

**Mr. Prakash Chand Jain**  
Chief Financial Officer

**Ms. Diksha Singh**  
Company Secretary

## Statutory Auditors

B S R & Associates LLP  
Salarpuriya Knowledge City  
Orwell, B Wing, 6<sup>th</sup> Floor, Unit-3  
Sy No. 83/1, Plot No. 02, Raidurg  
Hyderabad – 500081

## Registered Office

Unit-VIII, Plot No.7, Bhoinagar  
Bhubaneswar-751012 (Odisha)

## Corporate Identification No.

L26940OR2011PLC013933

## Manufacturing Plants

### Devapur:

P.O. Devapur Cement Works  
Dist. Mancherial - 504218 (Telangana)

### Jalgaon:

Nashirabad, Dist. Jalgaon - 425309  
(Maharashtra)

### Chittapur:

Village Itaga, Malkhaid Road  
Taluka Chittapur  
Dist. Kalaburagi - 585292  
(Karnataka)

## Registrar & Share Transfer Agent

### KFin Technologies Limited

Selenium Building, Tower-B  
Plot No 31 & 32, Financial District  
Nanakramguda, Serilingampally  
Hyderabad, Rangareddy  
Telangana-500032

**Toll Free No.** 1800-309-4001

**E-mail:** [inward.ris@kfintech.com](mailto:inward.ris@kfintech.com)

## Bankers

State Bank of India  
HDFC Bank Limited  
Axis Bank Limited

## 13<sup>th</sup> Annual General Meeting

(Through Video Conferencing/Other Audio Visual Means)

**Date:** August 5, 2024

**Day:** Monday

**Time:** 3:30 P.M. (IST)

## Book Closure for AGM

Tuesday, July 30, 2024 till Monday,  
August 5, 2024  
(Both days inclusive)

## Website

[www.orientcement.com](http://www.orientcement.com)

# The mighty, deep rooted bamboo tree is our inspiration.

## It shows us

that small, barely visible, actions everyday are essential for continuous and sustained growth.

## It teaches us

a valuable lesson – success comes with perseverance and patience!

While it takes years to even notice visible growth in a bamboo plant, the moment it shoots off, it grows unhindered, soaring to lofty heights.

The time and effort invested in nurturing the plant and enabling it to strike deep roots under the soil facilitates the tree's later speedy growth and its amazing resilience.

## STRONG FOUNDATION DRIVES SUSTAINABLE GROWTH

Just like the bamboo tree that takes years to grow and soar to new heights, we have gradually strengthened our roots to build a robust institution of excellence, delivering value to all our customers and other stakeholders.

We have been working persistently over the last few years to achieve excellence in our operations, to build our unique brand portfolio, our debt-free balance sheet and our strong organisational culture, which drive us constantly, restlessly onwards and upwards.

Although our planned capacity expansion has seen delays beyond our control, we have remained resolute to move ahead, step by step and prepare ourselves for significant capacity expansion.

The Chittapur plant is in advance stage of obtaining Environmental Clearance from the Ministry of Environment, Forest and Climate Change (MoEF&CC), and we expect to commence construction for the doubling of capacity there, within the coming few months.

The site for a split clinker grinding unit, necessary before initiating additional clinkerisation at Devapur, is also available. The approval to set up the grinding unit in the Satpura range in Sarni village at Madhya Pradesh from State Electricity Generating Company Limited will fast-track our pending expansion plans. Simultaneous approvals for land, railway siding and fly ash (from the thermal power plant) will reduce costs and time to operationalise the grinding unit and enable the expanded capacities at Devapur, Telangana to function according to the plans.

Also, we have successfully managed to execute the deed for restoration of our Rajasthan mines, which will enable us to achieve necessary market diversification for our Company by increasing greenfield capacity in this area.

**With the groundwork managed and outcomes achieved in all these years, our roots are now strong enough to grow at an unprecedented pace.**

**We are now raring to soar higher, with stronger roots.**

**Our premium cement brands achieved 21% of trade volume which was 15% last year.**

### Capacities at a glance

Clinker

5.5 MTPA

Cement

8.5 MTPA

Parentage

# ABOUT THE CK BIRLA GROUP

The CK Birla Group, with a revenue of over US \$3 billion, is an Indian multinational conglomerate.

With over 35,000 employees, the group operates 52 manufacturing facilities across India and the world, with a presence in diverse sectors including technology, automotive, home and building, and healthcare.

**Employees**

**35,000+**

**Conglomerate**

**US\$ 3 billion**

**Manufacturing facilities (across India and the world)**

**52**

The CK Birla Group continuously adapts to stay ahead in a changing world. By harnessing technology and investing in people and digital transformation, the Group consistently remains agile and delivers profitable growth. Viewing value creation through a global lens, our companies operate without borders.

The CK Birla Group companies include Birlasoft Limited, GMMCO Limited, National Engineering Industries Limited (manufacturer of NBC Bearings),

Orient Cement Limited, HIL Limited, Orient Electric Limited, CK Birla Healthcare Private Limited (CK Birla Hospitals and Birla Fertility & IVF), Orient Paper & Industries Limited, AVTEC Limited, and Neosym Industry Limited.

Our companies share a common purpose of serving customers, partners and communities to create long term value through trust based relationships.

**Our commitment to our community**

The Trusts supported by the CK Birla Group engage in a range of activities and institutions, across the fields of healthcare, science & technology, education and art and culture.

Our educational institutions include the Birla Institute of Technology (BIT) in Mesra, Modern High School (MHS) and Modern High School International (MHSI) in Kolkata and Rukmani Birla Modern High School in Jaipur.

The group also runs the G.P. Birla Archaeological Astronomical and Scientific Research Institute, the BM Birla Science Centre, the BM Birla Planetarium, the GP Birla Centre and the Nirmala Birla Gallery of Modern Art.

The Trust hospitals run by the group are CMRI (Calcutta Medical Research Institute), BM Birla Heart Research Centre in Kolkata and Rukmani Birla Hospital in Jaipur.



### About Us

# ACCOMPLISHING SUSTAINABLE GROWTH WITH STRONGER ROOTS

Orient Cement is a distinguished player in the cement industry, renowned for its steadfast commitment to excellence in operations and customer satisfaction.

With a rich legacy built on trust and reliability, we provide industry-leading products and solutions tailored to meet the diverse construction needs of our customers.

Our extensive portfolio of cutting-edge construction material reflects our dedication to remaining at the forefront of innovation. From ensuring the resilience and durability of structures to addressing sustainability concerns, we consistently establish new industry benchmarks through the exceptional quality of our products and processes.

Equipped with integrated cement manufacturing plants and a split clinker grinding unit, we are poised to capture an expanding market share across key regions, including Maharashtra, Karnataka, Telangana, Andhra Pradesh, Madhya Pradesh and South Gujarat.

As we continue to increase our geographical footprint, our overarching mission is to emerge as the preferred partner for clients. We prioritise the creation of enduring value through our products and services. At Orient Cement, we remain committed to driving excellence and shaping the future of the construction industry.

## 1979

Year of establishment

#### Our vision

# Build Sustainably to be a Valued Partner in Progress

#### Our values



**Collaboration**  
The Orient Cement way,  
The Dahi Haandi Way



**Humility to learn**



**Walk the Talk**



**Respect for all**



**Celebrate diversity**



**Passion to excel**



**Agility with speed**



Market Presence

Production

# 03

States In India

Distribution

# 10

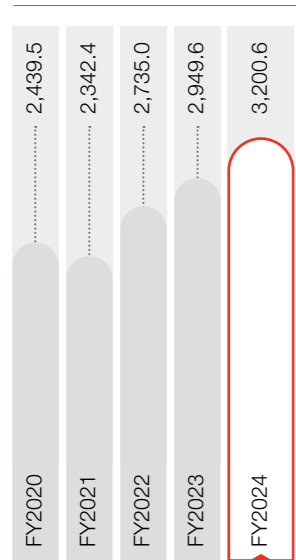
States (Maharashtra, Telangana, Karnataka, Andhra Pradesh, Madhya Pradesh, Chhattisgarh, Tamil Nadu, Gujarat, Kerala and Uttar Pradesh)

# MEASURING OUR PERFORMANCE

The bamboo tree analogy works best for us, because we think long term. At Orient Cement, our robust financial performance reflects our strong roots and our ability to soar higher.

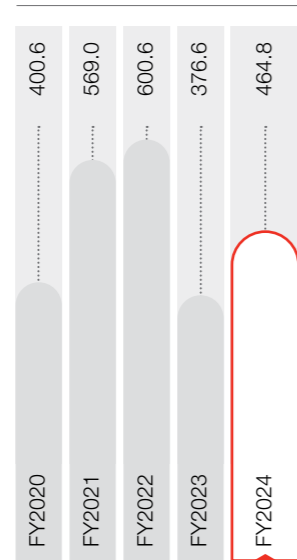
## Total income

(₹ in crore)



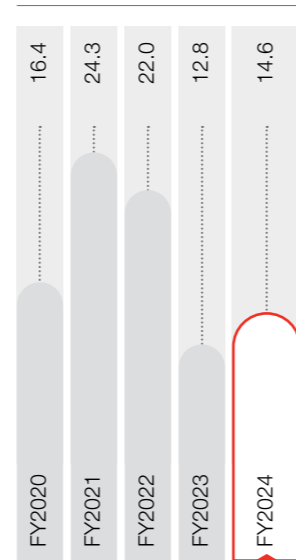
## EBITDA

(₹ in crore)



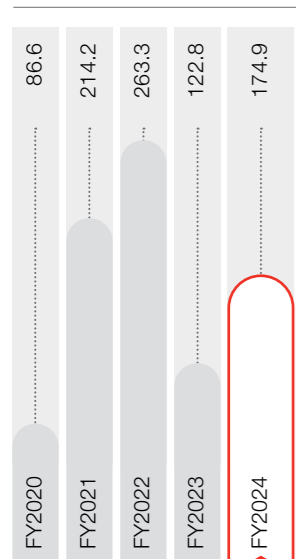
## EBITDA margin

(in %)



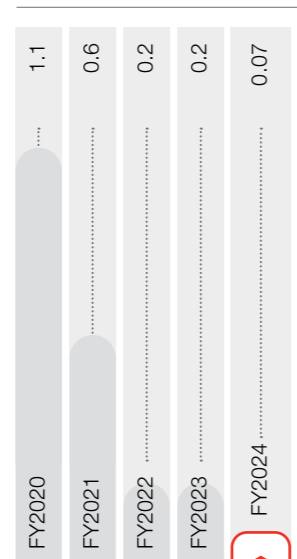
## PAT

(₹ in crore)



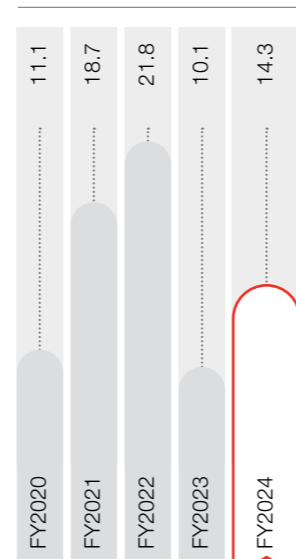
## Debt to Equity

(times)



## Return on capital employed

(in %)

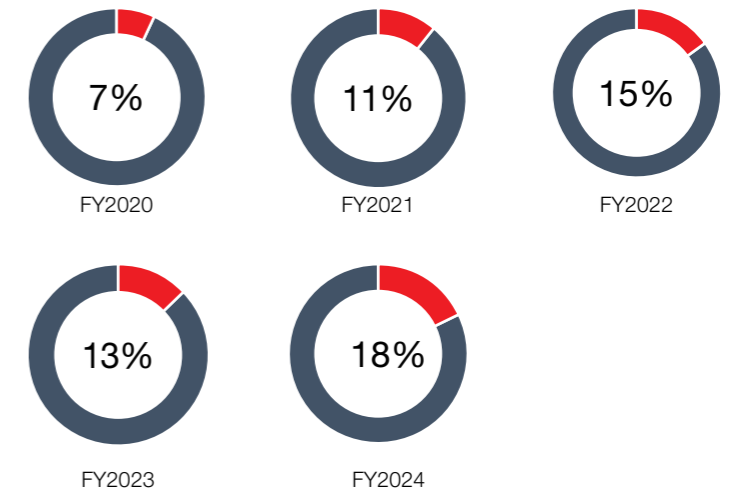


Effective cash flow management has resulted in an almost debt-free balance sheet, positioning us financially well to comfortably accommodate our predetermined growth targets.”

**Prakash Chand Jain**  
Chief Financial Officer

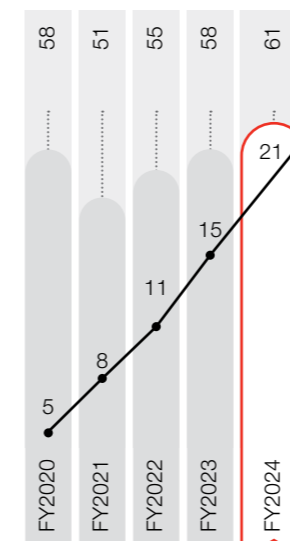
## AFR consumed

(in %)



## Total Volume Sold

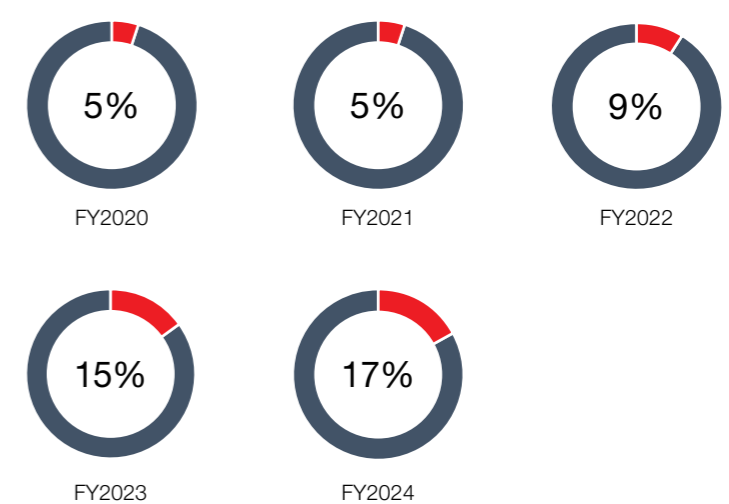
(lacs metric tonnes)



Premium products (% of trade volume)

## Renewable power + WHRS

(in %)





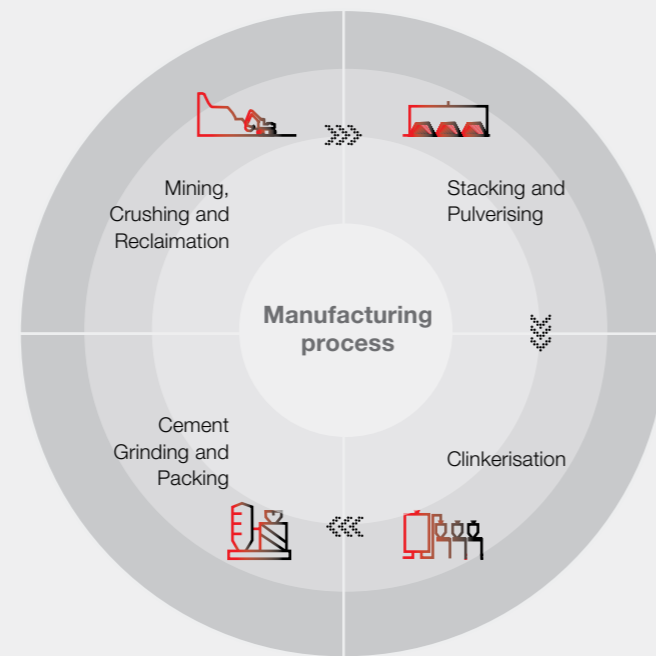
# VALUE CREATION MODEL

Our performance is the outcome of years of persistence and patience, just like the bamboo tree, which withstands multiple headwinds, yet stands tall.

## INPUTS

- We maintain sufficient **financial resource** with a net worth of **₹1,743.24 crores**, equity share capital of **₹20.48 crore** and with a reduced debt to equity ratio of 0.07 times
- We have built a strong **manufacturing presence** with 3 state-of-the-art manufacturing plants which produces best quality cement at a production capacity of **8.5 MTPA**
- We have adopted the practice of **continuous improvement and innovation** through new product development along with the implementation of advanced technology to enhance our product quality. By monitoring customer feedback, we have spent **₹0.27 crore** in our R&D efforts
- With a **employee strength of 843**, we have conducted **16,800+** man-hours of training programmes to improve our efficiency, optimise productivity and accelerate growth
- We are continuously strengthening our **social relationships** through collaborations and partnerships with stakeholders. Also, we have spent **₹6.41 crores** in CSR programmes and **₹11.56 crores** under R&R activities on projects related to rural infrastructure development, education and other community development programmes
- Our commitment towards **environmental conservation** encourages us to judiciously use our natural resources. We have increased the share of WHRS plus renewable energy use to **17%** and AFR to **18%**

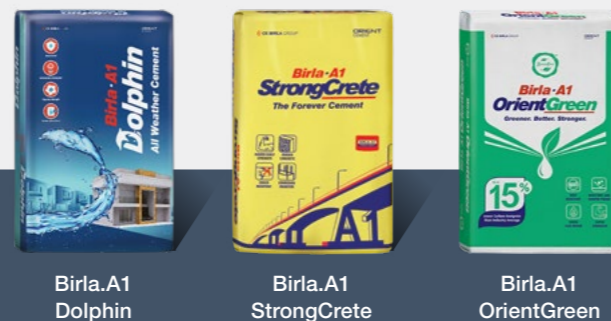
## VALUE CREATION PROCESS



### Our products



### Our Premium Brands



### Our sustainable practices

- Optimum utilisation of raw materials
- Co-processing of Alternative Fuels and raw materials
- Process optimisation across the facilities
- Enhanced utilisation of renewable energy
- Improved usage of recycled water
- Implementing energy conservation initiatives



### Our Legacy Brands



## OUTPUT

- We have recorded a healthy financial position by recording a revenue of **₹3,200.61 crore**, EBITDA of **₹464.75 crore** with a marginal growth of PAT by **42%**
- Our strong brand value and **manufacturing efficiency** has enabled us to produce **61.04 Lacs metric tonnes** of cement and **47.00 Lacs** metric tonnes of clinker
- We have introduced **Birla.A1 Dolphin**, a super-premium product with waterproofing feature. We have also obtained a **patent** for our newly designed coal saving system for cement plants
- We have reported zero fatalities and **zero** LTIFR through implementation of efficient safety protocols. We have also been certified **Great Place to Work for the 5<sup>th</sup> consecutive year**
- We have been able to reach a dealer base of **2,209** and a supplier base of **1,916**. Through our CSR projects we have created a positive impact on **43,426** lives
- We have saved a total of **19,048 MWh** of electrical energy

# CHAIRMAN'S MESSAGE

Growing responsibly, together



We have once again been certified as a 'Great Place to Work' during the year, which is a recognition of the workplace culture that we have nurtured over the years."

Dear Shareholders,

It is a pleasure to share my thoughts with you at the end of yet another eventful year. Powered by the rich legacy of CK Birla Group, we now have a robust launchpad to embark on a journey towards an even more promising future for our customers, investors and all other stakeholders. Over the years, we have created a solid foundation for growth. We are now poised to elevate to the next level of sustainable value creation.

While the Government's thrust towards infrastructure creation and increase in private capex acted as tailwinds for the sector as a whole, the year had its fair share of challenges.

The business landscape was characterised by stubborn inflation for a considerable part of the year and sluggish demand scenario in some of our core markets. Nevertheless, our performance during the year has been in line with the industry.

We ended the fiscal year with total sales volume of ~ 61 lacs metric tons. Our overall margins continued to be strong during the year, primarily led by our drive towards premiumisation.

There has been a strategic shift in the product mix. The premium products 'Birla.A1 OrientGreen Cement' and 'Birla.A1 StrongCrete Cement' have fortified its position in the market, resulting in a notable increase in market share and revenue.

We are crafting the next leg of our growth journey with a premium customer-centric portfolio, relentless innovation across the value chain, capacity expansions and above all ESG-focused initiatives. Our focus towards alternative fuels and raw materials (AFRs)

has also helped us optimise our energy costs during the year. Around 17% of our total power consumption is now from renewables, including waste heat and the solar unit at Jalgaon, which will increase significantly in the coming years.

The stronger roots that we have developed and the soaring heights that we plan to scale are the result of the untiring efforts and innovations of our rich talent pool. Our people are our most powerful assets and we have built a culture of high performance and ownership. We have once again been certified as a 'Great Place to Work' during the year, which is a recognition of the workplace culture that we have nurtured over the years. Also, our MD and CEO, has been recognised as one of India's Most Trusted Leaders by the Great Place To Work Institute (India) for the second time in a row.

With agility at the core, we are excited for the opportunities that lie ahead of us. Lastly, I would like to thank all of our stakeholders for their unwavering support in our endeavours. As we grow together, we hope to maintain this trust and belief.

Warm Regards

**CK Birla**  
Chairman



The stronger roots that we have developed and the soaring heights that we plan to scale are the result of the untiring efforts and innovations of our rich talent pool."

# MANAGING DIRECTOR'S MESSAGE

Expanding our roots to soar higher



We are focusing on upgrading our existing manufacturing facilities as we acknowledge that there is a pressing need for immediate capacity addition.”

Dear Shareholders,

We continue to create value for our customers and other stakeholders, on the strong foundation and roots that we have built over the decades. At Orient Cement, our long-term growth story continues to be encouraging against the backdrop of India’s emergence as a strong and resilient economy with accelerated infrastructure creation.

Having said that, the year gone by (FY24) had its share of challenges for the entire industry in terms of geopolitical uncertainties, faltering market demand and weak pricing environment. Considering these challenges, our performance was largely in line with the sector as a whole.

We are focusing on upgrading our existing manufacturing facilities as we acknowledge that there is a pressing need for immediate capacity addition. We have already taken necessary steps in that direction, the outcomes of which will materialise during the upcoming quarters.

Our revenues growth for the year at 8% is a combination of volume growth and improved realisation per tonne due to positive change in product mix. By steadfastly increasing the sales of our premium products and maintaining a sharp focus on cost management, we have been able to improve our profitability significantly during the year.

I am happy to share that our premiumisation strategy is holding us in good stead, mitigating the operating challenges. It is very encouraging to observe that there is a robust demand for our premium products in our operating

markets. As a result, we have managed to grow our premium brand volumes by 31% in the year. Our premium brands already account for approximately 21% of total trade sales by volume and are increasing consistently. When we talk about our premium cement products, we command some of the highest margins in the market. This is a testament to the significant value we deliver to our customers.

With sharper focus on understanding customer aspirations, we are aligning our products to meet changing aspirations responsibly. From product mix and quality upgradation to leveraging advanced technology and implementing better marketing initiatives, we are constantly innovating to deliver new-age solutions that delight customers and help build better infrastructure for tomorrow. I must mention in this context that our product has been approved for the prestigious Ahmedabad-Mumbai bullet train project.

Though water ingress and moisture damage are common concerns, even in strong structures, our recently launched premium product Birla.A1 Dolphin Cement does not just provide surface level protection, it also serves as an



With sharper focus on understanding customer aspirations, we are aligning our products to meet changing aspirations responsibly. From product mix and quality upgradation to leveraging advanced technology and implementing better marketing initiatives, we are constantly innovating to deliver new-age solutions that delight customers and help build better infrastructure for tomorrow.”

integral waterproofing solution that protects the entire structure.

All of our products are eco-friendly, reflecting our strong commitment to promoting responsible business practices. For example, our Birla.A1 OrientGreen is manufactured using highly optimized energy and natural resources, resulting in a carbon footprint that is significantly lower than the industry average.

**Building a sustainable future for all**

With the commissioning of waste heat recovery project and the use of solar power at the Jalgaon plant, the cumulative proportion of renewable power usage at Orient Cement is increasing. With the addition of more solar power at our Jalgaon and Chittapur plants, renewable power usage will increase further in FY25 and beyond.

We are building a responsible and sustainable business model that understands and addresses the aspirations of customers, investors, employees, communities and also takes care of the planet.

As we stride towards our goals, we acknowledge that our people are the biggest catalysts of our progress. At Orient Cement, we are continuously investing to upskill our workforce to make them future-ready. I am happy to share that we have been certified as the 'Great Place to Work' for the 5<sup>th</sup> consecutive year with a notable improvement in our Trust score.



I must mention in this context that our product has been approved for the prestigious Ahmedabad-Mumbai bullet train project.”

**Paving the road ahead**

We are steadily expanding our capabilities to capitalise on the growing demand for infrastructure development across rural and urban India. At the same time, we are elevating operational efficiencies and stepping up our efforts on the Environmental, Social and Governance (ESG) front. Through new initiatives, we are moving closer towards fulfilling our 'Net Zero Carbon' goal.

India is poised to become the third largest economy in the world, robust infrastructure development will play a critical role in this growth story. At Orient Cement, we are contributing towards building the India of tomorrow with the support of our stakeholder fraternity.

Finally, I would like to conclude by expressing my heartfelt gratitude to all our stakeholders for their encouragement and support as we embark on this exciting journey to achieve soaring heights in the years ahead.

Warm Regards

**Deepak Khetrpal**  
Managing Director & CEO

# OUR BOARD OF DIRECTORS

**Mr. Chandrakant Birla**  
(Chairman)

<b>Date of appointment:</b> July 23, 2011
<b>DIN:</b> 00118473
<b>Qualification:</b> Bachelor of Arts
<b>Occupation:</b> Industrialist
<b>Expertise in specific functional areas:</b> Industrialist having rich business experience in managing diversified industrial enterprises.

**Mr. Rabindra Jhunjhunwala**  
(Independent Director)

<b>Date of appointment:</b> August 9, 2014
<b>DIN:</b> 00050729
<b>Qualification:</b> B.A., LL. B (Hons) from National Law School of India University, Bangalore
<b>Occupation:</b> Partner in Khaitan & Co.
<b>Expertise in specific functional areas:</b> Corporate Laws-domestic and cross border mergers & acquisitions, private equity investment, foreign investments advisor (both inbound and outbound).

**Mr. I.Y.R Krishna Rao**  
(Independent Director)

<b>Date of appointment:</b> May 5, 2017
<b>DIN:</b> 00481367
<b>Qualification:</b> M.A. (Economics)
<b>Occupation:</b> Retired IAS-Chief Secretary, Andhra Pradesh
<b>Expertise in specific functional areas:</b> Administration, economics & finance.

**Mr. Desh Deepak Khetrpal**  
(Managing Director & CEO)

<b>Date of appointment:</b> April 2, 2012
<b>DIN:</b> 02362633
<b>Qualification:</b> Honours degree in Business & Economics and Master's degree in Business Administration in Marketing and Finance from the Delhi University
<b>Occupation:</b> Service
<b>Expertise in specific functional areas:</b> Professional business leader with a proven track record of leading sustainable transformation in large and diversified organisations, across various industries, including services, manufacturing, consumer and retail businesses with a focus on ESG and climate change.

**Mr. Rajeev Jhavar**  
(Independent Director)

<b>Date of appointment:</b> August 9, 2014
<b>DIN:</b> 00086164
<b>Qualification:</b> Commerce Graduate and Management Development Course from London Business School
<b>Occupation:</b> Industrialist
<b>Expertise in specific functional areas:</b> Industrialist having rich business experience in managing diversified industrial enterprises

**Mrs. Varsha Vasant Purandare**  
(Independent Director)

<b>Date of appointment:</b> February 8, 2019
<b>DIN:</b> 05288076
<b>Qualification:</b> Bachelor of Science (Chemistry), Diploma in Business Management
<b>Occupation:</b> Retired Banker
<b>Expertise in specific functional areas:</b> Credit, forex, treasury, capital markets, investment banking and private equity businesses.

**Mrs. Amita Birla**  
(Non- Executive Director)

<b>Date of appointment:</b> March 27, 2015
<b>DIN:</b> 00837718
<b>Qualification:</b> GCE-A Level
<b>Occupation:</b> Industrialist
<b>Expertise in specific functional areas:</b> Management and operation of diverse nature of business.

**Mr. Swapan Dasgupta**  
(Independent Director)

<b>Date of appointment:</b> August 4, 2015
<b>DIN:</b> 07113693
<b>Qualification:</b> PhD from the School of Oriental & African Studies (London) and a former Fellow of Nuffield College, Oxford
<b>Occupation:</b> Writer, broadcaster, public policy analyst and former Member of Parliament
<b>Expertise in specific functional areas:</b> Writing and public policy analysing.

# WHAT IS SO UNIQUE ABOUT STRONG ROOTS?

The simple answer is steadfastness to remain

**firm and flexible,** despite thunderstorms, rain and shine.

The bamboo tree soars towards the sky on the strength of its firm roots. Not only do the roots spread deep and far, but the vertical growth is amazing to behold. The stalk of bamboo produces fresh new leaves and draws more energy from the roots to grow new shoots.



## The great leap forward

Our resilience and agility give us the strength to bounce back, defying all odds. We understand the importance of preparing for the right moment to take the leap forward.

## Quick facts

India's financial capital, Mumbai, and home to **22+ million** people, is expected to witness enormous infrastructural growth. Also, Maharashtra has the highest number of infrastructure projects under implementation. Projects worth **₹ 8 lacs crores** are currently continuing in Mumbai. A **337-km long** metro network will be ready in Mumbai soon, aiming to decongest the city and keeping **50 lacs to 60 lacs** cars off roads.

It would not be wrong to say that the infrastructure needs of the country's financial capital have only begun and are far from being saturated. In the last few years, the rising population and reducing land parcels have led to an unprecedented infrastructure growth in Mumbai.

Needless to say, the quality of infrastructure projects must not only exceed expectations, but also set new benchmarks of excellence. The demand

**84**

Projects served in Mumbai

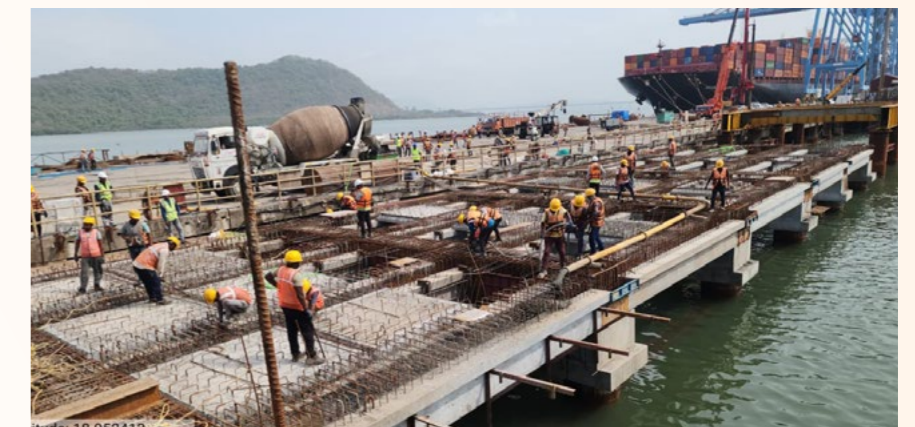
**968**

Distribution and Dealer network in the Maharashtra region

for high-quality cement has made our products stand out in the competitive market.

Having gained institutional customers, we are also stepping up our efforts to penetrate the retail market with a focused strategy in the near term.

## DRAWING ENERGY AND GAINING STRENGTH FROM WHERE IT MATTERS THE MOST.



Jawaharlal Nehru Port Expansion

It is a well-known fact that the proximity to market is a game-changer for any cement manufacturing company. Having built a strong position in rest of Maharashtra and South India, we have simultaneously leveraged the infrastructure growth opportunities in Mumbai metropolitan region while overcoming the distance handicap using cost efficient modes of logistics. Our mantra is simple – a step in the right direction, even if it is a small one.

– Manish Dua  
President – Sales & Marketing

# OUR BRANDS ARE MORE THAN WHAT MEETS THE EYE

We draw **strength** from our **versatility.**

The versatility of bamboo can hardly be missed. From its usage in construction to culinary and medicinal purposes, its multi-dimensional properties add value to the natural ecosystem as well as communities.



## Our brand portfolio offers a world of choices to our valued customers.

By expanding our product portfolio to meet clearly identified needs of the informed customers, we are not only reaching a larger audience, but also tailoring solutions to meet the unique requirements of the targeted segments.

Through strategic brand development, **Birla.A1** Cement aims to cultivate a unified and enduring identity that embodies our core values, distinctive personality and overarching purpose. This revamp fosters a cohesive brand language that resonates with our diverse audience, ensuring long-term relevance in the market.

**//** Cement manufacturing and marketing is both an art and a science. One must perfectly understand its composition dynamics, along with the art of clearly communicating and demonstrating the quality of the cement curated for specific purposes. Any disconnect in this entire process in any form leads to sub-optimal performance and fails to impress customers. **//**

– Satyabrata Sharma  
President Manufacturing

### Birla.A1 Dolphin

The launch of 'Birla.A1 Dolphin All Weather Cement' has added significant value to our product portfolio. The product addresses diverse weather conditions, not just offering surface-level protection, but also serves as an integral waterproofing solution.



### Birla.A1 OrientGreen

OrientGreen cement is engineered by grinding superior-strength clinker with a processed mineral admixture containing high-reactive silica, which offers long-term strength gain. With low carbon footprint, OrientGreen Cement is rust-resistant, needs less water and delivers superior strength. Overall, it is truly made in a responsible and sustainable manner.



#### Impact

**5,500+**  
dealers / retailer boards

**600+**  
in-shop branding

**3,000+**  
retailer shop paintings

extensive use of  
**OOH media**

**65 million**  
impressions on multiple  
social media platforms

#### Strong roots underpin our future-focused innovation

Our manufacturing team undertook an unusual and challenging project to design, engineer, and manufacture a **200 HP** municipal waste shredder entirely in-house! This was done by utilizing spare parts from other obsolete equipment. This innovative endeavour, completed within a tight **6-month** timeframe, is a unique feat. Going beyond and above the conventional approach of purchasing such equipment from overseas manufacturers, this in-house development will result in a huge financial saving.

# HARNESSING COLLECTIVE STRENGTHS TO SOAR HIGHER

Bamboo's ability to bend without breaking is often considered an apt reflection of

grit, tenacity and adaptability.

Companies do not fail because they grow too late; they fail because they grow too early. At Orient Cement, we follow the slow, sustainable bamboo plant philosophy to further cement our position in the market.

– N.S. Srinivas, HR- Head



## Growing stronger, together

Our team embraces innovative methods and continuous learning to stay ahead of evolving business trends—staying firm in the face of challenges and achieving greater milestones together.

### Chetna

At Orient Cement, diversity and inclusion are integral to our strategy. We prioritise diverse hiring for specific roles and maintain a **30%** target for women in our campus recruitment process. Our women's network, 'Chetna', fosters collaboration among women employees on financial wellness and health matters, ensuring a supportive and inclusive workplace.

### Digitisation

We have seamlessly transitioned to a fully integrated online Recruitment and Onboarding suite, facilitating end-to-end processes—from hiring to recruitment. The digitisation process has resulted in enhanced employee barometer indicators and improved employee engagement metrics.

At Orient Cement, the employee lifecycle is holistic. We are dedicated to employee engagement, introducing various activities across health and safety, well-being, communications, diversity and inclusion, awards and recognition, open-door culture and communication. Aise hi thodi na mein yaha 25 saalo se Khushi Khushi kaam kar raha hoon!

– Murari Lal Sharma  
Manager- Instrumentation (Devapur)

### GPTW®

We foster a work culture that encourages innovative thinking and leadership qualities. This, in turn, builds a more inclusive, growth-catalysing environment. This commitment has won us many recognitions, the latest one being recognised as the Great Place to Work for the **fifth time** in a row.

### Recognitions awarded by Great Place To Work®



**Ranked 50**  
GPTW certified for the 5th consecutive year



**India's Best Workplaces™**  
in Cement & Building Materials 2024



**Top 25**  
India's Best Workplaces in Manufacturing 2024



**Top 50**  
India's Best Workplaces™ Building a Culture of Innovation by All 2024

### Leadership entails translating vision into reality



**Mr. Deepak Khetrapal**, our MD and CEO, has been recognised as one of India's Most Trusted Leaders by the Great Place To Work Institute (India) for the second time in a row.



# STRONG ROOTS ARE CRITICAL TO BUILD A SUSTAINABLE FOUNDATION

From being an eco-friendly construction material to acting as a 'carbon sink' –

**absorbing twice as much carbon dioxide**

in comparison to other trees – a bamboo grove plays an instrumental role in maintaining the critical ecological balance.

|| The global cement industry accounts for ~7% of the total CO<sub>2</sub> emissions. With India being the second-largest cement producer in the world, at Orient Cement, we have undergone transformative changes and adopted methodologies to significantly reduce our energy usage, improve 'green' power in our consumption basket, reduce water consumption and minimise environmental impact. ||

– P. Sreenivasa Raju  
Vice President - Sustainability



## Sustainability runs deep at Orient Cement

While the world embraces the principles of a circular economy, we are proactively stepping up efforts to minimise our environmental footprint and become more responsible and responsive.

<p><b>Environment</b></p> <p><b>7,968 tonnes</b> Plastic consumption and processing at the Chittapur and Devapur plants</p> <p><b>Aligned</b> With Carbon Capture Usage and Sequestration (CCUS)</p> <p><b>Leading</b> Company in the Indian cement industry aiming to become Net Zero by 2070</p> <p><b>Proposed</b> The expansion of the Waste Heat Recovery System (WHRS) is underway at the Devapur and Chittapur plants</p> <p><b>Adopted</b> GCCA CO<sub>2</sub> protocol &amp; Water protocol and capture our CO<sub>2</sub> &amp; Water performance</p>	<p><b>Social</b></p> <p><b>ZERO</b> fatality in the last six years</p> <p><b>₹ 6.41 crores</b> Spent on CSR during FY24</p> <p><b>₹ 11.56 crores</b> Spent on R&amp;R activities during 2024</p> <p><b>Implemented</b> Supplier Code of Conduct that aligns with social and environmental values</p> <p><b>Committed</b> To upholding the principles of human rights and labour practices across the value chain</p>	<p><b>Governance</b></p> <p><b>5</b> Independent Directors</p> <p><b>25%</b> Women on the Board of Directors</p> <p><b>94%</b> Board and Committees attendance illustrating high level of engagement</p> <p><b>Zero</b> Incidents of non-compliance with product and service information</p> <p><b>ISO 27001</b> (information security management systems) certified company</p> <p><b>Committed</b> To transparent sustainability reporting</p> <p><b>Separate post</b> of Chairman and CEO</p>
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### Our blueprint towards accomplishing sustainability targets

- |   |  |  |
|---|--|--|
| (a) Reducing specific Thermal Energy              | (f) Improving use of recycled water                    | (j) Embracing secondary CO <sub>2</sub> abatement measures i.e., Carbon Capture Utilization and Sequestration (CCUS) |
| (b) Reducing specific Electrical Energy           | (g) Reducing the specific water consumption            | → <b>Net ZERO by 2070</b>  |
| (c) Reducing the Clinker Factor                   | (h) Amplifying the employ of Renewable and WHRS energy |  |
| (d) Enhancing the Thermal Substitution Rate       | (i) Consistently adopting new technologies             |  |
| (e) Increasing utilisation of low-grade limestone |  |  |

**Circularity Re-imagined, Re-defined**

Faced with the prospect of acquiring a brand-new roller for Cement Mill at Devapur, with a staggering price tag and a usable life of 20,000 hours, we chose to challenge the status quo. Instead, we undertook a retrofitting project, ingeniously repurposing two scrapped rollers into a single usable unit at a fraction of the cost. Now that reflects thinking out of the box, isn't it?

**Innovation x Sustainability**

We have recently secured a patent, marking a significant milestone in our journey of innovation and sustainability. This patent pertains to a pioneering coal-saving system tailored specifically for cement plants, showcasing our unwavering commitment to resource efficiency and environmental responsibility. With this achievement, we reinforce our position as leaders in driving positive change within our industry.



# SUSTAINABLE DEVELOPMENT GOALS (SDGS)



## SDG 1



Skill building and women Self Help Groups (SHGs).

## SDG 2



At Jalgaon Khurd, we successfully completed the construction project of mid-day meal room to ensure delivery of meals in a timely manner.

## SDG 3



We have contributed ₹ 116.63 lacs towards our safety practices. Also, various health and well-being camps have been conducted during FY 2024. We have also provided medical facilities in our plants.

## SDG 4



We have been running a school at Devapur, Telangana, that provides education opportunities for students coming from all walks of life. We have been relentlessly contributing towards educational and developmental activities at schools surrounding the plants. Also, we have helped to develop infrastructure in the Zilla Parishad Primary School in the Jalgaon area to provide quality education to the students.

## SDG 5



30% of our new hires from campus recruitment are women. Also, on the Board, we have 25% women Directors.

## SDG 6



Providing sanitation facilities for truck drivers, cleaners and nearby communities.

## SDG 7



Significant investment of ~ ₹ 88 crore made towards Waste Heat Recovery System (WHRS) of 10.1 MW.

## SDG 8



Prioritising employment generation from local communities. Currently, 41% of our recruits are hired from nearby towns and cities. We provide career growth opportunities for our people by offering diverse roles and enhancing their skill set through targeted training programmes.

## SDG 9



Through our operational excellence and strict quality control practice, we have earned recognition from Bureau of Indian Standards (BIS) for our Devapur and Chittapur plants recording zero quality complaints over the past three years.

We have commissioned state-of-the-art municipality waste feeding system for kilns, offering a sustainable alternative in cement production.

New RDF feeding system has been installed with a capacity of 10 TPH for handling huge quantity of AFR and ensure uniform flow.

## SDG 10



We have recruited a number of candidates from diverse backgrounds and economic circumstances through our campus hiring drives.

## SDG 11



We have scaled up our efforts to innovate eco-friendly cement for constructing more sustainable and resilient infrastructure. This extends the lifespan of buildings and minimises Concrete Demolition Waste (CDW) generation. Collaborating with Urban Local Bodies (ULBs), we are co-processing Municipal Solid Waste (MSW), mitigating pollution from alternative disposal methods such as incineration and landfilling.

## SDG 12



Washery coal has been introduced to substitute normal coal usage at a reduced price, further optimising fuel costs.  
(a) Consumption of Lower Grade Limestone for Clinker manufacturing  
(b) Consumption of Fly ash in Cement manufacturing

A strategic approach has been adopted to boost the Thermal Substitution Rate (TSR) by increasing the utilisation of alternate fuels and replace a portion of the primary fuel.

## SDG 13



To diminish the carbon footprint stemming from our cement production process, we have implemented the following measures:

- Augmented utilisation of renewable energy
- Enhanced incorporation of alternative fuel and raw materials
- Deployment of WHRS
- Elevated thermal substitution rate
- Decrease in the Clinker factor
- Reduction of specific thermal and electrical energy consumption
- Expansion of the sustainable cement portfolio
- Transition to bulk transportation

## SDG 15



We undertake initiatives to contribute towards afforestation with proper bio-diversity management plans. We harvest rainwater in mine pits and also have adopted latest mining technologies to minimise waster wastage.

## SDG 17



We collaborate with various institutions, associations and committees to carry forward our legacy of sustainable development.

# REACHING NEW HEIGHTS THROUGH INCLUSIVE COMMUNITY DEVELOPMENT

## Rural Development

We strengthened our focus on rural development by upgrading infrastructure in nearby villages. Our initiatives include building roads, culverts and other tertiary infrastructure in Devapur and neighbouring areas, along with youth skill development programmes. Additionally, efforts also extend to social tribal development,

agricultural training and support during emergencies. Our social responsibility efforts focus on empowering communities. We established a Skill Centre in Dharwad, Karnataka, to equip women with valuable skills. In addition to this, construction projects such as roads, borewells and community halls improved the village infrastructure in places such as Saaleguda and Tudumgudem, near Devapur.

₹ 17.97 crores

Community Development expenditure (CSR and R&R)



## Sanitation and Hygiene

At Orient Cement, the team undertook hygiene initiatives within the vicinity of the Devapur plant, undertaking the maintenance of the Sulabh Complex to uphold cleanliness standards within the community. The construction of toilet blocks, also Sulabh Complexes, in Jalgaon Khurd and Nashirabad villages aims to enhance hygiene infrastructure and practices. The Swachh Bharat programme focuses on sustaining cleanliness and conducting hygiene and sanitation programmes, particularly targeting girls in Gurukul tribal schools.



## Responsibility towards Community Healthcare

Our commitment to improve healthcare access in rural communities has been our fundamental CSR initiative. In Devapur, we have established a health and wellness centre equipped with essential amenities such as water storage, bedding, and screening facilities, benefiting 3,000 locals. Additionally, our support to Kasipet PHC includes crucial medical equipment such as inverters, BP apparatus, and an ECG machine, benefitting 5,000 residents. Going beyond business, we are dedicated to community well-being. Our recent health check-up camp in Jalgaon Khurd provided essential medical attention to over 730 individuals.

31,500+

Villagers benefitted



## Promoting quality education

We are focused on uplifting communities with quality education. The ongoing project at a school at Devapur continued with an allocation of ₹ 3.87 crores during the year, to meet the running expenses, infrastructure upgrade and facilitate installation of cutting-edge technology.

In Jalgaon Khurd, at Zilla Parishad School, we have constructed toilet blocks and a mid-day meal room, ensuring a conducive learning environment for approximately

145 students. We have extended our support to education infrastructure with the provision of essential furniture to the Public Library in Nashirabad, benefiting 2,100 students a month, while also providing an education treasure to more than 5000 locals.

1,270

Students benefitted with quality education



# AWARDS AND ACCOLADES

Our unparalleled expertise and unmatched excellence have enabled us to win impressive awards this year. In March, the Company was certified as a ‘Great Place to Work’ for the fifth consecutive year (Top 50). Additionally, it is India’s best workplaces in cement and building materials, among the Top 25 Best Workplaces in Manufacturing and Top 50 for fostering a culture of innovation. These awards and recognition showcase our commitment to a ‘High-Trust, High-Performance Culture’.

We also received the winner’s award for POSH Training Excellence, demonstrating our dedication to creating a safe workplace. Transcending the set norms, these awards recognise our achievements in sustainability, safety and innovation throughout FY24.

The prominent awards earned during FY24 are listed below

## Jalgaon Plant

<p>Received “Energy Efficient Unit Award 2023” during the 24<sup>th</sup> National award for Excellence in <b>Energy Management</b> organised by the CII.</p>	<p>Received “Runner Up” Award for Outstanding achievement in <b>Environmental Excellence</b> at 23<sup>rd</sup> Annual Greentech Environment Award Summit 2023.</p>	<p>Received “Platinum Award” under the Apex India Green leaf Award 2023 for <b>Energy Efficiency</b> in the Cement Sector.</p>
<p>Received “Winner” Award for Outstanding achievement in <b>Safety Excellence</b> 23<sup>rd</sup> Annual Greentech Award Summit – 2023.</p>	<p>Received “Platinum Award” category from Apex India foundation for <b>Occupational Health &amp; Safety</b> – 2023.</p>	

## Devapur Plant

<p>Winner of “Safety Award 2023” received from Greentech Foundation for outstanding achievements in <b>Safety Excellence</b> received during 21<sup>st</sup> Greentech Safety Awards and Summit 2023 held in New Delhi.</p>	<p>Winner of “23<sup>rd</sup> Greentech Environment Award 2023” for outstanding achievements in “<b>Environmental Excellence</b>” received in Sonmarg (J&amp;K)</p>	<p>Received the “Silver Award” for <b>Energy Conservation</b>, from the Telangana State Energy Conservation Awards (TSECA) 2023 in the category of Large-Scale Industry at Hyderabad.</p>
<p>Received “Platinum Award” during the 14<sup>th</sup> Exceed Environment Award &amp; Conference 2023 for outstanding achievement in <b>Environment Preservation</b> from Sustainable Development Foundation, A Unit of Ek Kaam Desh Ke Naam in Lucknow.</p>	<p>Received the following awards in the <b>38<sup>th</sup> Mines Safety Week 2023</b> achieved by Devapur Limestone Mines:</p> <ul style="list-style-type: none"> <li> <b>Overall Performance</b> 2<sup>nd</sup> Prize</li> <li> <b>Drilling and Blasting</b> 1<sup>st</sup> Prize</li> <li> <b>Crusher &amp; Conveyor Belt</b> 1<sup>st</sup> Prize</li> <li> <b>Electrical Installations</b> 2<sup>nd</sup> Prize</li> <li> <b>Safe Mine Working</b> 2<sup>nd</sup> Prize</li> <li> <b>Safety for Sustainability</b> 2<sup>nd</sup> Prize</li> </ul>	<p>Devapur Limestone Mines received the following awards at the <b>29<sup>th</sup> Mines Environment and Mineral Conservation Week 2024</b></p> <ul style="list-style-type: none"> <li> <b>Overall Performance</b> 1<sup>st</sup> Prize</li> <li> <b>Afforestation</b> 1<sup>st</sup> Prize</li> <li> <b>Reclamation &amp; Rehabilitation</b> 1<sup>st</sup> Prize</li> <li> <b>Waste Dump Management</b> 2<sup>nd</sup> Prize</li> </ul>

## Chittapur Plant


CII 24<sup>th</sup> National award for **Excellence in Energy Management** 2023 – “**Excellent Energy Efficient Unit.**”

Winner of **23<sup>rd</sup> Greentech Environment Award** 2023 for Outstanding achievements in “**Environmental Excellence**” received in Sonmarg (J&K)


**3<sup>rd</sup> National Sustainability Award** on **Cement & RMC** – AFR Excellence.

Mines Safety Association Karnataka, ZONE – IV Mines Safety Observance Week 2023-24 Under the aegis of Directorate General of Mines Safety. Ballari Region – 1


Overall Performance (Zonal Level, Zone - IV, Group - B), Safety Management System, Mines Workings, Publicity, Propaganda & Innovation.

 **1<sup>st</sup> Prize**

Occupational Health & Welfare Amenities, Silicosis awareness, Preparation of SOPS & Implementation, Contractual Work Vis Safety & Safety is My Responsibility Card.

 **1<sup>st</sup> Prize**

Crusher, Electrical Installations & Illumination, Drilling & Blasting & Swachh Bharat Abhiyan

 **2<sup>nd</sup> Prize**

CII 24<sup>th</sup> National award for **Excellence in Energy Management** 2023 - “**National Energy Leader.**”

Received the **Unnatha Suraksh Puraskara** for **Best Management Systems & Safety Performance** during 2021 & 2022 by National Safety Council, Karnataka Chapter


Winner of **2<sup>nd</sup> CEE National Environment Excellence Award** for **Best Practices & New Initiatives** – “Exceptional performance & outstanding achievements in CPP - COAL Below 50MW.”

Mines Environment & Mineral Conservation Week 2023 - 24, Under the aegis of Indian Bureau of Mines, Bengaluru.


Waste Dump Management, Systematic & Scientific Development, Reclamation & Rehabilitation, Sustainable Development & Best Practices Adopted in Mines.

 **1<sup>st</sup> Prize**

Overall Performance (Group – 2), Mineral Conservation, Mineral Beneficiation & Environment Monitoring

 **2<sup>nd</sup> Prize**

Afforestation & Publicity & Propaganda

 **3<sup>rd</sup> Prize**


SEEM Platinum Award 2022 - **Certificate of Excellence** for Cement - Integrated Unit.

77<sup>th</sup> Foundation Day of Bureau of Indian Standards - “**Certificate of Excellence** for achieving **Zero Product Failure** in last 3 years.”

Winner of the **CEE 3<sup>rd</sup> National Energy Efficiency Award** for Southern Region – “**Exceptional Performance & Outstanding Achievements** in CPP - COAL Below 50MW.”

Mines Safety Association Karnataka, ZONE – IV Mines Safety Observance Week 2023-24 Under the aegis of Directorate General of Mines Safety. Ballari Region – 1

Overall Performance (State Level)

 **1<sup>st</sup> Prize**

# ORIENT CEMENT LIMITED

CIN: L26940OR2011PLC013933

Registered Office: Unit VIII, Plot No. 7, Bhoinagar, Bhubaneswar, Odisha-751 012

Tel: 0674-2396930

Corporate Office: Birla Tower, 3<sup>rd</sup> Floor, 25, Barakhamba Road, New Delhi-110 001

Tel: 011-42092100, 011-42092190

Email: [investors@orientcement.com](mailto:investors@orientcement.com) | Website: [www.orientcement.com](http://www.orientcement.com)

## NOTICE

**NOTICE** is hereby given that the 13<sup>th</sup> Annual General Meeting of the Members of Orient Cement Limited will be held on **Monday, the 5<sup>th</sup> day of August, 2024** at **3:30 p.m. (IST)** through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), to transact the following business:

### Ordinary Business

1. To consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2024, including the audited Balance Sheet as at March 31, 2024, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To declare a final dividend of ₹ 1.50/- (150%) per equity share for the financial year ended March 31, 2024 and to confirm the interim dividend of ₹ 0.75/- (75%) per equity share paid during the financial year 2023-24.
3. To appoint a Director in place of Mrs. Amita Birla (DIN: 00837718), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

### Special Business

4. To ratify the remuneration payable to Mr. Somnath Mukherjee, Cost Auditor of the Company for the financial year 2024-25 and in this regard, to consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Members of the Company hereby ratify the payment of remuneration, as approved by the Board of Directors, to Mr. Somnath Mukherjee, Cost Accountant in Practice (M.No. F5343), the Cost Auditor of the Company, amounting to ₹ 1,00,000/- (Rupees one lakh only) plus applicable taxes and out of pocket expenses to conduct the audit of the cost records of the cement activity, as applicable, for the financial year 2024-25.”

**By order of the Board of Directors**

**Diksha Singh**

Company Secretary

M. No. ACS 44999

Place: New Delhi

Date: May 1, 2024

### NOTES:

1. The statement pursuant to Section 102(1) of the Companies Act, 2013 (“Act”), in respect to the special business to be transacted at the Annual General Meeting (“AGM”) is annexed hereto. Additional information as per Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard -2 (“SS-2”) on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director retiring by rotation seeking re-appointment at this AGM are furnished in the Notice of AGM.
2. The Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (“MCA”) read with its earlier Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and other relevant circulars (collectively referred to as “MCA Circulars”), permitted the companies to hold their AGM through video conferencing (“VC”) or other audio visual means (“OAVM”) up to September 30, 2024 without the physical presence of the Members at a common venue. Accordingly, in compliance with the MCA

Circulars, the AGM of the Company is being held through VC / OAVM. The registered office of the Company at Unit VIII, Plot No. 7, Bhoinagar, Bhubaneswar – 751012, Odisha, shall be deemed to be the venue for the AGM.

3. Since the AGM will be held through VC/ OAVM, pursuant to the MCA Circulars, physical attendance of the members is not required at the AGM, and attendance of the members through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act. Route map of the venue of the Meeting is accordingly not annexed hereto.
4. Pursuant to the provisions of Section 105 of the Act and Regulation 44(4) of the SEBI Listing Regulations, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held through VC/OAVM pursuant to the applicable MCA Circulars, physical attendance of 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 and Attendance Slip are not annexed to this Notice.
5. For enabling the Members to participate at the 13<sup>th</sup> AGM, the Company has entered into an agreement with National Securities Depository Limited (“NSDL”) to provide VC/ OAVM facility and e-voting facility for the AGM. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 members on a first-come-first-served basis as per the MCA Circulars.
6. Corporate/Institutional members (i.e. other than individuals, HUF, NRI etc.) are entitled to appoint authorised representatives to attend the AGM through VC/OAVM on their behalf and cast their votes through remote e-voting during the e-voting period and / or during the AGM. Corporate/ Institutional members are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. authorising their representative to vote / attend AGM, to the Scrutinizer by e-mail at [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com) with a copy marked to NSDL (agency for providing the Remote e-Voting facility) at [evoting@nsdl.com](mailto:evoting@nsdl.com) and the Company at [investors@orientcement.com](mailto:investors@orientcement.com). They can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login at e-voting portal.
7. **Dispatch of Annual Report through Electronic Mode:** In compliance with the MCA Circulars and the Securities and Exchange Board of India (“SEBI”) circular SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 read with circular SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/ HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as “SEBI Circulars”), Notice of the 13<sup>th</sup> AGM along with the Annual Report for the financial year 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ NSDL and the Central Depository Services (India) Limited (“CDSL”), (collectively “Depositories”). Members may note that this Notice along with the Annual Report for the financial year 2023-24 will also be available on the website of the Company at [www.orientcement.com](http://www.orientcement.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and also on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
8. The Register of Members and Share Transfer Books of the Company will remain closed from **Tuesday, July 30, 2024 to Monday, August 5, 2024**, both days inclusive, for annual closing and for determining the entitlement of the Members to the final dividend for financial year 2023-24, if approved at the AGM.
9. **Payment of Dividend:** The dividend on Equity Shares, if declared at the AGM, will be paid, subject to deduction of tax at source, on or before September 3, 2024 to the Members whose names appear on the Company’s Register of Members as on the close of business hours on Monday, July 29, 2024 and whose bank mandate are registered in the records of the Depository Participants/RTA.  
  
SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2021/ 655 dated November 3, 2021 (subsequently amended by Circular Nos. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021, SEBI/HO/ MIRSD/ MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023) has mandated that with effect from April 1, 2024, security holders (holding securities in physical form) shall be paid dividend only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature by such shareholders.  
  
Further, relevant FAQs published by SEBI on its website can be viewed at the following link: [https://www.sebi.gov.in/sebi\\_data/faqfiles/jan-2024/1704433843359.pdf](https://www.sebi.gov.in/sebi_data/faqfiles/jan-2024/1704433843359.pdf)
10. **Tax Deduction at Source on Dividend:** Pursuant to Income-Tax Act, 1961, as amended, the dividend income is now taxable in the hands of members and therefore, the Company shall be required to deduct tax at source (“TDS”) at the prescribed rates from dividend paid to members. For the prescribed rates for various categories, members are requested to refer to the Finance Act, 2020 and amendments thereof.

For Resident members, TDS shall be deducted under Section 194 of the Income-Tax Act, 1961 @ 10% on the amount of Dividend declared and paid by the Company during the financial year 2023-24, provided PAN is provided by the member. If PAN is not submitted to the Company / RTA (in case shares are held in physical mode) / updated in their demat account (in case shares are held in demat mode), TDS would be deducted @ 20% as per Section 206AA of the Income-Tax Act, 1961.

However, no TDS shall be deducted on the Dividend payable to a resident Individual if the total dividend to be received during the financial year 2024-25 does not exceed ₹ 5,000.

A resident individual member with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source. Further, in terms of Section 206AB of the Income Tax Act, 1961, effective from July 1, 2021, TDS deducted shall be higher of the following i) Twice the rate specified in the relevant provision of the Income-tax Act; or ii) Twice the rate or rates in force; or iii) the rate of 5%, in case the person has not furnished the return of income for the assessment year relevant to the previous year immediately preceding the financial year in which tax is required to be deducted/collected, for which the time limit for furnishing the return of income under sub-section (1) of Section 139 of

the Income Tax Act, 1961 has expired and aggregate of tax deducted at source and tax collected at source in his case is Rupees Fifty Thousand or more in the said previous year. It shall not be limited to TDS only on dividend income received by the member but will include all TDS transactions of the member during the relevant financial year.

Non-resident members can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits.

Members may submit the aforementioned documents by sending an email to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or by uploading the self-attested documents at <https://ris.kfintech.com/form15/> on or before Monday, July 29, 2024 in order to enable the Company to determine and deduct appropriate tax. No communication on the tax determination / deduction shall be entertained post Monday, July 29, 2024. It may be further noted that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details / documents from the members, there would still be an option available with the members to file the return of income and claim an appropriate refund, if eligible.

Members may download the TDS certificate from the Income Tax Department's website <https://www.incometax.gov.in/> (refer to Form 26AS). If any member need assistance in obtaining the TDS certificate, he / she may write to the Company at [investors@orientcement.com](mailto:investors@orientcement.com) or to RTA at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

11. Members are requested to address all correspondences, including for dividends, to the RTA of the Company, at:

Name	KFin Technologies Limited
Address	Selenium Building, Tower-B, Plot No. 31 & 32, Financial District Nanakramguda, Serilingampally, Hyderabad, Rangareddy Telangana - 500 032.
Email ID	<a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a>
Toll Free	1800 309 4001
WhatsApp Number	(91) 910 009 4099
KPRISM	<a href="https://kprism.kfintech.com">https://kprism.kfintech.com</a>
KFIN Corporate Website Link	<a href="https://www.kfintech.com">https://www.kfintech.com</a>
Corporate Registry (RIS) Website Link	<a href="https://ris.kfintech.com">https://ris.kfintech.com</a>
Investor Support Centre Link	<a href="https://ris.kfintech.com/clientservices/isc">https://ris.kfintech.com/clientservices/isc</a>

As an ongoing endeavour to enhance Investor experience and leverage new technology, our Registrar and Transfer Agent, KFIN Technologies Limited has been continuously developing new applications. Here is a list of applications that has been developed for our investors.

**Investor Support Centre:** A webpage accessible via any browser enabled system. Investors can use a host of services like post a query, raise a service request, track the status of their DEMAT request, dividend status, interest and redemption status, upload exemption forms (TDS), download all ISR and other related forms.

URL: <https://ris.kfintech.com/form15/>

**eSign Facility:** Common and simplified norms for processing investor's service requests by RTAs and norms for furnishing PAN, KYC details and Nomination requires that eSign option be provided to Investors for raising service requests and can be accessed via the link below.

URL: <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>

**KYC Status:** Shareholders can access the KYC status of their folio. The webpage has been created to ensure that shareholders have the requisite information regarding their folios.

URL: <https://ris.kfintech.com/clientservices/isc/kycqry.aspx>

**KPRISM:** A mobile application as well as a webpage which allows users to access Folio details, Interest and Dividend status, FAQs, ISR Forms and full suite of other investor services.

URL: <https://kprism.kfintech.com/signin.aspx>

**WhatsApp:** Modern technology has made it easier to communicate with shareholder across multiple levels. WhatsApp has a wider reach today with majority having a know-how of the application. In order to facilitate the shareholders, KFIN has a dedicated WhatsApp number that can be used for a bouquet of services.

WhatsApp Number: (91) 910 009 4099

## 12. Procedure for updating / registering the email address and mobile numbers for receiving Annual Report and other communications from the Company electronically and updation of bank account mandate for receipt of dividend:

### Members holding shares in Physical Form:

Members who have not registered their e-mail address and as a consequence are not receiving communications from the Company electronically (viz. the Annual Report, Notice of AGM, e-voting details, etc.) are requested to get their email address and mobile number registered by providing the same to the Company's RTA, by clicking the link: <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> for receiving such communications electronically. Members are requested to follow the process as provided in the link for updating their email address and

mobile number for receiving the soft copy of the notice(s), Annual Reports and other communications over email in future. In case of any query on registering the email addresses and mobile number, the member may write to RTA at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

Alternatively, Members may send a request to the Company/ RTA, along with the following details / documents for registering / validating / updating their information in database viz. Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card) and AADHAR (self-attested scanned copy of Aadhar Card) at [investors@orientcement.com](mailto:investors@orientcement.com) or to RTA at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

Following additional details need to be provided in case of registration / updation in Bank Account details viz. Name and Branch of the Bank in which you wish to receive the dividend, Type of Bank Account, Bank Account Number allotted by their banks after implementation of Core Banking Solutions, 9 digit MICR Code Number, 11 digit IFSC Code and Scanned copy of the cancelled cheque bearing the name of the first shareholder.

The Members may also send the above documents at the following address:

### KFin Technologies Limited

Unit: Orient Cement Limited

Selenium Building, Tower-B

Plot No 31 & 32, Financial District

Nanakramguda, Serilingampally

Hyderabad, Rangareddy, Telangana - 500 032.

### Members holding shares in Dematerialized Form:

Members holding shares in electronic form are requested to intimate any change in their email address and / or mobile number and/or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. The Company or its RTA cannot act on any request received directly from the Members holding shares in electronic form for any change of above-mentioned particulars.

## 13. IEPF related information:

Dividends, if not encashed for a consecutive period of 7 years, from the date of transfer to Unpaid/Unclaimed Dividend Account of the Company, are liable to be transferred to Investor Education and Protection Fund ("IEPF"). Further, the shares of a member who does not encash his/ her dividend for a continuous period of 7 years, are also liable to be transferred to the demat account of IEPF Authority.

Members who have not encashed their dividend paid by the Company so far up to and during the financial year ended





March 31, 2024, may immediately approach the Company / RTA for claiming dividend amount. Information in respect of the unclaimed dividend up to March 31, 2024, will be uploaded on the website of IEPF Authority of the Government, i.e., [www.iepf.gov.in](http://www.iepf.gov.in) and on the website of the Company, [www.orientcement.com](http://www.orientcement.com) after the AGM.

Please note that the unpaid/unclaimed final dividend for the financial year 2016-17 shall become due to transfer to IEPF on **October 25, 2024**, upon completion of seven years in terms of Section 124(6) of the Act. The corresponding shares shall be transferred to relevant Demat Account of the IEPF Authority as per Rule 6 of the IEPF Rules, 2016, as amended. You are thus requested to claim the unclaimed dividend by sending a written application to KFin Technologies Limited or to the Company's Registered / Corporate Office address along with (a) copy of PAN Card; (b) a cancelled cheque of your registered bank account; and (c) the original un-encashed Dividend warrant or a duly filled in indemnity letter in the format available on the website of the Company [www.orientcement.com](http://www.orientcement.com). The said application should reach the Company on or before **October 15, 2024** so as to enable us to submit your request to the bankers for transfer by NEFT or issuance of Demand Draft. In case no claim is received with respect to the above dividend, the shares (whether held in physical or electronic form) will be transferred by the Company to the Demat Account of the IEPF Authority.

- 14. KYC updation for physical members:** SEBI vide its various circulars mandated for furnishing of details of PAN, email address, mobile number, bank account details and nomination by holders of physical securities. Therefore, members of the Company, holding shares in physical mode are requested to immediately update their aforesaid KYC details with the RTA of the Company. For facilitating to update their aforesaid KYC details, the Company has uploaded required forms – ISR1, ISR2, ISR3, ISR4, SH13 and SH14, as applicable, on its website viz. [www.orientcement.com](http://www.orientcement.com).

Members can download the Forms, as applicable / required, fill in the details and send to the RTA of the Company for updating the details.

15. In terms of Regulation 40 of SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialized form including case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account or alternatively, contact RTA to seek guidance for the demat procedure. Members may also visit website of depositories viz. NSDL at

<https://nsdl.co.in/faqs/faq.php> or CDSL at <https://www.cdslindia.com/investors/open-demat.html> for further understanding of the demat procedure.

- 16. Procedure for Inspection of Documents:** Members may access the scanned copy of (i) the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act; (ii) the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act; (iii) Certificate from the Secretarial Auditors of the Company certifying that the ESOP Schemes of the Company has been implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (iv) or any other documents as may be required electronically during the AGM. All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an e-mail to [investors@orientcement.com](mailto:investors@orientcement.com).
17. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Monday, July 29, 2024, by sending e-mail to [investors@orientcement.com](mailto:investors@orientcement.com). The same will be replied by the Company suitably. Please note that the shareholders' questions will be answered only if the shareholder continues to hold the shares as on the cut-off date, i.e., Monday, July 29, 2024.
18. SEBI vide its various circulars, has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Please note, post exhausting the option to resolve their grievance with the Company /its Registrar and Share Transfer Agent directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>). Members can access the SEBI Circulars on the website of SEBI at <https://www.sebi.gov.in/> and the same are also available on the website of the Company at <https://orientcement.com/wp-content/uploads/2023/12/Click-here-for-circular.pdf>.
- 19. VOTING THROUGH ELECTRONIC MEANS AND ATTENDING THE AGM THROUGH VC/OAVM:**
- i. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI Listing Regulations read with SEBI master circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, regarding e-Voting facility provided by Listed Entities, the Company is providing to its Members facility to

exercise their right to vote on resolutions proposed to be passed at the AGM by electronic means (“e-Voting”).

- ii. **Remote e-Voting:** Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below (“remote e-Voting”). The facility of casting the votes by remote e-Voting will be provided by NSDL.
- iii. The remote e-Voting period commences on **Friday, August 2, 2024**, at 9.00 a.m. IST and ends on **Sunday, August 4, 2024**, at 5.00 p.m. IST. During this period, Members of the Company holding shares either in physical or dematerialized form, as on the cut-off date of **Monday, July 29, 2024** (“Cut-off Date”) may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by NSDL for voting thereafter.
- iv. **Voting at the AGM:** Members who have not voted through remote e-Voting may avail the e-Voting facility provided in the AGM by NSDL. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote through remote e-Voting are eligible to vote through e-Voting at the AGM. However, Members who have voted through remote e-Voting will be eligible to attend the AGM. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned for remote e-Voting.
- v. A Member can opt for only one mode of voting, i.e., either through remote e-Voting or through e-Voting during the Meeting. If a Member cast’s votes by both the modes, then voting done through remote e-Voting shall prevail.
- vi. The Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, that is, **Monday, July 29, 2024**.
- vii. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company shall be entitled to vote at the 13<sup>th</sup> AGM.

- viii. Once the vote on a resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
- ix. Members who have acquired shares of the Company after the dispatch of this Notice and holding shares as on the cut-off date / member who has forgotten the User ID and Password, may approach NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com), for issuance of User ID and Password for exercising their right to vote by electronic means as explained in e-Voting instructions. However, if he/she is already registered with NSDL for remote e-voting then he/ she can use his/her existing User ID and Password for casting the vote. Individual members holding securities in dematerialized mode may follow steps mentioned below under “Login method for remote e-Voting and joining virtual meeting for individual members holding securities in dematerialized mode.”
- x. The instructions for remote e-Voting and joining the AGM are as under:

**A. VOTING THROUGH ELECTRONIC MEANS:**

Process to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to NSDL e-voting system**

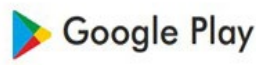
**l) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

Pursuant to SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/ Depositories Participants (‘DPs’) to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (‘ESP’) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.



Shareholder	Login Method
Individual shareholders holding securities in demat mode with NSDL	<p><b>a) Users already registered for NSDL IDeAS facility:</b></p> <ol style="list-style-type: none"> <li>i. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a personal computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section.</li> <li>ii. A new screen will open. Enter your User ID and Password. After successful authentication, you will be able to see e-voting services under Value Added Services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page.</li> <li>iii. Click on options available against Company name or e-voting service provider-NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.</li> </ol> <p><b>b) Users not registered with IDeAS e-services:</b></p> <ol style="list-style-type: none"> <li>i. Option to register is available at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a>.</li> <li>ii. Select “Register Online for IDeAS” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>iii. Please follow steps at point (a) above.</li> </ol> <p><b>c) Visit the E-voting website of NSDL:</b></p> <ol style="list-style-type: none"> <li>i. Open web browser and type the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a personal computer or on a mobile phone. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will need to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</li> <li>ii. After successful authentication, you will be redirected to NSDL website wherein you can see e-voting page. Click on the Company name or e-voting service provider-NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and e-Voting during the meeting.</li> </ol> <p><b>d)</b> Shareholders/Members can also download NSDL mobile app “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p>

**NSDL Mobile App is available on**



Shareholder	Login Method
Individual shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>i. Users who are registered at CDSL Easi/Easiest, can login through their existing User ID and Password. The option will be made available to reach e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>ii. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress. On clicking the e-voting option, the user will be able to see e-Voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly.</li> <li>iii. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>iv. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from the e-voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual shareholders (holding securities in demat mode) login through their Depository Participants	Shareholders can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-voting facility. Once logged-in, shareholder will be able to see the e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein shareholder can see e-voting feature. Click on Company name or e-voting service provider-NSDL and shareholder will be redirected to e-voting website of NSDL for casting vote during the remote e-voting period or joining virtual meeting and e-Voting during the meeting.

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

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

NSDL	CDSL
Email: <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a>	Email: <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>
Phone No.: 022 - 4886 7000	Toll free no. 1800 225533

**A) Login method for e-voting and joining virtual meeting for members other than Individual shareholders holding securities in demat mode and for members holding securities in physical mode.**

- i. Visit the e-voting website of NSDL. Open web browser by clicking the URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
- ii. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
- iii. A new screen will open. You will have to enter your User ID, Password/OTP and a verification code as shown on the screen.

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



- iv. Your User ID details are given below:

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

- v. Password details for members, other than Individual members, are given below:
- If you are already registered for e-voting, then you can use your existing Password to login and cast your vote.
  - If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your Password.
  - How to retrieve your 'initial password'?
    - If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL in your mailbox from [evoting@nsdl.com](mailto:evoting@nsdl.com). Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file.
 

The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - In case you have not registered your e-mail ID with the Company/ Depository, please follow instructions mentioned in this Notice.
- vi. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "Forgot User Details/ Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - Click on "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/ folio number, PAN, name and registered address, etc.
  - Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.
- vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- viii. Now, you will have to click on "Login" button.
- ix. After you click on the "Login" button, home page of e-voting will open.
- Step 2: Cast your vote electronically and join AGM on NSDL e-voting system**
- After successful login, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and general meeting is in active status.

- ii. Select “EVEN” of Company, which is 129228 for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
- iii. Now you are ready for e-voting as the voting page opens.
- iv. Cast your vote by selecting appropriate options i.e. assent or dissent, verify or modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
- v. Upon confirmation, the message “Vote cast successfully” will be displayed and you will receive a confirmation by way of a SMS on your registered mobile number.
- vi. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- vii. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General guidelines for members

- i. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on <https://www.evoting.nsdl.com> to reset the Password.
- ii. In case of any queries related to e-voting, you may refer the Help/Frequently Asked Questions (“Help/FAQs”) and e-voting user manual available at the download section of <https://www.evoting.nsdl.com>. For any grievances connected with facility for e-voting, please contact **Ms. Pallavi Mhatre, Senior Manager, NSDL, 4<sup>th</sup> Floor, ‘A’ Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, e-mail: [evoting@nsdl.com](mailto:evoting@nsdl.com), toll free no: 022 - 48867000.**

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

- i. In case shares are held in physical mode please provide Folio No., Name of member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [investors@orientcement.com](mailto:investors@orientcement.com).
- ii. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [investors@orientcement.com](mailto:investors@orientcement.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained above at **step 1, i.e., Login method for e-Voting and joining virtual meeting for Individual members holding securities in demat mode.**
- iii. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

**B. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

- i. Members will be able to attend the AGM through VC/OAVM through the NSDL e-voting system. After successful login, you can see VC/ OAVM link placed under Join meeting menu against the Company name. This link will be enabled 30 minutes before the schedule time of AGM. **You are requested to click on VC/OAVM link placed under “Join Meeting” menu.** Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, members can also use the OTP based login for logging into the e-voting system of NSDL.
- ii. Members are encouraged to join the AGM through Laptops / computers for better experience and use internet with a good speed to avoid any disturbance during the AGM.

- iii. Please note that members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- iv. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.
- v. Members who need assistance before or during the meeting, can contact NSDL on [evoting@nsdl.com](mailto:evoting@nsdl.com) or call at **022 - 4886 7000** Contact Person at NSDL: **Ms. Pallavi Mhatre, Senior Manager, NSDL.**
- vi. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker shareholder by sending request from their registered e-mail address mentioning their name, DPID and Client ID/Folio number, PAN, mobile number at [investors@orientcement.com](mailto:investors@orientcement.com) **on or before Monday, July 29, 2024 (5:00 p.m. IST)**. Those members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for speaking, depending on the availability of time for the AGM.
- vii. Further members, who have registered themselves as speaker shareholder, will be required to allow camera and use Internet with a good speed to avoid any disturbance during the meeting.
20. The Board of Directors of the Company has appointed Mr. Atul Kumar Labh, a Practicing Company Secretary, (Membership No. FCS 4848/CP 3238), as the Scrutiniser to scrutinise the e-voting process before and during the AGM in a fair and transparent manner.
21. The Scrutiniser shall after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM and thereafter, unblock the votes cast through remote e-Voting and will submit a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or any other authorized officer of the Company, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
22. The results declared along with the Scrutiniser's report shall be placed on the website of the Company [www.orientcement.com](http://www.orientcement.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately. The Company shall simultaneously communicate the results to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.
23. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of AGM, i.e., Monday, August 5, 2024.

**By order of the Board of Directors**

**Diksha Singh**

Company Secretary  
M. No. ACS 44999

Place: New Delhi  
Date: May 1, 2024

## Statement in respect of the Special Business pursuant to Section 102 of the Companies Act, 2013

### Item No. 4

In accordance with the provisions of Section 148 of the Companies Act, 2013 (the "Act") and the Companies (Audit and Auditors) Rules, 2014 (the "Rules"), the Company is required to appoint a Cost Auditor to audit the cost records of the Company.

On the recommendation of the Audit Committee at its meeting held on May 1, 2024, the Board has approved the re-appointment of Mr. Somnath Mukherjee, Cost Accountant in Practice (M.No.F5343), as Cost Auditor of the Company for conducting the audit of the cost records of the Company for the financial year ending March 31, 2025, required to be audited under the Act and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), at a Cost Audit fees of ₹ 1,00,000/- (Rupees one lakh only) plus applicable taxes and out of pocket expenses.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the Cost Audit fees to be paid to the Cost Auditors of the Company has to be ratified by the shareholders of the Company. Accordingly, the members are requested to ratify the remuneration of the Cost Auditors for the financial year 2024-25 as set out in the resolution for the aforesaid services to be rendered by him.

None of the Directors and Key Managerial Personnel of the Company and their relatives may be deemed to be concerned or interested in the proposed resolution.

The Board recommends the Ordinary resolution set forth in Item no. 4 of the Notice for the ratification by the members.

### Details of Director seeking re-appointment at the Annual General Meeting pursuant to the provisions of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, as applicable

Particulars	Details
<b>Name</b>	Mrs. Amita Birla
<b>DIN</b>	00837718
<b>Age</b>	67 years
<b>Qualification</b>	GCE-A Level
<b>Experience</b>	43 years
<b>Terms and conditions of appointment/ re-appointment including remuneration proposed to be paid</b>	Re-appointment upon retirement by rotation
<b>Details of last remuneration drawn during FY 2023-24</b>	₹ 22 lacs (Sitting fees and commission)
<b>Date of first appointment on the Board</b>	March 27, 2015
<b>Occupation</b>	Industrialist
<b>Expertise in specific functional areas</b>	Expertise in Management and Operation of diverse nature of business
<b>Number of Board Meetings attended during the year 2023-24</b>	Attended 6 out of 7 meetings.
<b>Directorships held in other listed entities in India</b>	<ul style="list-style-type: none"> <li>Birlasoft Limited- Chairperson</li> <li>HIL Limited- Director</li> </ul>
<b>Names of listed entities from which the person has resigned in the past three years as Director</b>	NIL
<b>Memberships/ Chairmanships of Committees of Board in listed entities in India</b>	<p><b>Birlasoft Limited</b></p> <ul style="list-style-type: none"> <li>Nomination &amp; Remuneration Committee – Member</li> <li>Corporate Social Responsibility Committee – Chairperson</li> </ul> <p><b>HIL Limited</b></p> <ul style="list-style-type: none"> <li>Corporate Social Responsibility Committee – Member</li> </ul>
<b>Shareholding in the Company (including shareholding as a beneficial owner)</b>	3,88,000 no. of equity shares (as on March 31, 2024)
<b>Relationship with any other Director/Key Managerial Personnel of the Company</b>	None of the other directors are related to Mrs. Amita Birla, except Mr. Chandrakant Birla, a non-executive Director of the Company, who is the spouse of Mrs. Amita Birla.



# BOARD'S REPORT

## Dear Members,

Your Directors are pleased to present the 13<sup>th</sup> Annual Report on the business and operations of the Company along with the audited financial statements for the financial year ended March 31, 2024.

## SUMMARY OF FINANCIAL PERFORMANCE

The financial performance of the Company for the financial year ended March 31, 2024, is summarised below:

Particulars	₹ in crore)	
	FY 2023-24	FY 2022-23
Revenue from operations	3,185.09	2,937.55
<b>Earnings before interest, depreciation, amortisation and taxation</b>	<b>464.75</b>	<b>376.56</b>
Less: Interest / finance costs	34.15	37.78
<b>Profit before depreciation and taxation</b>	<b>430.59</b>	<b>338.78</b>
Less: Depreciation and amortisation expenses	149.16	146.82
<b>Profit before taxation</b>	<b>281.43</b>	<b>191.96</b>
Less: Taxes	106.58	69.14
<b>Net profit</b>	<b>174.85</b>	<b>122.82</b>
Transferred from Employee Stock Options Outstanding	7.01	4.67
Profit brought forward from last year	865.40	782.69
<b>Profit available for appropriations</b>	<b>1,047.26</b>	<b>910.18</b>
<b>Appropriations</b>		
Other comprehensive income	(0.63)	1.32
Dividend on equity shares	35.85	46.10
<b>Balance carried to balance sheet</b>	<b>1,010.79</b>	<b>865.40</b>
<b>EPS (₹)</b>	<b>8.53</b>	<b>5.99</b>

## BUSINESS AND FINANCIAL PERFORMANCE

Throughout the fiscal year 2023-24, the consumer demand remained muted in the markets served by your Company and the growth in sales of ~6% has been supported by increased share in the strong infrastructure segment. The pressures of cost inflation, particularly in energy and mineral resources, persisted, with some relief in the later part of the year. Disruptions in the global supply chain and the ongoing geopolitical conflicts in Europe and the Red Sea regions contributed to the challenges of availability and inflation. The Central Banks of various economies, including that of India, continued to hold on to the tight monetary policies

to curb inflation. The policies adversely impacted consumer sentiment and demand.

Cement demand and price movements were volatile during FY24. Overall demand during the year has been below expectations and further accentuated towards the last few months of the year. The buoyancy in demand from the infrastructure sector was the key contributor to your Company's growth.

The soft demand situation kept the cement price realisations under pressure. Even in Q4, when usually there is a high-demand, high-price scenario, during Q4 FY24, this phenomenon was missing.

Despite all the challenges, your company has delivered a resilient performance with revenue growth of 9% with PBT higher by 47% over the preceding year.

Your Company is committed to energy and resource efficiency, social responsibility and environmental consciousness, progressively adopting green, clean and sustainable materials and processes. As part of its commitment to sustainability and circularity, the Company has further intensified its efforts and enhanced its capabilities to utilise agro, industrial and municipal waste products, with the necessary care and precautions.

During the year, the Company commissioned the first phase of the Waste Heat Recovery System (WHRS) at its Chittapur plant, thus reducing your Company's reliance on coal-based power. Further, during the year, fly-ash rake handling system, along with the Company's own leased fly-ash rake, became operational. This enhanced flexibility for fly-ash procurement, especially from distant sources, resulting in cost savings and contributing to a cleaner environment.

On the cost front, the Company remains one of the best in the industry, with its quest for efficiency, cost management, and innovation intensifying further during FY24. Increased use of alternative fuels and raw materials (AFR), renewable power, along with improvements in various operating parameters have helped your Company partially mitigate the impact of inflation in energy costs and promote green, clean and sustainable operations. There has been a noticeable uptick in demand from the infrastructure sector due to a capex push from the Central Government. This increased demand in the infrastructure sector usually requires Ordinary Portland Cement (OPC), which impacts the manufacturing costs and capacity of the Company.

As part of the Company's strategy to enhance its premium brand portfolio and product mix, following the success of its

super-premium brands, 'Birla.A1 StrongCrete' and 'Birla.A1 OrientGreen,' the Company has introduced a new super premium brand, 'Birla.A1 Dolphin,' a water-repellent cement.

The launch of this cement has helped the Company in creating a new and distinctive brand portfolio within the industry.

During the year, the performance of the Company improved significantly from the previous years. The key business and financial highlights of the Company are as follows:

- Total sales volume for the year stood at 61.3 lakh tonnes against 57.6 lakh tonnes in FY23, reflecting a growth of ~6%.
- While trade (B2C) sales had a de-growth of 6% during the year, non-trade (B2B) volumes registered a growth of 19%.
- As a result of the shift in the market mix, the blended cement sale was 55% for the year vs. 57% in FY23.
- Despite the muted overall B2C demand, the premium brand of the Company grew by 31% in FY24 vs. last year.
- The overall capacity utilisation stood at 72%.
- EBITDA for the year was ₹ 464.75 crore, representing a 23% improvement over ₹ 376.56 crore for last year.
- Net profit for the year has increased by 42% vs. last year; it was ₹ 174.85 crore as compared to ₹ 122.82 crore in FY23.

Throughout FY24, the safety and well-being of its employees, the communities where it operates, and its channel partners remained the foremost priority for the Company. The Company also aided the surrounding communities to alleviate any hardships they faced, in close consultation and collaboration with local authorities.

## **DIVIDEND**

During the financial year, your Company has paid an interim dividend of ₹ 0.75/- (75%) per equity share of face value of ₹ 1/- each on the paid-up equity share capital of the Company to each shareholder whose name appeared on the register of members as on the record date fixed for the purpose.

Further, your directors are pleased to recommend a final dividend amounting to ₹ 1.50/- (150%) per equity share of face value of ₹ 1/- each for the financial year ended March 31, 2024, as against an interim and final dividend of ₹ 0.50/- (50%) and ₹ 1.00/- (100%), respectively, per equity share totalling ₹ 1.50/- (150%) paid in the immediately preceding year. The payment of the final dividend for the financial year 2023-24 is subject to the approval of shareholders at the forthcoming Annual General Meeting ("AGM") of the Company and shall be subject to deduction of tax at source.

The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, July 30, 2024, to Monday, August 5, 2024, both days inclusive, for determining the entitlement of the shareholders to the final dividend for financial year 2023-24.

Your Company has been consistently declaring dividends since its inception. Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations"), the Board has adopted a Dividend Distribution policy. Dividends declared or recommended by the Company are in accordance with the Company's Dividend Distribution policy.

The Dividend Distribution policy is available on the website of the Company and can be accessed through the web link: <https://www.orientcement.com/wp-content/uploads/2017/02/Dividend-distribution-Policy.pdf>.

## **TRANSFER TO GENERAL RESERVE**

During the year under review, the Company has not transferred any amount to General Reserve.

## **BOARD OF DIRECTORS, ITS COMMITTEES AND MEETINGS THEREOF**

Your Company has a professional Board with an optimal composition of executive, non-executive and independent directors, including two female directors, one of whom is independent. The Board members bring to fore the right mix of knowledge, skills and expertise and provide strategic guidance and direction to the Company to achieve its business objectives and protect the interests of its stakeholders. The Board is also supported by five committees of directors, viz., the Audit Committee, the Nomination & Remuneration cum Compensation Committee, the Corporate Social Responsibility Committee, the Stakeholders' Relationship Committee and the Risk Management Committee.

One meeting of the Board of directors is held each quarter. Additional meetings of the Board or Committees are convened as may be necessary for the proper management of the business operations of the Company. A separate meeting of independent directors is also held at least once in a financial year, inter-alia, to review the performance of non-independent directors, the Board as a whole and the Chairman.

During the financial year ended March 31, 2024, the Board of Directors met 7 times, viz., on April 28, 2023, July 14, 2023, August 1, 2023, September 1, 2023, November 9, 2023, February 5, 2024, and March 19, 2024. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 ("the Act") and SEBI Listing Regulations.



During the year, recommendations of all Committees were accepted by the Board. A detailed update on the Board and its Committees' composition, the number of meetings held during the financial year 2023-24 and the attendance of the directors at these meetings is provided in the Report on Corporate Governance.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

### Change in Directors

In accordance with Section 152 of the Act and in terms of the Articles of Association of the Company, Mrs. Amita Birla (DIN:00837718), a Non-Executive Director of the Company, is liable to retire by rotation at the ensuing AGM of the Company and being eligible, offers herself for re-appointment. The Board recommends the resolution for her re-appointment for the approval of the members of the Company at the ensuing AGM. A brief profile and other details relating to Mrs. Birla is provided in the Notice of ensuing AGM.

The members of the Company in the AGM held on August 1, 2019, approved the appointment of Mrs. Varsha Vasant Purandare (DIN:05288076) as an Independent Director of the Company for a period of five years upto February 7, 2024. In terms of the provisions of Section 149(10) of the Act, she was eligible for re-appointment as an Independent Director for another term of five years by passing special resolution in this regard. Based on the recommendation of the Nomination & Remuneration cum Compensation Committee ("NRC Committee") and the Board of Directors in their respective meetings held on February 5, 2024, the members approved the re-appointment of Mrs. Purandare as an Independent Director of the Company for the second term of 5 (five) consecutive years w.e.f. February 8, 2024, till February 7, 2029, not liable to retire by rotation. The approval of members was accorded by way of Special Resolution passed by way of Postal Ballot on March 14, 2024.

In terms of Rule 8(5) (iia) of the Companies (Accounts) Rules, 2014, in the opinion of the Board, the re-appointment of Mrs. Purandare, as an Independent Director during the financial year was made after due veracity of her integrity, expertise, experience and proficiency.

Based on the recommendation of the NRC Committee, the Board of Directors in their meeting held on February 5, 2024, approved the re-appointment of Mr. Desh Deepak Khetrpal (DIN: 02362633) as the Managing Director of the Company w.e.f. April 1, 2024 for a period of 1 (one) year subject to approval of shareholders. Mr. Khetrpal continues to be the Chief Executive Officer of the Company. The resolution seeking approval of shareholders for re-appointment of Mr. Khetrpal for 1 (one) year w.e.f. April 1, 2024 and payment of remuneration for the financial year 2024-25 has been recommended by the Board to be passed by way of Postal Ballot.

Mr. Janat Shah has completed his second and final term as an Independent Director and consequently ceased to be a Director of the Company w.e.f. the close of business hours on April 29, 2024. The Board of Directors and the Management of the Company expressed deep appreciation and gratitude to Mr. Janat Shah for his extensive contribution and stewardship.

### Key Managerial Personnel (KMP)

During the year under review, Ms. Nidhi Bisaria, resigned from the position of Company Secretary of the Company w.e.f. close of business hours of September 1, 2023. The Board placed on record its sincere appreciation for the contribution made by her over the years.

Ms. Diksha Singh was appointed as the Company Secretary and KMP of the Company w.e.f. September 2, 2023.

As on the date of this report, the Company has the following KMPs as per Sections 2(51) and 203 of the Act:

KMPs	Designation
Mr. Desh Deepak Khetrpal	Managing Director and CEO
Mr. Prakash Chand Jain	Chief Financial Officer
Ms. Diksha Singh	Company Secretary

Except as stated above, there was no change in the Directors or KMPs of the Company, during the year under review.

## DECLARATION BY INDEPENDENT DIRECTORS

The Company has received the requisite declarations from each Independent Director under Section 149 (7) of the Act and Regulation 25 of the SEBI Listing Regulations, confirming that they meet the criteria of independence laid down in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and are not disqualified from continuing as Independent Directors and that they have registered themselves as an Independent Director in the data bank maintained with the Indian Institute of Corporate Affairs. Based on the disclosures received, the Board is of the opinion that, all the Independent Directors fulfill the conditions specified in the Act and SEBI Listing Regulations and are independent of the management.

## PERFORMANCE EVALUATION

The Board adopted a formal mechanism for evaluating its performance and as well as of its Committees and individual Directors, including the Chairman of the Board.

Pursuant to the provisions of the Act, SEBI Listing Regulations, Nomination and Remuneration Policy and Guidance Note on Board Evaluation issued by SEBI, the Board has carried out an annual evaluation of its own performance; its Committee(s) and of each director.

The performance evaluation was conducted using individual questionnaires, covering various aspects, including, inter-alia, the structure of the Board, participation and contribution at the meetings of the Board, receipt of regular inputs and information and the skill set, knowledge and expertise of the directors. The committees of the Board were assessed on, inter-alia, the degree of fulfilment of key responsibilities, the adequacy of committee composition and the efficacy of meetings.

The performance of non-independent directors, the Board as a whole and the Chairman was assessed in a separate meeting of independent directors. A similar evaluation was also carried out by the Board. The performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated. The NRC Committee annually reviews the performance evaluation process.

The directors expressed their satisfaction with the evaluation process. The directors also noted that the Independent Directors had fulfilled the independence criteria as specified in the SEBI Listing Regulations and were independent from the management.

### **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

A note on the familiarisation programme imparted to the Independent Directors of the Company in compliance with the SEBI Listing Regulations is provided in the report on Corporate Governance, which forms part of this Report.

### **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The Company endeavours to have an appropriate mix of executive, non-executive and independent directors to maintain independence from management and continuously provide appropriate governance and guidance. The selection and appointment of Board members are done on the recommendations of the NRC Committee. The appointments are based on merit and have due regard for diversity. While evaluating the candidature of an Independent Director, the NRC Committee abides by the criteria for determining independence as stipulated under the Act and the SEBI Listing Regulations. In the instance of the re-appointment of directors, the Board takes into consideration the results of the performance evaluation of the directors.

The Nomination & Remuneration policy for directors, key managerial personnel and the senior management is placed on the website of the Company and can be accessed through the web link: [https://www.orientcement.com/wp-content/uploads/2019/05/NRC\\_Policy-22\\_3\\_2019.pdf](https://www.orientcement.com/wp-content/uploads/2019/05/NRC_Policy-22_3_2019.pdf).

### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

Your Company has in place a robust vigil mechanism through a Whistle Blower policy to deal with instances of illegal practices,

unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct and Ethics policy.

Adequate safeguards are provided against victimisation for those who take recourse to the mechanism. The details of the Whistle Blower policy are outlined in the Corporate Governance Report. The Whistle Blower policy is available on the Company's website and can be accessed through the web link: <https://www.orientcement.com/wp-content/uploads/2016/05/Whistle-Blower-Policy.pdf>.

### **AUDIT COMMITTEE**

The Company has a duly constituted Audit Committee in line with the provisions of the Act and SEBI Listing Regulations. The primary objective of the Committee is to monitor and provide effective supervision of the Management's financial reporting process to ensure accurate and timely disclosures with the highest level of transparency, integrity and quality of financial reporting. The Committee met four (4) times during the year. Detailed information pertaining to the Audit Committee has been provided in the Report on Corporate Governance.

### **AWARDS AND RECOGNITIONS**

In March 2024, your Company has been certified as a 'Great Place to Work' for the fifth year in a row through the assessment conducted by the Great Place to Work Institute. In addition to that the Company has been identified as Best in Industry: Cement & Building Materials, also featured in the Top 25 - India's Best Workplaces in Manufacturing - 2024 and has been identified as one of the Top 50 organisations among India's Best Workplaces Building a Culture of Innovation by All - Large, which celebrates workplaces that foster a culture which encourages and empowers all its members to try new and better ways of doing things. These certifications and recognition demonstrate the organisation's 'High-Trust, High-Performance Culture'.

Your Company was also awarded the winner in the POSH Training Excellence category at the NoMeansNo POSH Conclave & Excellence Awards conducted in Delhi organised by the Centre for Skill Development.

In recognition of our constant pursuit of excellence in energy efficiency, environmental protection, safety, growth and innovation, your Company has been honoured and recognised at various forums. The prominent awards earned during FY24 are listed below:

#### **Devapur Plant:**

1. Winner of "Safety Award 2023" received from Greentech Foundation for outstanding achievements in Safety Excellence received during 21<sup>st</sup> Greentech Safety Awards and Summit 2023 held in New Delhi.



2. Received "Platinum Award" during the 14<sup>th</sup> Exceed Environment Award & Conference 2023 for outstanding achievement in Environment Preservation from Sustainable Development Foundation, A Unit of Ek Kaam Desh Ke Naam in Lucknow.
  3. Received "Excellent Energy Efficiency Unit" award from CII during 24<sup>th</sup> National Award for Excellence in Energy Management 2023 in Hyderabad.
  4. Winner of "23<sup>rd</sup> Greentech Environment Award 2023" for outstanding achievements in "Environmental Excellence" received in Sonmarg (J&K).
  5. Received the following awards in the 38<sup>th</sup> Mines Safety Week 2023 achieved by Devapur Limestone Mines:
    - a. Overall - 2<sup>nd</sup> Prize
    - b. Drilling and Blasting - 1<sup>st</sup> Prize
    - c. Crusher & Conveyor Belt - 1<sup>st</sup> Prize
    - d. Electrical Installations - 2<sup>nd</sup> Prize
    - e. Safe Mine Working - 2<sup>nd</sup> Prize
    - f. Safety for Sustainability - 2<sup>nd</sup> Prize
  6. Received the "Silver Award" for Energy Conservation, from the Telangana State Energy Conservation Awards (TSECA) 2023 in the category of Large-Scale Industry at Hyderabad.
  7. Devapur Limestone Mines received the following awards at the 29<sup>th</sup> Mines Environment and Mineral Conservation Week 2024:
    - a. Overall Performance – 1<sup>st</sup> Prize
    - b. Afforestation – 1<sup>st</sup> Prize
    - c. Reclamation & Rehabilitation – 1<sup>st</sup> Prize
    - d. Waste Dump Management – 2<sup>nd</sup> Prize
- Chittapur Plant:**
1. CII 24<sup>th</sup> National award for Excellence in Energy Management 2023 – "Excellent Energy Efficient Unit."
  2. CII 24<sup>th</sup> National award for Excellence in Energy Management 2023 - "National Energy Leader."
  3. SEEM Platinum Award 2022 - Certificate of Excellence for Cement - Integrated Unit.
4. Winner of 23<sup>rd</sup> Greentech Environment Award 2023 for Outstanding achievements in "Environmental Excellence" received in Sonmarg (J&K).
  5. Received the Unnatha Suraksh Puraskara for Best Management Systems & Safety Performance during 2021 & 2022 by National Safety Council, Karnataka Chapter.
  6. 77<sup>th</sup> Foundation Day of Bureau of Indian Standards - "Certificate of Excellence for achieving Zero Product Failure in last 3 years."
  7. 3<sup>rd</sup> National Sustainability Award on Cement & RMC – AFR Excellence.
  8. Winner of 2<sup>nd</sup> CEE National Environment Excellence Award for Best Practices & New Initiatives – "Exceptional performance & outstanding achievements in CPP - COAL Below 50MW."
  9. Winner of the CEE 3<sup>rd</sup> National Energy Efficiency Award for Southern Region – "Exceptional Performance & Outstanding Achievements in CPP - COAL Below 50MW."
  10. Mines Safety Association Karnataka, ZONE – IV Mines Safety Observance Week 2023-24 under the aegis of Directorate General of Mines Safety. Ballari Region – 1:
 

First Prize: Overall Performance (Zonal Level, Zone - IV, Group - B), Safety Management System, Mines Workings, Publicity, Propaganda & Innovation.

First Prize: Occupational Health & Welfare Amenities, Silicosis awareness, Preparation of SOPS & Implementation, Contractual Work Vis Safety & Safety is My Responsibility Card.

Second Prize: Crusher, Electrical Installations & Illumination, Drilling & Blasting & Swachh Bharat Abhiyan.
  11. Mines Safety Association Karnataka, ZONE – IV Mines Safety Observance Week 2023-24 under the aegis of Directorate General of Mines Safety. Ballari Region – 1:
 

First Prize: Overall Performance (State Level)
  12. Mines Environment & Mineral Conservation Week 2023 - 24, under the aegis of Indian Bureau of Mines, Bengaluru:
 

First Prize: Waste Dump Management, Systematic & Scientific Development, Reclamation & Rehabilitation, Sustainable Development & Best Practices adopted in Mines.

Second Prize: Overall Performance (Group – 2), Mineral Conservation, Mineral Beneficiation & Environment Monitoring.

Third Prize: Afforestation & Publicity & Propaganda.

**Jalgaon Plant:**

1. Received "Energy Efficient Unit Award 2023" during the 24<sup>th</sup> National award for Excellence in Energy Management organized by the CII.
2. Received "Runner Up" Award for Outstanding achievement in Environmental Excellence at 23<sup>rd</sup> Annual Greentech Environment Award Summit 2023.
3. Received "Winner" Award for Outstanding achievement in Safety Excellence 23<sup>rd</sup> Annual Greentech Award Summit – 2023.
4. Received "Platinum Award" from Apex India foundation for Occupational Health & Safety – 2023.
5. Received "Platinum Award" under the Apex India Green leaf Award 2023 for Energy Efficiency in the Cement Sector.

**STATUTORY AUDITORS**

M/s B S R & Associates LLP, Chartered Accountants (ICAI Firm Registration Number 116231W/W-100024), were appointed as Statutory Auditors of the Company by the shareholders at the Annual General Meeting held on August 5, 2021, to hold office as Statutory Auditors for the term of five years from the conclusion of the 10<sup>th</sup> AGM of the Company held in the year 2021 till the conclusion of the 15<sup>th</sup> AGM of the Company to be held in the calendar year 2026.

The Auditors' Report for the financial year 2023-24 does not contain any reservation, qualification or adverse remark or disclaimer on the financial statements of the Company. The Auditors' Report is self-explanatory and therefore, does not require further comments or explanation. The Auditors' Report for the financial year ended March 31, 2024 on the financial statements of the Company forms part of this Annual Report.

Additionally, in terms of Section 143 of the Act, read with the Companies (Audit and Auditors) Rules, 2014, as amended, along with notifications and circulars issued by the Ministry of Corporate Affairs from time to time, no fraud has been reported by the Auditors of the Company where they have reason to believe that an offence involving fraud is being or has been committed against the Company by officers or employees of the Company.

**COST AUDITORS**

In accordance with Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014, the Company has maintained cost accounting records. Mr. Somnath Mukherjee, Cost Accountant in practice (M.No. F5343) has carried out the cost audit for the financial year 2023-24.

Mr. Somnath Mukherjee has consented to act as the Cost Auditor of the Company for the financial year 2024-25 and has confirmed that he is not disqualified for such re-appointment in terms of Section 141 of the Act. The Board of Directors on the recommendation of the Audit Committee, has appointed Mr. Somnath Mukherjee, Cost Accountant (M.No. F5343), as Cost Auditor of the Company for the financial year 2024-25. The remuneration proposed to be paid to the Cost Auditor for the financial year 2024-25 is set out in the Notice of ensuing 13<sup>th</sup> AGM for ratification by the shareholders of the Company.

**SECRETARIAL AUDITORS**

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s Ranjeet Pandey and Associates, Company Secretaries (Registration No. FCS-5922/CP No. 6087), were appointed to conduct the Secretarial Audit of the Company for the financial year 2023-24 and have, accordingly, carried out an audit of the secretarial records of the Company for the financial year.

The Secretarial Audit Report, annexed to this report as **Annexure '1'**, does not contain any reservation, qualification or adverse remark or disclaimer and is self-explanatory. Therefore, it does not require further comments or explanation.

Pursuant to the provisions of Regulation 24A of the SEBI Listing Regulations, read with SEBI Circulars issued in this regard, the Company has undertaken an audit for the financial year 2023-24 for all applicable SEBI compliances. The Annual Secretarial Compliance Report has been issued by M/s Ranjeet Pandey and Associates, Company Secretaries (CP No. 6087), for the financial year ended March 31, 2024.

**PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

The Company has not given any loan or guarantee and/or provided security that are covered under the provisions of Section 186 of the Act.

Please refer to note no. 11 of the notes to the financial statements of the Company for the financial year 2023-24 for details regarding inter-corporate investments of the Company as of March 31, 2024.

**RELATED PARTY TRANSACTIONS**

The Company has adequate procedures for the identification and monitoring of related-party transactions. All transactions entered into with related parties during the financial year were on an arm's length basis and in the ordinary course of business. All related-



party transactions were placed before the Audit Committee and the Board for approval, wherever required. Omnibus approval of the Audit Committee and the Board was obtained for the transactions that were of a foreseen and repetitive nature. These transactions were reviewed by the Audit Committee on a quarterly basis.

During the year, there were no materially significant related party transactions made by the Company with promoters, directors, key managerial personnel or other designated persons that may have a potential conflict with the interests of the Company at large. Accordingly, the disclosure of related party transactions under Section 188(1) of the Act in Form AOC-2 is not applicable.

For details on related-party transactions, members may refer to the note no. 39 to the financial statements. The policy on related party transactions as approved by the Board is available on the Company's website and can be accessed through the web link: <https://www.orientcement.com/wp-content/uploads/2022/04/Related-Party-Transaction-Policy.pdf>.

## CHANGE IN THE NATURE OF BUSINESS

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

## RISK MANAGEMENT

The Company has constituted a Risk Management Committee ("RMC") of the Board to review the Company's risk management plan and processes. The Risk Management Committee identifies potential risks, assesses their potential impact and takes timely action to mitigate them.

The Company has a comprehensive Risk Management policy that has been approved by the Board. The Risk Management policy acts as an overarching statement of intent and establishes the guiding principles by which key risks are managed across the organisation. The Board monitors and reviews periodically the implementation of various aspects of the Risk Management policy through a duly constituted RMC. The RMC assists the Board in its oversight of the Company's management of key risks, including strategic and operational risks, as well as the guidelines, policies and processes for monitoring and mitigating such risks under the aegis of the overall Business Risk Management Framework.

There are no risks identified by the Board that may threaten the existence of the Company. Please refer to the detailed section on risk management in the Management Discussion and Analysis Report, which forms an integral part of this Report.

The details about the Risk Management Committee are provided in the Corporate Governance Report, which forms part of this Report.

## INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

As per the provisions of Section 134(5)(e) of the Act, the directors have an overall responsibility for ensuring that the Company has implemented robust systems and frameworks of internal financial controls to provide them with reasonable assurance regarding the adequacy and operating effectiveness of controls with regard to reporting, operational and compliance risks. To enable the directors to meet these responsibilities, the management has devised systems and frameworks that are operating effectively within the Company. In line with best practices, the Audit Committee and the Board regularly review the internal control system to ensure that it remains effective and fit for purpose. Where weaknesses are identified as a result of the reviews, new procedures are put in place to strengthen controls and these are in turn reviewed at regular intervals. The systems and frameworks include proper delegation of authority, policies and procedures, effective IT systems aligned to business requirements, an internal audit framework, an ethics framework, a risk management framework, adequate access controls and segregation of duties.

Your Company's management has established and maintained internal financial controls based on the internal control over financial reporting criteria established in the integrated framework issued by the Committee of Sponsoring Organisations of the Treadway Commission (2013 Framework) (the COSO criteria), which considers 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. Based on the information provided, nothing has come to the attention of the directors to indicate that any material breakdown in the function of these controls, procedures or systems occurred during the year under review.

The Internal Auditor of the Company reports functionally to the Audit Committee of the Board, which reviews and approves the risk-based annual internal audit plan. The Audit Committee periodically reviews the performance of the internal audit function.

## CORPORATE SOCIAL RESPONSIBILITY

The Company has in place Corporate Social Responsibility Policy ("CSR Policy") which outlines the Company's philosophy and responsibility and lays down the guidelines and mechanism for undertaking socially impactful programs towards welfare and sustainable development of the community around the area of its operations and other parts of the Country. The CSR policy of the Company is placed on the Company's website and can be accessed through the web link: <https://www.orientcement.com/wp-content/uploads/2021/05/corporate-social-responsibility-policy.pdf>.

The details about the CSR Committee of Board of Directors are provided in the Corporate Governance Report, which forms part of this Report.

In terms of Section 135 of the Act read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended, the Annual Report on Corporate Social Responsibility Activities for FY 2023 is annexed herewith as **Annexure '2'** forming an integral part of this Board's Report.

## PARTICULARS OF EMPLOYEES, DIRECTORS AND KEY MANAGERIAL PERSONNEL

The disclosures relating to remuneration and other details as required in terms of the provisions of Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in **Annexure '3'**, which forms an integral part of this Report.

Further, in terms of the first proviso to Section 136 of the Act, the Reports and Accounts are being sent to the shareholders excluding the information required under Rules 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The said information will be made available for inspection through electronic mode by writing to the Company at [investors@orientcement.com](mailto:investors@orientcement.com) from the date of circulation of the AGM Notice until the date of the AGM.

## SHARE CAPITAL

As on March 31, 2024, the issued, subscribed and paid-up share capital of the Company was 20,48,68,760 equity shares of ₹1/- each. There was no change in the capital structure of the Company during the financial year ended March 31, 2024.

## ANNUAL RETURN

As per Section 134(3)(a) of the Act, the Annual Return referred to in Section 92(3) of the Act for the financial year ended on March 31, 2024, is available on the website of the Company at web link <https://orientcement.com/disclosure-reg-46/annual-return/>.

## EMPLOYEES STOCK OPTION SCHEME

The Company has in place Orient Cement Employees Stock Option Scheme 2015 ("ESOP Scheme 2015"). During the year, ESOP Scheme 2015 was amended to modify the definition of Exercise Period to allow employees a reasonable period of time to exercise their options. The amendment to the ESOP Scheme 2015 was duly approved by the shareholders of the Company by way of Special Resolution passed at the AGM held on August 1, 2023.

During the financial year 2023-24, 3,49,976 stock options were granted under ESOP Scheme 2015. Each Option entitles the holder to acquire one equity share of ₹ 1 each of the Company at the exercise price fixed at the time of grant.

Further, during the year the Company has implemented the Orient Cement Employee Stock Option Scheme – 2023 ("ESOP Scheme 2023") as approved by the shareholders of the Company by way of Special Resolution passed at the AGM held on August 1, 2023. The maximum aggregate no. of options that may be granted under the ESOP Scheme 2023 shall not exceed 36,00,000 options. The NRC Committee of the Board of Directors shall administer the Scheme and grant options to eligible employees taking into consideration the factors outlined in the Scheme.

ESOP Schemes are in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended (the "SEBI ESOP Regulations 2021").

The applicable disclosure under SEBI ESOP Regulations 2021 as of March 31, 2024, has been uploaded on the website of the Company and can be accessed through the web link <https://orientcement.com/wp-content/uploads/ESOP-Disclosure-2024.pdf>. In terms of Regulation 13 of SEBI ESOP Regulations 2021, the Certificate from M/s Ranjeet Pandey and Associates, Company Secretaries (Registration No. FCS-5922/CP No. 6087), Secretarial Auditors, would be placed before the shareholders at the ensuing AGM.

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

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at the workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. The Company has constituted an Internal Complaints Committee, which is responsible for redressing complaints related to sexual harassment.

During the financial year ended March 31, 2024, the Company has not received any complaint under the aforesaid regulations, nor was any complaint pending resolution from the previous year.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required by Regulation 34(2) of the SEBI Listing Regulations, a detailed Management Discussion and Analysis Report is presented in a separate section, forming an integral part of the Annual Report.

## CORPORATE GOVERNANCE

Corporate Governance ensures the fairness, transparency and integrity of the management. As a part of its strategy, the Company believes in adopting the 'best practices' that are followed in the





area of Corporate Governance. The Company emphasises the need for full transparency and accountability in all its transactions to protect the interests of its stakeholders. The Board considers itself a trustee of the Company's shareholders and acknowledges its responsibilities towards them in creating and safeguarding their wealth. The Company is committed to high levels of ethics and integrity in all its business dealings to avoid conflicts of interest. To conduct business while upholding these principles, the Company has created a corporate structure based on business needs and maintains a high degree of transparency through regular disclosures with a focus on adequate control systems.

As per Regulation 34(3) read with Schedule V of the SEBI Listing Regulations, a detailed report on Corporate Governance forms an integral part of this Annual Report and is set out as a separate section.

The certificate of M/s B S R & Associates LLP (ICAI Firm Registration Number 116231W/W-100024), Chartered Accountants, the Statutory Auditors of the Company, certifying compliance with the conditions of corporate governance as stipulated in the SEBI Listing Regulations is annexed with the Report on Corporate Governance. The Auditors' certificate for the financial year 2023-24 does not contain any qualification, reservation or adverse remark.

## LISTING WITH STOCK EXCHANGES

The equity shares of the Company are listed on the National Stock Exchange of India Limited and the BSE Limited. The annual listing fees for the financial year 2024-25 have been paid to these exchanges.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Act, the Board of Directors hereby states that:

- (i) In the preparation of the annual accounts for the financial year ended March 31, 2024, the applicable accounting standards have been followed along with a proper explanation relating to material departures, if any;
- (ii) They have selected such accounting policies, applied them consistently and made informed judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as of March 31, 2024, and of the profit of the Company for the year ended on that date;
- (iii) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities;
- (iv) They have prepared the annual financial statements on a going concern basis;
- (v) They have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- (vi) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The Company consistently strives to conserve energy through enhancing energy efficiency, upgrading technology, process optimisation, resource substitution, digital transformation with data integration and automating information. It continues to prioritise the circular economy and the reduction of carbon footprint. As a part of its endeavour towards a circular economy, the Company is consistently using sub-grade limestone and fly ash in the manufacturing process and has explored new alternative fuels such as wastes of other industries, to conserve non-renewable natural resources. Several industrial wastes, biomass, and other wastes such as liquid hazardous waste, refuse-derived fuel, plastic waste, paper cups, cow dung, cloth waste and others are collected from nearby areas and co-processed at the Company's integrated plants. During the financial year 2023-24, the Company developed infrastructure and feeding facilities to enhance the utilisation of alternative fuels across its integrated plants.

During the financial year 2023-24, the Company continued its journey towards digitisation and various applications were implemented across its plants. Some of these initiatives include:

- To enhance the candidate experience and ensure smooth flow of hiring process with transparency, end to end hiring process is digitized;
- Digitization of Hospital Management System;
- Continuous tracking & analysis of equipment of performance data and analytics through the digitization initiatives; and
- Continuous upgradation of the existing digitization systems.

As a result of these initiatives, Orient Cement, especially its integrated cement plant at Chittapur, has one of the lowest specific energy and fuel consumption rates in the cement industry.

The Company reports its Scope-1&2 CO<sub>2</sub> performance as per GCCA CO<sub>2</sub> protocol sheet since long. During FY24, the Company's CO<sub>2</sub> performance i.e., Scope-1,2 & 3 (8 categories) have been assured by M/s TUV India Private Limited.

To further build on the several measures implemented by the Company during the financial year 2023-24 towards conservation of energy and as part of green energy initiatives, the Company has

targeted meeting 50% of its electrical energy requirement through renewable sources by 2030. The Jalgaon plant of the Company consumes 53% of renewable energy in its overall energy mix from the solar power capacity set up in association with AMP Solar Technology Private Limited and AMP Solar Systems Private Limited under the Captive Scheme in Maharashtra with a capacity of 13.5 MWdc. In addition to this, the Company has commissioned the first phase of Waste Heat Recovery System (“WHRS”) at Chittapur with a capacity of 10.1 MW. 2<sup>nd</sup> phase of WHRS at the Chittapur plant is commissioned on April 29, 2024, which will further increase the non-fossil fuel power contribution at the Chittapur plant.

The Company focuses on the effective management of water within its operations. Further, it implemented several initiatives to reduce freshwater withdrawal, increase rainwater harvesting, increased recycled water utilisation, build groundwater recharge structures and reduce the dependency on groundwater by increasing the usage of mined-out reservoir water. The Company adopted GCCA water tool during the year FY24 for its water performance reporting. Your Company’s water performance as per GCCA water protocol is assured by M/s TUV India Private Limited across the Plants.

The particulars required under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 regarding conservation of energy and technology absorption are enclosed as **Annexure ‘4,’** which forms part of this Report.

**FOREIGN EXCHANGE EARNINGS AND OUTGO**

During the financial year, the Company did not earn any foreign exchange.

The total foreign exchange outgo during the year was ₹ 181.24 crore.

**SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES**

During the financial year 2023-24, the Company had no subsidiary, associate or joint venture company.

**BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT**

In accordance with the requirements of the SEBI Listing Regulations, the Business Responsibility and Sustainability Report (“BRSR”) for the financial year 2023-24 is included as part of this Annual Report.

**COMPLIANCE WITH SECRETARIAL STANDARDS**

The Company has complied with the applicable Secretarial Standards on Meetings of the Board of Directors and on General Meetings issued by the Institute of Company Secretaries of India.

**OTHER STATUTORY DISCLOSURES**

Your Directors state that during the year under review, no transaction requiring disclosure or reporting in respect of matters relating to:

- (i) Details relating to deposits covered under Chapter V of the Act. The Company had no outstanding, unpaid or unclaimed public deposits during the FY 2024;
- (ii) Issue of equity shares with differential voting rights as to Dividend, voting or otherwise or sweat equity;
- (iii) No significant and material orders passed by the Regulators/ Courts/Tribunals which impact the going concern status and Company’s operations in future;
- (iv) No applications made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016;
- (v) No instance of any one-time settlement with any Banks or Financial Institutions.

There have been no material changes and commitment, affecting the financial position of the Company which occurred between the end of FY 2024 till the date of this Report, other than those already mentioned in this Report.

**ACKNOWLEDGEMENT**

Your Directors take this opportunity to extend their deep sense of gratitude to all stakeholders, business associates, banks, financial institutions, ministries and departments of the Government of India, as well as regulatory authorities, for their continued support. The Directors also place on record their deep sense of appreciation to the employees for their contribution and services.

By order of the Board of Directors  
**For Orient Cement Limited**

Place: New Delhi  
Date: May 1, 2024

**CK Birla**  
Chairman  
(DIN 00118473)



## Annexure-1

### Secretarial Audit Report

**For the financial year ended on March 31, 2024**

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

To,  
The Members  
**Orient Cement Limited**  
Unit – VIII, Plot No. 7  
Bhoinagar, Bhubaneswar  
Odisha - 751012

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

Based on our verification of Orient Cement Limited’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives, during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024, according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made there under;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under;
- iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client.
- v) As confirmed by the management, the following legislations specifically applicable to the Company, being Cement manufacturing Company:-
  - a) The Atomic Energy Act, 1962 read with Atomic Energy (Radiation Protection) Rules, 2004;
  - b) The Explosive Rules, 2008;
  - c) Cylinder Rules, 2004;
  - d) Ammonium Nitrate Rules, 2012;
  - e) Mines Act, 1952;
  - f) Cement (Quality Control) Order, 2003;
  - g) Limestone And Dolomite Mines Labour Welfare Fund Act, 1972;
  - h) Mines and Minerals (Development And Regulation) Act, 1957;
  - i) Mineral Conservation and Development Rules, 1988;
  - j) Metalliferous Mine Regulations, 2012;
  - k) The Explosives Act, 2008 read with rules made thereunder.

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

- i) Secretarial Standards issued by the Institute of Company Secretaries of India;
- ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

**We further report that:**

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

Adequate notice has been given to all directors/members of the committee, as the case may be, to schedule the Board Meetings including committee meetings during the financial year under review, agenda and detailed notes on agenda were sent properly before the scheduled meeting, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

In terms of the minutes of the board and committee meetings, all the decisions have been carried unanimously. The members of the Board have not expressed dissenting views on any of the agenda items during the financial year under review.

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

We further report that, during the audit period, the Company has:

- i) Declared and paid dividend and necessary compliances of the Act were made;
- ii) Considered and approved the amendment in the Orient Cement Employees Stock Option Scheme 2015 and necessary compliances of the Act and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 were made;
- iii) Considered and approved Orient Cement Employees Stock Option Scheme 2023 and necessary compliances of the Act and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 were made.

FOR RANJEET PANDEY & ASSOCIATES  
**COMPANY SECRETARIES**

**CS RANJEET PANDEY**

Place: New Delhi  
Date: May 1, 2024

FCS- 5922, CP No.- 6087  
UDINF005922F000283870

This report is to be read with our letter of even date which is annexed as **Annexure-I** and forms an integral part of this report.

**Annexure-I**

To,  
The Members  
**Orient Cement Limited**  
Unit – VIII, Plot No. 7  
Bhoinagar, Bhubaneshwar  
Odisha - 751012

Our report of even date is to be read along with this letter:

1. Management of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of the events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR RANJEET PANDEY & ASSOCIATES  
**COMPANY SECRETARIES**

**CS RANJEET PANDEY**

Place: New Delhi  
Date: May 1, 2024

FCS- 5922, CP No.- 6087  
UDINF005922F000283870

## Annexure-2

## Annual Report on Corporate Social Responsibility (CSR) Activities

## 1. Brief outline on CSR Policy of the Company:

The Company has a CSR Policy ("the Policy") duly approved by the Board of Directors with a view to provide a mechanism for meeting its social responsibility in an effective manner and to provide optimum benefits to various deserving sections of the society. The Policy sets out our commitment to ensure that our activities extend beyond business and include initiatives and endeavours for the benefit and development of the community and society. The Company primarily focuses on education, healthcare, rural development and infrastructure development.

## 2. Composition of CSR Committee:

Sl. No.	Name of Director/ Designation/ Nature of Directorship	Number of meetings of CSR Committee held during FY 2023-24	Number of meetings of CSR Committee attended during FY 2023-24
1	Mr. Janat Shah Chairman-Non-Executive - Independent Director	4	3
2	Mr. Desh Deepak Khetrapal Member- Executive Director	4	4
3	Mr. Rabindra Jhunjhunwala Member-Non-Executive - Independent Director	4	3
4	Mr. I.Y.R. Krishna Rao Member-Non-Executive - Independent Director	4	4

3. Provide the web-link(s) where composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

The composition of CSR committee, CSR Policy and CSR projects approved by the Board for the financial year 2023-24 are disclosed on website of the Company and can be accessed through the weblink: <https://orientcement.com/other-disclosure/>

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

5. (a) Average net profit of the Company as per Section 135(5): **₹ 31,210.99 Lakhs**

(b) Two percent of average net profit of the company as per section 135(5): **₹ 624.22 Lakhs**

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **NIL**

(d) Amount required to be set-off for the financial year, if any: **NIL**

(e) Total CSR obligation for the financial year (7a+7b-7c): **₹ 624.22 Lakhs**

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): **₹ 640.79 Lakhs**

(b) Amount spent in Administrative overheads: **NIL**

(c) Amount spent on Impact Assessment, if applicable: **NIL**

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: **₹ 640.79 Lakhs**

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

Total Amount Spent for the Financial Year (in ₹ Lakhs)	Amount Unspent (in ₹ Lakhs)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount (in ₹ Lakhs)	Date of transfer	Name of the fund	Amount (in ₹ Lakhs)	Date of transfer
640.79	Not Applicable				

The Company has always taken up social and community development initiatives at its establishments and project sites and has been contributing in the areas of education, healthcare and rural development. Apart from the above expenditure, the Company has also spent ₹ 1,156.26 lakhs on projects related to rural infrastructure development, education and other community development programs which are not covered under Section 135 of the Companies Act, 2013.

f) Excess amount for set-off, if any:

Sl. No.	Particulars	Amount (in ₹ Lakhs)
(i)	Two percent of average net profit of the company as per Section 135(5)	624.22
(ii)	Total amount spent for the Financial Year	640.79
(iii)	Excess amount spent for the financial year ((ii)-(i))	16.57
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Not Applicable
(v)	Amount available for set off in succeeding financial years ((iii)-(iv))	16.57

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

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹ Lakhs)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹ Lakhs)	Amount spent in the financial year (in ₹ Lakhs)	Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding financial years (in ₹ Lakhs)	Deficiency, if any
					Amount (in ₹ Lakhs)	Date of transfer		
1	FY 2022-23	284.39	284.39	64.49	-	-	219.90	
2	FY 2021-22							
3	FY 2020-21							

Note: The above amount pertains to Devapur School project which was identified as an ongoing project in FY 2022-23 in terms of the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014.

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**

If Yes, enter the number of Capital assets created/ acquired- **Not Applicable**

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

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address

Not Applicable

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

9. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per section 135(5): **Not Applicable**

**Swapan Dasgupta**

Chairman of CSR Committee  
(DIN: 07113693)  
Place: Kolkata  
Date: May 1, 2024

**D.D. Khetrpal**

Managing Director & CEO  
(DIN: 02362633)  
Place: New Delhi  
Date: May 1, 2024

## Annexure-3

### Statement of Disclosure of Remuneration under Section 197 (12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2023-24 and the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2023-24:

Sl. No.	Name of the Director/ KMP and Designation	Ratio of remuneration of each Director/KMP to median remuneration of employees	% Increase in remuneration in the financial year 2023-24
1.	Mr. CK Birla – Chairman	3.38	Nil
2.	Mr. Desh Deepak Khetrapal - Managing Director & CEO	96.18	14%
3.	Mrs. Amita Birla - Director	1.54	Nil
4.	Mr. Rabindra Jhunjhunwala - Director	1.54	Nil
5.	Mr. Rajeev Jhawar - Director	1.54	Nil
6.	Mr. Janat Shah - Director	1.54	Nil
7.	Mr. Swapan Dasgupta - Director	1.54	Nil
8.	Mr. I. Y. R. Krishna Rao - Director	1.83	Nil
9.	Mrs. Varsha Vasant Purandare – Director	1.54	Nil
10.	Mr. Prakash Chand Jain - Chief Financial Officer	10.08	(Not Comparable) ^
11.	Mrs. Nidhi Bisaria - Company Secretary (up to September 1, 2023)	Not Applicable	(Not Comparable) ^
12.	Mrs. Diksha Singh - Company Secretary (From September 2, 2023)	Not Applicable	(Not Comparable) ^

^ remuneration not comparable owing to appointment/cessation during FY-24/ FY-23

- (ii) During the financial year 2023-24, there was an increase of 9% in the median remuneration of employees.
- (iii) There were 843 management staff on the rolls of the Company as on March 31, 2024.
- (iv) Average percentile increase made in the salaries of employees other than the managerial personnel in the financial year 2023-24 was 9.84%. Keeping in view the duties and responsibilities cast on the Managing Director & CEO and considering his knowledge of various aspects relating to the Company's affairs, the percentile increase in the managerial remuneration for the same financial year was 14%.
- (v) It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.

By order of the Board of Directors  
**For Orient Cement Limited**

**CK Birla**  
 Chairman  
 (DIN 00118473)

Place: New Delhi  
 Date: May 1, 2024

## Annexure-4

### Conservation of Energy and Technology Absorption

A) Conservation of energy:	
(i) The steps taken or impact on conservation of energy	<p><b>Devapur</b></p> <ul style="list-style-type: none"> <li>Kiln-3 Downcomer Duct water spray system commissioning resulted in saving of 19200 kWh bag house fan power from January 2024 to March 2024.</li> <li>Upgrading the Alternative Fuels &amp; Raw materials (AFR) feeding systems resulted in increasing the rice husk consumption from 5 TPH to 13 TPH.</li> <li>Installation of Variable Frequency Drive (VFD) on the Rice husk feeding Belt Conveyor in Line-1, resulted in saving of 88 KWH/day.</li> <li>Isolation of Fly ash Bucket Elevator Vent Dust collector resulted in savings 50 KWH/day.</li> <li>Additive feeding belt circuit taken from Local to Remote mode in Raw mill 1 and 2 resulted in saving of 120 KWH/day</li> </ul> <p><b>Chittapur:</b></p> <ul style="list-style-type: none"> <li>Modification of Cement Mill circuit Clinker transport reversable belt conveyer resulted in power saving of 7.8 kWh.</li> <li>Cement Mill circuit Additives transport reversable belt conveyer modification resulted in power saving of 6 kWh.</li> <li>Cement Mill circuit modification resulted in power saving of 22 kWh.</li> </ul> <p><b>Jalgaon:</b></p> <ul style="list-style-type: none"> <li>Wagon Tippler Bag Filter resulted in saving of 0.06 KWH/T of clinker.</li> <li>Line-1 Ball Mill outlet Hood modification resulted in increasing mill Productivity 1.5-2.0 tph and saving in power by 0.35 kWh/T.</li> <li>Line-2 Ball Mill:                             <ul style="list-style-type: none"> <li>Outlet Hood modification resulted in increasing mill productivity by 3 tph and saving in power by 0.32 kWh/T.</li> <li>Bypass of Rejects resulted in power saving by 0.23 kWh/T.</li> </ul> </li> </ul>
(ii) The steps taken for enhancing alternate sources of fuels	<p><b>Devapur:</b></p> <p>Captive Power Plants (CPPs) - Light up of Boiler 1&amp;2 with Super Poly Diesel.</p> <p><b>Chittapur:</b></p> <p>Installation and commissioning of Refuse Derived Fuel (RDF) corrugated steep angle belt conveying system and commissioning of new in-house shredder system for shredding of un-shredded Municipal Solid Waste (MSW) material</p>
(iii) The capital investment on energy conservation equipment	<p>Energy Conservation measures across the plants were implemented with an expenditure of ₹ 5.5 crores.</p>

B) Technology absorption:	
(i) The efforts made towards technology absorption	<p><b>Devapur:</b></p> <ul style="list-style-type: none"> <li>Change in Fuel Mix through Feed mix- Optimiser (Digitization).</li> <li>Installation of Radio Frequency Identification (RFID) system for Road weigh bridges as a part of Digitalization Initiatives.</li> <li>Programmable Logic Controller (PLC) Hardware and Supervisory Control and Data Acquisition (SCADA) Upgradation Work (Raw Mill-1, Kiln-1, Cement Mill-1).</li> </ul>



**B) Technology absorption:**

- Upgradation of Kiln-1 Main drive From DCS500 to DCS8.
- Upgradation of Line-1 PLC Processor Controller and Central Control Room (CCR) Computers from Win7-10.
- Replacement of Analog Cameras to Digital Cameras in Packing Plant.

**Chittapur:**

- Fly ash rake unloading system with a bottom discharge type resulted in month average specific power for unloading of fly ash by rake was on lower side @ 2.05 KWH / T as against 3.76 KWH / T consumed for road (bulker) unloading.
- First Phase of Waste Heat Recovery System (WHRS) 1 X 10.1 MW implemented. WHRS power generation during the Q4 FY24 resulted in a saving of approx. ₹ 4 crores / month.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution	<p>Implementation of various energy conservation measures across all our plants has resulted in the following benefits:</p> <ul style="list-style-type: none"> <li>• Process &amp; Plant optimisation.</li> <li>• Optimisation of Power consumption.</li> <li>• To enhance the feeding capacity of AFR.</li> <li>• Optimum utilization of raw mix and fuel mix.</li> <li>• Easy and fast communication.</li> <li>• Improved plant reliability.</li> </ul>
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	
(a) the details of technology imported	
(b) the year of import	
(c) whether the technology been fully absorbed	
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	Not Applicable
(iv) The expenditure incurred on research and development	

By order of the Board of Directors  
**For Orient Cement Limited**

Place: New Delhi  
Date: May 1, 2024

**CK Birla**  
Chairman  
(DIN 00118473)

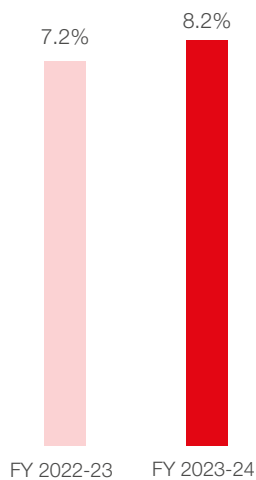
# MANAGEMENT DISCUSSION AND ANALYSIS

## Indian economic overview

In FY 2024, the Indian economy sustained its position as one of the fastest-growing major economies, outperforming several advanced and developing economies. Notwithstanding headwinds such as volatile commodity prices and disruptions in global trade due to worsening geopolitical conflicts in Europe and the Middle East, the Indian economy demonstrated resilience. Timely intervention by the Reserve Bank of India (RBI) and effective governmental initiatives ensured the inflation rate in India stood at 5.4% in the reported year<sup>1</sup>.

On the strength of a flourishing service sector, growing domestic demand for consumer services and export demand for business services, as well as higher public investments, the Indian economy surpassed its global counterparts. According to the National Statistical Office, India's GDP grew by 8.2% in FY 2024, as per the second estimate.<sup>2</sup>

### GDP growth FY 2023-24



Source: PIB

The timely and decisive monetary policy stance adopted by the Reserve Bank of India (RBI) through appropriate policy rates and liquidity measures have contributed to the economy's robustness and resilience. Strong growth in economic activity has also imparted buoyancy to revenue collections in the country. In FY 2024, the gross GST collections was ₹20.18 lacs crore, registering a growth of 11.7%<sup>3</sup>. Over the last few years, public capex has been consciously pushed up, as evidenced by higher allocations for infrastructure development in successive budgets.

The Government has also been promoting schemes such as the Urban Infrastructure Development Fund (UIDF). This underscores the Indian government's focus on bolstering the infrastructure sector, which, in turn, will be a multiplier for the economic growth. Additionally, by rolling out housing schemes such as the PM Awas Yojana, the Government of India is assisting its citizens with affordable housing facilities. In FY 2024, the construction sector has clocked a growth rate of 10.7%.<sup>4</sup> This expansion is likely to positively impact other allied sectors and further fuel the growth of the domestic economy.

## Outlook

Indian economy continues to be showing strong momentum and, with higher capacity expansion and utilisation across sectors, the economy's performance is likely to remain robust in the coming years. The nation's strong macroeconomic fundamentals, fiscal consolidation, manageable external balance and substantial foreign exchange reserves contribute positively to the vision of a Viksit Bharat. In the years ahead, businesses are expected to perform better with stable interest rates and deleveraged balance sheets. Private capital is expected to gain momentum in the second quarter of FY 2025, following the general elections. The interim budget for FY 2025 has introduced favourable government schemes and increased capex outlay, strengthening the Indian infrastructure sector.

<sup>1</sup><https://www.cmie.com/kommon/bin/sr.php?kall=warticle&dt=20240208113526&msec=190>

<sup>2</sup><https://pib.gov.in/PressReleaseDetailm.aspx?PRID=2022323>

<sup>3</sup><https://pib.gov.in/PressReleasePage.aspx?PRID=2016802>

<sup>4</sup><https://pib.gov.in/PressReleaseframePage.aspx?PRID=19933550#:~:text=2024.&text=INCOME%2C%202023%2D24-,Indian%20economy%20is%20to%20grow%20by%20a%20robust%207.3%25%20in,double%20digits%20growth%20of%2010.7%25.>

## Viksit Bharat@2047

With the Indian economy witnessing sustained growth, it is on track to reach USD 5 trillion by FY 2028.<sup>5</sup> By FY 2047, the domestic economy is estimated to be worth USD 30 trillion.<sup>6</sup> In FY 2024, the Prime Minister of India announced its vision of building a Viksit Bharat@2047, with the objective of creating a prosperous Bharat possessing state-of-the-art infrastructure and facilities.

### Impact of Viksit Bharat on different sectors of the economy

#### Infrastructure

To realise the vision of a Viksit Bharat, the Indian government is prioritising the creation of best-in-class infrastructure. Major efforts include the development of the Middle East-Europe Economic Corridor, which will further drive the Indian government's Viksit Bharat initiative.

#### Housing

The Pradhan Mantri Awas Yojana (PMAY), focused on housing development and urbanisation, will also contribute to the Viksit Bharat 2047 initiative. Further, PMAY will offer citizens affordable housing solutions, develop metropolitan and urban areas and empower underserved communities.

#### Transportation

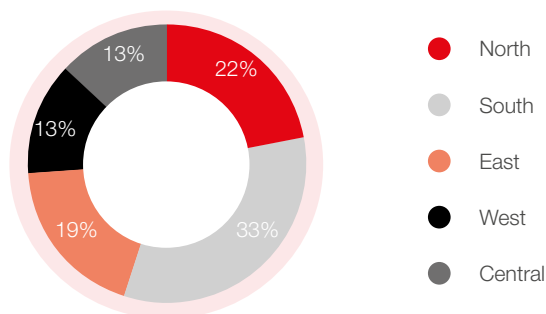
The development of transport infrastructure will rationalise the high logistics costs through improved nationwide connectivity and mobility, thus enabling India to realise its vision of becoming Viksit Bharat by 2047.

## Industry overview

### India's cement industry overview

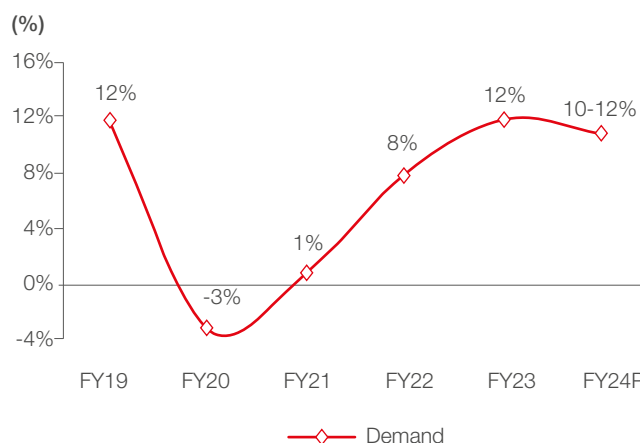
India is the second-largest cement producer in the world and in FY 2024, Indian cement production accounted for over 8% of the total global installed capacity.<sup>7</sup> With a growing population, there is a greater need for housing and infrastructure, which, in turn, is fuelling the expansion of the cement industry in India. During FY 2024, the volume of cement in India witnessed a positive growth of 12% Year on Year (Y-o-Y) basis, thereby, attaining a market size of 243 million MTPA.<sup>8</sup> The domestic cement industry is considered the most energy and carbon-efficient globally due to increased R&D and technology adoption, consuming Alternative fuels and raw material (AFR), using renewable energy including WHRS to reduce carbon emissions.

### Region-wise Installed Capacity



Source: CMIE, Infomerics Economic Research.

### Cement demand momentum to continue



Source: CRISIL MI&A

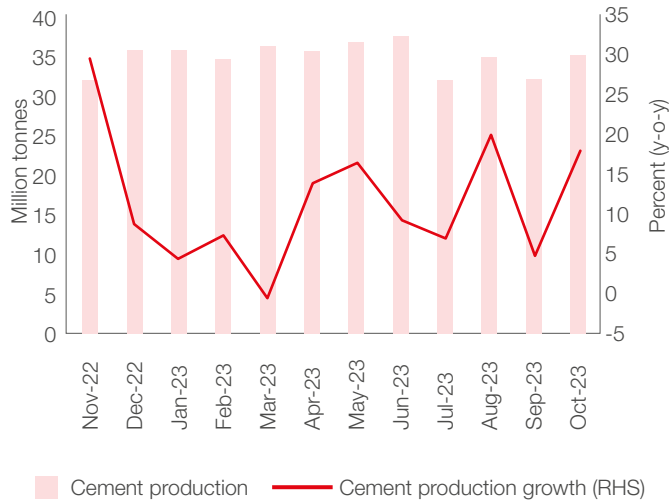
<sup>5</sup><https://economictimes.indiatimes.com/news/india/india-to-be-a-usd-5-trillion-economy-by-fy28-reach-usd-30-trillion-by-2047-fm/articleshow/106697419.cms?from=mdr>

<sup>6</sup><https://government.economictimes.indiatimes.com/blog/to-build-30-trillion-economy-by-2047-focus-on-climate-change-food-security-skills-urbanisation-healthcare/107548250>

<sup>7</sup><https://www.infomerics.com/admin/uploads/Cement-Industry-Report-May2023.pdf>

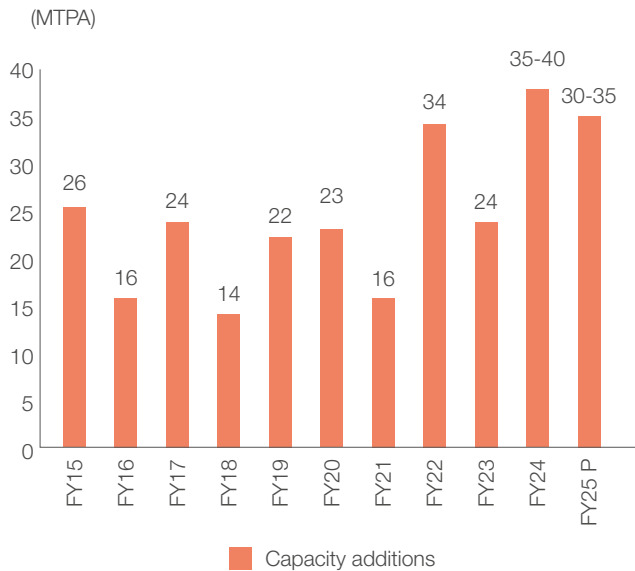
<sup>8</sup>Indian Cement Sector ICRA Report December 2023

**Cement Production**



Sources: Joint Plant Committee and Office of the Economic Adviser, Ministry of Commerce and Industry.

**Cement capacity addition the highest in over a decade in fiscal 2024**



Source: <https://www.crisil.com/en/home/newsroom/press-releases/2024/01/cement-makers-to-add-150-160-mtpa-capacity-by-fiscal-2028.html>

**Key enablers**

**1. Growing housing demand**

The expansion of the cement industry in India is supported by increased housing demand, a growing population, rising income and a flourishing real estate sector. Rapid urbanisation is also driving up cement consumption. The housing demand in Tier I and II cities is estimated to reach 93 million units by 2036, according to reports from the Confederation of Real Estate Developers' Associations of India (CREDAI), which will drive up construction activities and cement consumption.<sup>9</sup> The Government of India has also been actively contributing to the growth of the housing sector in India and is expected to launch favourable schemes to help communities in urban areas dwelling in rented houses, slums, chawls or unauthorised colonies to build their homes.

**2. Developments in public infrastructure**

The development of public infrastructure is significantly propelling the cement industry's growth in India. This includes the construction of roads, bridges, highways, railway stations, airports, seaports, institutions and hospitals. The critical need for robust public infrastructure ensures a sustained demand for cement, making it a key driver of industry growth. The Government of India is additionally expected to increase the expenditure for infrastructure development to ₹11,11,111 crore in FY 2025, which will account for 3.4% of the GDP.<sup>10</sup>

**3. Increased industrialisation**

Rapid industrialisation in India will lead to more infrastructure, building and housing projects as well as factories and warehouses and logistics hubs, thereby resulting in greater cement demand. The Government has also established the Uttar Poorva Transformative Industrialisation Scheme (UNNATI) to promote industrial development.

**Major government initiatives<sup>11</sup>**

The government has been sharpening its focus on the infrastructure sector and has launched various schemes for the development of following:

**Roads**

The Bharatmala Pariyojana is a centrally funded project aimed at developing 34,800 km of national highways. Phase I of the project is ongoing and it is expected to be concluded by FY 2028. Also, the Indian government intends to develop 22 greenfield motorways.

<sup>9</sup><https://economictimes.indiatimes.com/industry/services/property/-/cstruction/housing-demand-set-to-touch-93-million-by-2036/articleshow/106715323.cms?from=mdr>

<sup>10</sup><https://pib.gov.in/PressReleaseframePage.aspx?PRID=2001136>

<sup>11</sup><https://www.investindia.gov.in/team-india-blogs/indias-push-infrastructure-development>



## Airports

Ude Desh Ka Aam Nagarik (UDAN) is the Ministry of Civil Aviation's flagship scheme, which aims to connect regional airports in smaller towns. Budget allocation for this scheme stood at ₹1,244.07 crore in FY 2024.

## Railways

A majority of Indians prefer commuting via trains, as railways still remain the most affordable transport option for inter-state connectivity. In FY 2024, the Indian railways made diligent efforts to develop modern stations and trains.

## Outlook

India's cement industry is set to expand its capacity to fulfil the growing demand from housing and infrastructure sectors, with high growth prospects for years to come. As per the analysts, the capacity of the Indian cement industry is expected to expand at a CAGR 4-5% until 2028.<sup>12</sup> In addition to this, the National Council for Cement and Building Materials (NCCBM) forecasts additional capacity expansion of approximately 80 million tonnes by 2025.<sup>13</sup>

## Company Overview

Orient Cement, founded in 1979, as a Division of Orient Paper and Industries, was demerged and its equity shares were listed on stock exchanges in 2012, and since then it has emerged as one of the most respected cement manufacturers in India. The Company is primarily engaged in cement manufacturing and selling, and it has a presence in various states such as Maharashtra, Telangana, Andhra Pradesh, Karnataka, Tamil Nadu, Gujarat, and some parts of Madhya Pradesh & Chhattisgarh.

Over the years, the Company has earned the trust of its clients owing to the quality and reliability of its products and services. Leveraging cutting edge facilities, the Company uses high grade raw materials to manufacture cement. The Company's key manufacturing equipment is from leading global OEMs. The Company has manufacturing facilities in Devapur (Telangana), Chittapur (Karnataka) and Jalgaon (Maharashtra).

The Company undertakes consistent innovation to meet the evolving needs of its customers. To drive its long-term growth, the Company focuses on diversifying its product mix and enhancing the quality of its products by deploying cutting-edge manufacturing processes and technologies.

## Featured projects

- Forum Sujana Mall, Hyderabad
- Birsi Airport, Maharashtra
- Vastu Nagar, Jalgaon City
- Hotel Express Inn, Nashik
- Apollo Hospital, Mumbai
- Sports Stadium, Mumbai-Agra Highway
- NTPC Power Plant, Maharashtra
- Nagpur Highway
- Sripada Dam

## Key differentiators

### 1. Customer-centric approach and strategic location

Orient Cement understands the needs of its customers and prioritises delivering on their expectations. This approach has enabled the Company to foster customer loyalty, which, in turn, has substantially contributed to its growth. Further, the Company has also positioned its plants strategically so that it can incessantly serve its clients at an optimised freight cost.

### 2. Robust distribution network

The Company has an extensive distribution network that enables it to reach rural markets and fulfil the unmet needs of rural regions. This is further strengthened by a solid network of dealers and retailers, which enables the Company to effectively meet its targets.

### 3. Emphasis on innovation and sustainability

The Company's dedication to driving consistent innovation leads to the creation of innovative products that deliver on shifting customer preferences. The Company's focus on sustainability leads it to create products with a lower carbon footprint, further driving its long-term growth.

### 4. Diversified product mix

Orient Cement offers a diverse product mix across multiple customer value propositions and price points, which offers it broader market access and provides customers with the convenience of selecting from a wide range of products.

<sup>12</sup><https://indiacementreview.com/2024/01/12/growth-and-equilibrium/>

<sup>13</sup><https://www.infomercs.com/admin/uploads/Cement-Industry-Report-May2023.pdf>

## 5. Being a data-driven organisation

Orient Cement is India's first cement Company to transition from SAP ECC to SAP S/4HANA Rise on the cloud. The Company completed this shift in just three and a half months—a process that typically requires six to nine months. This feat accentuates the Company's operational efficiency through increasing digitalisation and showcasing its strategic deployment of data in decision-making.

### Financial overview

FY 2024 saw significant fluctuations in cement demand and prices. In the markets served by the Company, the demand stayed muted for most of the year compared to expectations, barring some spurts in parts of the year. Cement prices too remained soft for most parts of the year.

Traditionally, Q4 sees high demand and prices but this trend didn't materialize in Q4FY24 and both volumes and realisations remained sub-par.

While infrastructure demand rose primarily due to Central Government infra push, consumer sentiment in the retail segment remained low due to high inflation, tight money supply and other issues. The Company has reported strong YoY performance on most matrices and delivered on the aspirational plan till November 2023 but the adverse market conditions in the last 4 months of FY 2024 has taken the sheen off the final results for the full year.

Despite all the challenges, during the year under review, your Company has delivered an improved financial performance YoY, through its strategic shifts and better cost management. The Company reported revenues of ₹ 3,200.61 crore, a growth of 9% compared to ₹ 2,949.57 crore in the previous year. The capacity utilization of the Company for the full year under review has been approximately 72%, an improvement of 400 percentage points over the previous year. Cement sales volume for the year has grown by 6% to nearly 61 lacs metric tons.

The Company's EBITDA stood at ₹ 464.75 crore in FY 2023-24, an increase of approximately 23% compared to ₹ 376.55 crore in the previous year, mainly supported by higher volume and lower fuel costs on account of lower petcoke prices, higher alternative fuel consumption and consumption of non-fossil power from Waste Heat Recovery System (WHRS) and solar. Higher demand from the infrastructure segment has led to a higher sale of Ordinary Portland Cement (OPC), which impacts the manufacturing costs negatively. All other costs like repairs and maintenance, advertising, and other fixed expenses have been managed at the optimised levels.

The Company has reported a post-tax profit of ₹ 174.85 crore in FY 2023-24, compared to ₹ 122.82 crore in FY 2022-23, an increase of 42%. The Board had declared and paid an interim dividend of ₹ 0.75/- per equity share worth ₹1/- (fully paid-up) for the financial year 2023-24 and has now proposed a final dividend of ₹ 1.50/- per equity share worth ₹1/- (fully paid-up) for the financial year 2023-24.

While the international prices of petcoke fluctuated during the year, the overall trend for the year was moderately downward. However, the domestic coal prices again went up during the year. Your Company has done well on fuel cost management by further improving its operating efficiencies using digital tools, taking strategic and timely calls on procuring fuels, developing newer options for fuel, ensuring price arbitrage and availability, and an overarching thrust on the replacement of fossil fuels with alternative fuels. Your Company continued its initiative to enlarge its alternative fuel basket. During the year, the Company has started generation of power from the 1<sup>st</sup> phase of its Waste Heat Recovery System (WHRS) installed at its Chittapur plant, which has reduced the overall requirement of coal for power generation. The above initiatives have helped the Company to address one of the prime objectives of environmental sustainability by promoting green, clean, and sustainable operations along with reducing costs.

During the year, your Company has sustained the utilization of its solar power capacity set up under Captive Scheme with AMP Solar Systems Private Limited at its optimum level and substituted approximately 59% of its power needs at the Grinding Unit at Jalgaon, Maharashtra. In continuation of the Company's thrust on increasing green power consumption, your Company has further entered into a captive arrangement for its Jalgaon grinding unit for 3.7 MWdc which will increase the renewable energy consumption percentage for the plant to more than 85% and 16MWdc for the Chittapur plant, power generation from the arrangement is scheduled to start during 2<sup>nd</sup> quarter of financial year 2024-25. 2<sup>nd</sup> phase of WHRS at the Chittapur plant is commissioned on April 29, 2024, which will further increase the non-fossil fuel power contribution at the Chittapur plant. During the year, fly ash rake handling facility built at its Chittapur plant has started operations and has improved the fly ash sourcing flexibility from distant sources at cheaper costs, apart from reducing road traffic and pollution. The Company has also taken a fly ash rake on a lease basis to maximize the utilization of the fly ash rake handling system and its benefits.

Higher B2B sales, which have longer credit periods, and import of pet coke in vessel-load late in the year have stretched the working capital. The Company has fully repaid the long-term loan taken for setting up of its Chittapur Plant well before the scheduled date by managing the cash flow efficiently. The Company's balance sheet is almost net debt-free and now strong enough to take the load of the Company's aggressive expansion plans.



## Key Financial Ratios

Particulars	March 31, 2024	March 31, 2023	Change (%)
Earnings Per Share (₹)	8.53	5.99	42%
Return on Net Worth <sup>§</sup>	10.41%	7.93%	31%
Debt Equity Ratio <sup>#</sup>	0.07	0.24	-71%
Interest Coverage <sup>@</sup>	31.43	23.00	37%
Operating Profit Margin	14.59%	12.82%	14%
Net Profit Margin <sup>^</sup>	5.47%	4.23%	29%
Debtors' Turnover	14.20	17.39	-18%
Inventory Turnover	9.19	10.92	-16%
Current Ratio	1.29	1.04	24%

<sup>§</sup>Return on Net Worth improved due to enhanced current year's profit.

<sup>#</sup>Debt equity ratio improved due to the reduction of debt resulting from scheduled repayments, enhanced EBITDA, and improved cash flow.

<sup>@</sup>Interest Coverage improved due to the repayment of the term loan and the lower utilization of the cash credit facility.

<sup>^</sup>Net Profit margin improved due to enhanced profits for current year mainly attributed to higher volume, improved prices and reduced fuel costs.

## Operational overview

The Company has undertaken several initiatives in FY 2024 to drive operational efficiency and growth. The Company has streamlined its brand architecture, with premium product offerings like Birla.A1 Dolphin - a water-repellent cement, in addition to its existing premium brands Birla.A1 StrongCrete and Birla.A1 OrientGreen, which have diversified the product portfolio of the Company.

Orient Cement diligently expanded its distribution network, with the western region emerging as the primary contributor to sales in FY2024, closely followed by south and central India. Embracing

technology integration and data-driven decision-making further fortified the Company's operational efficiency.

The Company has successfully commissioned a 10.1 MW Waste Heat Recovery System (WHRS) in Chittapur. The WHRS helps the Company reduce its reliance on fossil fuels and substitute thermal power with solar power, thereby, strengthening the Company's commitment to foster a healthier tomorrow. Orient Cement is further planning to expand its WHRS units in Chittapur and Devapur. Also, the Company made proactive contribution towards the environment and sustainability through adhering to regulatory compliance, undertaking actions for biodiversity protection and reducing reliance on fossil fuels.

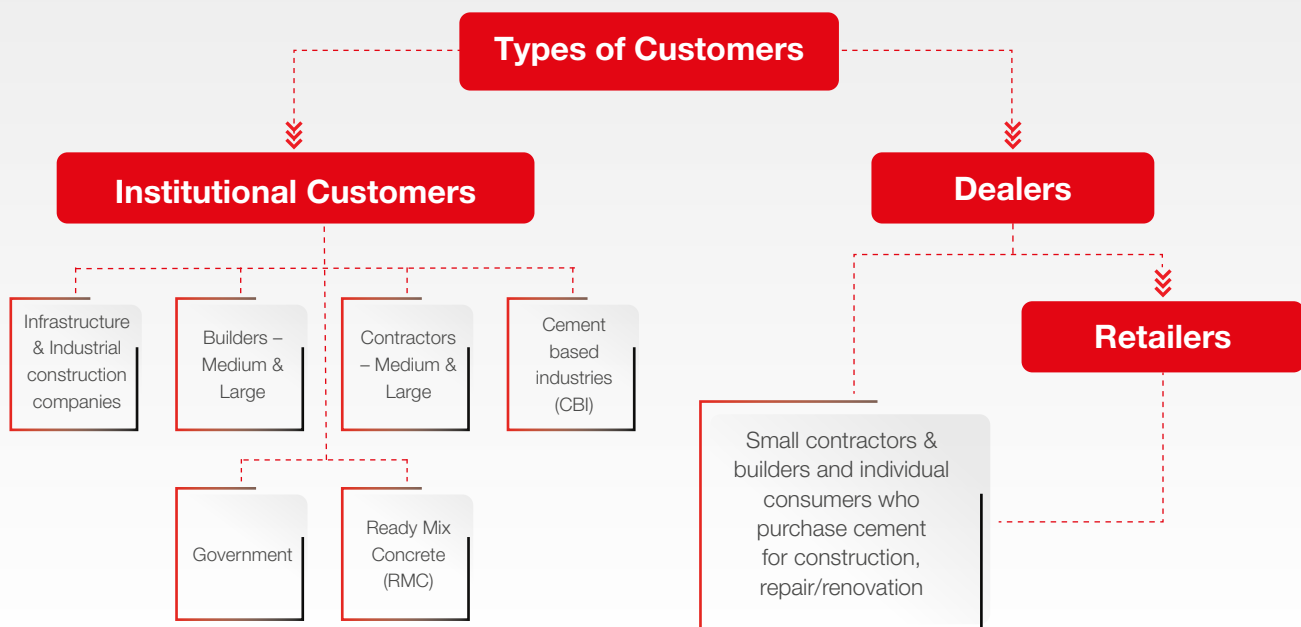
## Digitisation

The Company's digitalisation strategy focuses on data-driven decisions, reliable tech platforms, user-centric service management, value chain optimisation and embedded security. To enhance productivity, encourage sustainability and sharpen its competitive edge, the Company relies on IT solutions that-

- Enhance the Company's agile decision-making ability and further contribute to efficient resource utilisation.
- Improve the Company's strategic planning and market responsiveness.
- Establish enduring relationships with customers by offering tailored solutions; thereby ensuring customer satisfaction.

In the upcoming year, the Company intends to establish a Data Warehouse and upgrade its Data Centre infrastructure. In addition to this, the Company has developed a comprehensive IT and Digitalisation roadmap for the next three years to enhance its efficiency, agility and competitiveness.

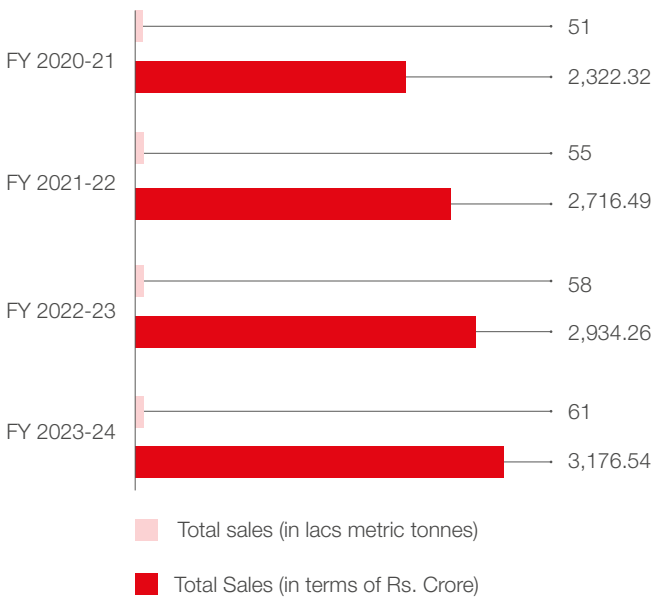
## Sales and Distribution



In FY 2024, the Company has invested further to enhance its sales and distribution infrastructure. Orient Cement uses advanced technologies to enhance transparency and to track its deliverables effectively. Further, training and development programmes are organised by the Company to enhance the abilities of its sales and distribution teams.

In FY 2024, the total sales of the Company amounted to 61 lacs metric tonnes up from 58 lacs metric tonnes in FY 2023. 'Birla.A1 OrientGreen' an eco-friendly cement was launched in FY 2023. In FY 2024, its sales increased 7 times. Additionally, in FY 2024, the Company has launched a water repellent cement 'Birla.A1 Dolphin' and it has been received well by the markets. The sales of the 'Birla.A1 Dolphin' have been driven by the innovative and strategic marketing initiatives undertaken by the Company.

**Total sales volume and value**



**Branding and marketing**

**Marketing initiatives**

**New brand identity for Birla.A1 Premium Cement**

The Company has introduced a refreshed brand logo for 'Birla.A1 Premium Cement', which is a blend of both modernity and the product's core identity.

**Building on the strength of Birla A1's Strategy**

The Company has embarked on a brand transition to 'Mother Brand Strategy' and this transition helped in the establishment of a robust brand identity for the mother brand, 'Birla.A1 Cement'.

**Build water-safe. Build Strong Campaign**

The Company has launched 'Birla.A1 Dolphin All Weather Cement' and to communicate the brand's values, unique benefits and

competitive advantage to the target audience, the Company has established effective communication channels.

**Market research for the 'Birla.A1' brand**

The Company conducted market research to gain insights into consumer behaviour and better understanding of market dynamics.

**Concrete Xpert Bike Engineer Service**

The Company has introduced an innovative marketing initiative, 'Concrete Xpert Bike Engineer' service, across selected regions. This marketing initiative is focused on providing on-site assistance to our customers in additional locations by skilled engineers. The Company is now planning to expand this to all its market.

**We Care**

In FY2024, the Company's 'We Care' programme enhanced the well-being of its channel partners and strengthened the Company's identity as a responsible and caring corporate. The Company provided its dealers with opportunities to prioritise their health and well-being through 'Fit Together' programmes, and 'Health Talks'. Participants in these sessions received essential insights from fitness instructors and certified nutritionists.

**Brand awareness**

The Company has implemented various initiatives to further raise brand awareness of its portfolio of brands and products.

**Brand change activity**

The Company unveiled the new logo for 'Birla.A1 Premium Cement' and launched 'Birla.A1 Dolphin'. Other initiatives to enhance the brand recall of the Company include advertisements at major dealer and retailer counters, carrying out wall painting initiatives in rural markets and distributing branding material such as posters, brochures, leaflets, giveaways and table-top items among its channel partners.

**Digital Campaigns**

**1. Birla.A1 StrongCrete**

*'Bolo Nahi Badlo' campaign*

The campaign highlighted the five benefits of using 'Birla.A1 StrongCrete' for construction.

*Monsoon Campaign*

The campaign showcased the features of 'Birla.A1 StrongCrete'; it was shared across multiple social media platforms.

*Strong Minds Contest*

This was a social media contest that aimed to inform the target audience about the features of 'Birla.A1 StrongCrete' by generating increased engagement.



## 2. Birla.A1 Dolphin

Birla.A1 Dolphin was strategically introduced through feature posts and explainer videos on Birla.A1's social media handles.

## 3. Birla.A1 OrientGreen

### Hyderabad Campaign

The Company launched a campaign in Greater Hyderabad markets to raise awareness of this 'responsible cement'. The campaign has been successful, with the video engaging millions of viewers.

## 4. Birla.A1 Cement

### Ghar AV Campaign

The focus of this campaign was to highlight the strength derived from strong relationships within a home.

### Developing engaging content for showcasing product portfolio

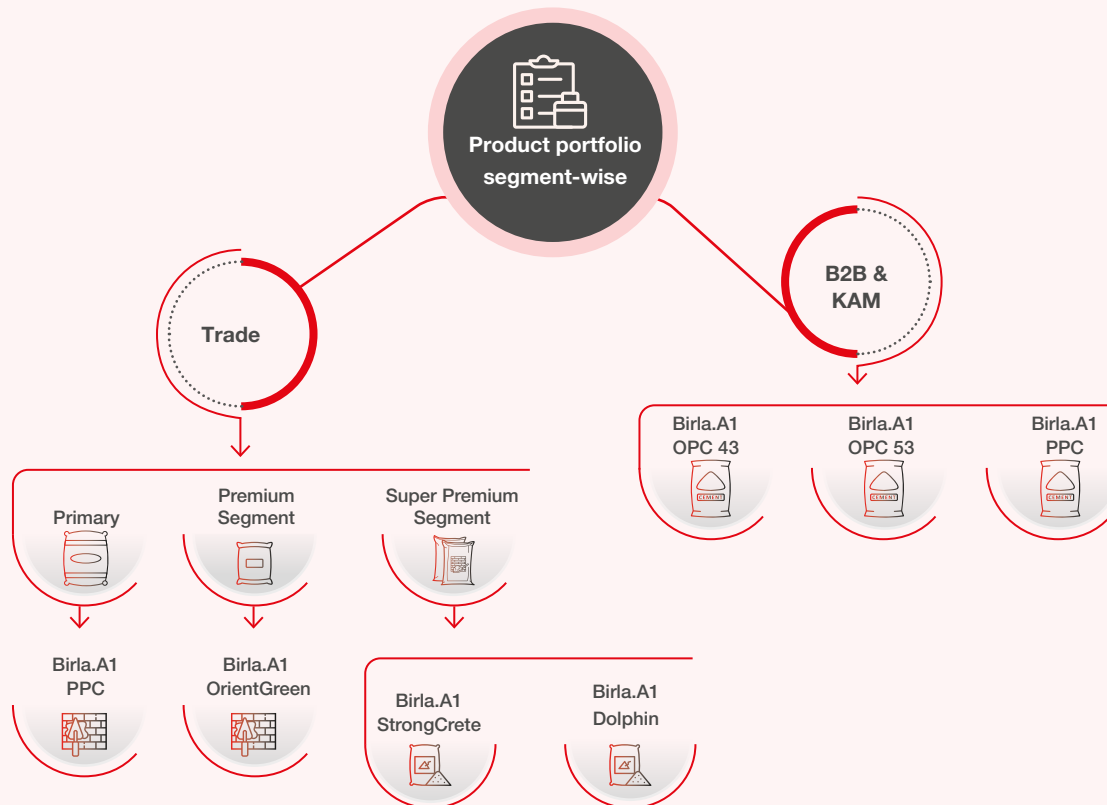
- Short Videos
- Dolphin Benefits
- Mother Brand 'Birla.A1 Cement' Video
- Ghar AV 'Ghar Mazboot Rishte Mazboot'

### Leveraging social media platforms by

- Conducting extensive research to gain market insights.
- Reaching the target audience.
- Proactively engaging through social media platforms.
- Utilising analytical tools to improve digital engagement.

The Company has created a robust Campaign Tracking system to effectively manage all inquiries generated through the social media.

## Products



**Birla.A1 Dolphin**

The Company introduced 'Birla.A1 Dolphin' the water-repellent cement. Customers have appreciated the product's special qualities and since its launch, the brand has been well-received by customers.

**Product features**

- A super-premium product
- An all-weather cement product
- Provides comprehensive waterproofing with 40% reduced water absorption
- Suitable for various construction applications
- Protects steel bars from rusting, thereby providing superior corrosion protection

**Birla.A1 StrongCrete**

Birla.A1 StrongCrete, most suitable for concrete applications which includes foundations, beams, columns, and slabs, is engineered with innovative technology. Birla.A1 StrongCrete, powered by OptiMix18™, not only strengthens homes but also provides durability for a long time.

**Product features**

- Achieves higher strength, faster
- Finest blaine gives better finish
- Includes OptiMix18tm
- Lower heat of hydration
- Double calcium-silicate-hydrate gel

**Birla.A1 OrientGreen**

Birla.A1 OrientGreen aligns with the Company's objective of creating safe and sustainable ecosystems for future generations by providing better, eco-friendly solutions throughout its life cycle. The CII - Green Products and Services Council awarded it the 'GreenPro' accreditation.

**Product features**

- Lower carbon footprint
- Rust resistance
- Requires less water
- Moisture and tamper-proof packaging
- Offers superior strength

**Birla.A1 Premium Cement – PPC**

Birla.A1 Premium Cement is made by grinding of clinker, gypsum and very fine-grained highly reactive fly ash together. The uniform particle size distribution enhances strength and density while reducing porosity in concrete. This offers more durability and best in class compressive strength after 28 days of curing.

**Product features**

- Offers higher strength and resistance
- Provides higher resilience to 'cracking' due to reduced heat-of-hydration

**Birla.A1 Premium Cement – OPC 53 Grade**

Birla.A1 Premium Cement is a pioneer of 53-grade Cement in India. With the introduction of the Orient Gold 53-Grade cement in 1992, Orient Cement revolutionised building construction. Orient Gold's success is a testament to the Company's commitment to providing consumers with only the best. The brand has been rechristened as Birla.A1 Premium Cement - OPC 53 Grade and integrated under the Company's mother brand. After 28 days of curing, it achieves a compressive strength of at least 53 MPa.

**Product features**

- High compressive strength
- Less time to construct

**Birla.A1 Premium Cement – OPC 43 Grade**

Birla.A1 Premium Cement was originally named as Orient 43 Grade Cement. The product was one of the earliest successes of Orient Cement. It was manufactured under controlled process conditions with sophisticated plant and machinery. The product also gained immense popularity within a short period and made Orient Cement a household name. The brand was integrated under the Company's mother brand and was rechristened as Birla.A1 Premium Cement-OPC 43Grade. The product achieves a minimum of 43 MPa as compressive strength after 28 days of curing.

**Product features**

- A general-purpose cement
- Suits pre-cast, pre-stressed RCC construction
- Ideal for general civil construction, including projects like buildings, bridges and more

**Logistics**

Efficient logistics management is critical to the cement industry. The Company relies on optimised storage facilities for its various raw materials and fuels, each tailored to their unique requirements. Moreover, a dedicated fleet transports these materials from their sources to the plants continuously.

To maintain precision and oversight, the Company utilizes 'Qlik sense' a digital tool to update and monitor stocks, receipts, and consumption daily. Additionally, for order allocation to transporters, we employ vendor collaboration software, fostering transparency and enhancing service provision.

In a bid to streamline operations and reduce environmental impact, the Company has embraced paperless work practices. Digital proof of delivery and billing systems remove the need for physical documentation, thus curbing waste generation in the form of paper bills and challans. These initiatives are part of the Company's commitment to reducing its Scope 3 CO<sub>2</sub> emissions footprint. Also, the Company is prioritizing material movement through railways as it is more sustainable and emits fewer emissions, aligning with its focus on environmental responsibility and sustainability.



## Procurement

The Company has simplified, automated and digitised its procurement process to ensure compliance with its vision and values as well as adhering to regulatory standards. The Company leverages platforms such as SAP, Procure Engine, SharePoint and Qlik sense for its procurement processes. Orient Cement further focuses on locally procuring greener fuels and raw materials.

### Initiatives for cost optimisation and efficient resource mobilisation

- Identified alternate vendors and benchmarked prices through market analysis to capture cost-saving opportunities.
- Other mitigating options have been developed to counter lower-quality linkage coal.
- The procurement of leased rake has contributed to lower costs and more effective fly-ash movement for the Chittapur plant.

The Company aims to achieve Net Zero Carbon by 2070. In addition to this, the Company has invested in and commissioned a 10.1 MW Waste Heat Recovery System (WHRS) and is sourcing solar power to reduce its reliance on fossil fuels.

The Company at its Chittapur unit has developed and installed an in-house shredder, which will further improve MSW and plastic waste usage as alternate fuels, which is also a step forward towards sustainability.

## Sustainability

The Company ensures that profitability is not achieved at the cost of sustainability, focusing on strengthening its socio-economic, environmental and governance pillars. By 2030, it aims to attain a 25% Thermal Substitution Rate (TSR) and 50% of the total energy to come from renewable energy & WHRS. Aligning with India's commitment to becoming Net Zero by 2070, the Company is aspiring to become Net Zero for both Scope 1 and 2 emissions by 2070. The Company is a member of the Global Cement & Concrete Association (GCCA) and strives to contribute to the global efforts against climate change. As a GCCA member, the Company continues to learn & implement the initiatives from global practices in various areas such as environment, biodiversity, circular economy, water management, health and safety. The Company is also collaborating with various Indian regulators to develop the country's Net Zero Roadmap.

Orient Cement fosters sustainability in cement production by undertaking several initiatives focused on the following:

## Environment

### Emissions

The Company adheres to all relevant environmental rules and regulations by continuously monitoring its emissions and taking prompt corrective actions. During FY 2024, the Company has not

received any significant notices and was not subject to any penalties. The Company is pursuing the following initiatives to curb its CO<sub>2</sub> emissions:

### Scope 1 emissions:

- Reducing specific thermal energy
- Reducing specific electrical energy
- Reducing the clinker factor
- Improving the Thermal Substitution Rate
- Improving the utilisation of low-grade limestone
- Increasing the use of renewable energy
- Generating power using WHRS
- Collaborating closely with technology suppliers for developing secondary CO<sub>2</sub> abatement technologies for Carbon Capture Utilisation and Sequestration (CCUS)

### Scope 2 emissions:

- Migration towards renewable energy
- Reduction in plant specific electrical energy

### Scope 3 emissions:

- Migration towards bulk transportation
- Minimising employee business commutation by leveraging the benefits of digitisation
- Migration towards bio fuels
- Migration towards electric vehicles

During FY 2024, the Company's CO<sub>2</sub> performance i.e., Scope-1,2 and 3 (8 categories) have been assured by M/s TUV India Private Limited

### Water management

The Company is cognisant of concerns pertaining to water scarcity; it therefore implements several water management measures for:

- reducing specific water consumption
- recycling and reusing treated water
- undertaking rainwater harvesting

The Company consistently works to reduce its specific water consumption and has achieved marginal reduction in specific water consumption when compared with FY 2022-23. During the year 2023-24, the Company has adopted and rolled out GCCA Global Water protocol to capture and report its water footprint.

During FY 2024, the Company's water performance have been assured by M/s TUV India Private Limited. Your Company's efforts resulted in achieving water positive index of 1.6.

### Plastic Waste Management

The Company, adhering to Extended Producer Responsibility (EPR), engages in the co-processing of substantial quantities of plastic waste obtained from municipalities, waste recyclers,

regulators and local recyclers. The Company complies with EPR regulations and believes this practice to be essential for effective plastic waste management.

**Waste Heat Recovery System**

The Waste Heat Recovery System (WHRS) helps the Company reduce its reliance on fossil fuels for power generation and also lowers its fuel costs. During FY 2024, the Company commissioned a WHRS system with a capacity of 10.1 MW at its Chittapur Plant and this has generated 25,673MMW energy by March 31, 2024, thereby contributing 16% to the plant’s total energy requirement. Moreover, the WHRS significantly contributed towards reducing greenhouse gas (GHG) emissions by the Company.

**Biodiversity**

Orient Cement is aware of the impact of its mining operations on biodiversity. To minimise this the Company has collaborated with local forest authorities and conducted large-scale afforestation drives, planting native and diverse species. The Company has achieved over a 90% survival rate in its plantation initiatives. During FY 2024, the Company has planted ~45000 number of saplings.

**~5000**

Trees planted in premises

**40000**

Trees planted in mines

**Circular economy**

The Company is dedicated to fostering a circular economy as it considers this essential for meeting its Thermal Substitution Rate (%) targets. The Company aims to minimise waste, save resources and reduce adverse environmental impact by undertaking projects for fly ash utilisation, alternative fuel co-processing and using low-grade limestone. Additionally, the Company co-processes a range of waste materials in its kilns. The Company’s focused efforts have helped it in :

- o Co-processing 1.11 lac metric tonnes of waste including plastic material in kilns
- o Using 17,000 metric tonnes of waste in CPP
- o Achieved 17% of Thermal Substitution Rate (TSR) thereby conserving 1,40,000 metric tonnes of coal

**Health and safety**

The Company believes in the philosophy of ‘Work Safe-Live Safe’. The Company has strict safety protocols and procedures in place which aim to prevent accidents in the workplace. The Company has mechanised mining operations and implemented SOPs to minimise occupational hazards. Employees receive safety training during their induction, which covers infrastructural, electrical and fire safety requirements. Existing employees undergo a behavioural-based safety training programme. Routine safety inspections and audits are also conducted to ensure the proper implementation of safety practices.

**Zero fatality**

The Company prioritises ensuring Zero fatality within its organisation. The Company has adopted the necessary safety protocols across the organisation. The continuous efforts of the Company have contributed to maintaining ‘Zero fatality’ for six consecutive years.

**Certifications:**

All the plants of the Company are certified by the Integrated Management System’, covering the following areas:

**ISO 9001**  
Quality Management System

**ISO 14001**  
Environment Management System

**ISO 45001**  
Occupational Health and Safety Management System

**ISO 50001**  
Energy Management System

**ISO 27001**  
Information Security Management System (ISMS)

**Human Resource**

The Company prioritises building a future-ready workforce. It encourages open communication among its team members and fosters camaraderie, thereby creating a positive work environment. The Company’s HR policies focus on talent and leadership development, internal job rotation, capability building and automation-driven process efficiencies. The initiatives undertaken by the Company aim to provide its team members with flexible work options, including working from home.

**Great Place to Work certified**

The Company is a **Great Place To Work® Certified™ organization** for a **fifth time** in a row by Great Place to Work Institute (India) and Ranked 50th in the top 100 best Companies to work for 2023. Furthermore, the Company featured in the Top 25 - India’s Best Workplaces in Manufacturing - 2024, India’s Best Workplaces™ in Cement & Building Materials 2024 and identified as one of the Top 50 organisations among India’s Best Workplaces Building a Culture of Innovation by All – Large, 2024.

The above laurels are key milestones in the Company’s journey toward becoming an “Exceptional Organisation” based on its approach towards fostering Care, Connect and Develop (CCD), leading to a High-Trust, High-Performance Culture.



## Some of key people initiatives that helped the Company in its journey are listed below:

### Talent Acquisition

During the year under review, the Company has streamlined its hiring process by further strengthening the digitisation of the recruitment and onboarding process on Sahayog, (SAP SuccessFactors). The Company ensures diversity and inclusion in its hiring practices and has made it mandatory to hire women in specific roles. Further, the Company focuses on developing internal talent through job rotations.

# 25%

**emerging positions filled up by preparing and promoting in-house talent**

The robust processes for constantly nurturing talent pipeline enable the Company to leverage internal talent for filling up significant number of open positions as they emerge.

### Learning and development

Every team member is provided with an individual development plan specific to their role, responsibilities, performance and aspirations. Various training programmes, both internal and external are conducted according to the Training Calendar. Additionally, the Company conducts webinars and knowledge sharing sessions regularly by internal team members.

### Technical Utkrishtata

As part of Technical Utkrishtata, the Company partnered with OEM MNC vendors and organised two major trainings this year. One of these programmes was a three-day training programme on 'Packers and Loading Machines' at the Chittapur facility for all the team members working in Packing and Loading. This programme aimed to enhance operational efficiency in engineering and manufacturing processes. Also, a two-day training on 'Ball Mill Operation and Maintenance' at Devapur plant was organised for all the members involved in Ball Mill operations. The training covered the basics of Ball Mill Design, the operating principle, focused on how to perform the specified maintenance activities and ensure availability of the mill system.

**Multi-value proposition** - Positioning different products with Distinct Value Propositions

In FY 2024, the Company partnered reputed partners to develop and design its 'Multi Value Proposition' initiative to enable all Sales and Technical Services team members to enhance selling skills in multi brand / products from the Company with a focus on value selling, behavioural and mind set shift. The project engaged 150

team members from Trade Sales team in seven batches and 60 members from the Technical Services in 4 batches. The programme included a uniform selling approach across geographies as well as an understanding of each product's value proposition, which would result in better sales.

The programme comprised group discussions, case studies and presentations. Additionally, virtual workshops were conducted periodically, along with on-going mentoring and monitoring/reviewing by the Batch Anchors and facilitators to further enhance the learning process. Participant feedback for this programme has been positive, with high ratings.

### Train the Trainer

Considering the feedback received from team members involved in internal training and knowledge sharing, the Company organised a three-day 'Train the Trainer' session to strengthen facilitation skills for the experienced managers. The programme was the team's first exclusive initiative of this nature. Over the course of three days, the trainer offered diverse insights, with the final day dedicated to impactful presentations by each participant. Participants have started taking up training sessions and webinars in their respective functions and locations.

### SkillSoft e-learning platform

The Company offers online learning opportunities through an e-learning platform, to help team members improve their skills and knowledge in varied fields. The platform includes business, digital, project management, soft skills, sales, marketing, productivity and collaboration courses. A total of 400 selected members were granted access to this portal following a rigorous selection process. On successful completion of the courses, participants have received certificates and badges.

### Medhas for Sales and Marketing

Monthly knowledge-sharing sessions are held on subjects such as go-to-market strategy, success stories in premium product sales and insights from multi-value proposition training. The presentations are made by team members followed by open discussions with the senior leaders. Valuable lessons are documented for future reference, which fosters team collaboration and knowledge retention.

### POSH Certification Programme for ICC members

Staying true to the Company's resolve of maintaining a safe work environment, free from sexual harassment and discrimination, the Company has conducted a virtual workshop on POSH for Internal Complaints Committee (ICC). A total of 30 members across the organisation have attended this exclusive Certification programme. All the team members have timely completed the POSH e-Learning course.

## **Employee engagement**

### **MD and CEO connect**

The MD and CEO of the Company interacts with team members as part of this initiative. In FY 2024, the MD and CEO of the Company engaged with all team members in E-Town Hall, Workplace Live and Town Halls across various plants and locations.

### **New hands meet**

It is a programme organised for new members once they complete three to six months in the organisation. In this, new members formally meet and interact with the Company's leadership team and HR representatives. This interaction helps new team members learn about the organisation and creates a supportive work environment.

### **People Connect (P-Connect)**

P-Connect - Bindas Bolo is a real-time proactive communication programme that is held to engage all team members to listen to and understand their diverse perspectives. Suggestions and feedback are encouraged, further building trust and fostering camaraderie in the workplace.

### **Coffee with Leaders**

The Coffee with Leaders-Bindas Suno is a candid discussion where the leaders get to know the team members at a personal level, learn about their professional aspirations and resolve their challenges. The leaders share their stories and experiences which are very interesting. The leaders also gauge the team member's career aspirations and find out ways and means to improve the business operations.

### **Team Fit for the Future – Trade Sales Team**

Team Fit for Future (T3F) was initiated to inculcate cultural transformation across sales team members. In October 2023, the MD and CEO met all Zonal Managers, Regional Managers, Divisional Heads, Sales Heads and President of Sales and Marketing in Pune to understand T3F's progress and offer insights for the future.

### **Total Quality Sales (TQS) Transformation of B2B Business**

To enhance the overall Quality of Sales with the B2B partners and improve the team approach to achieve a higher wallet share of the business and clear focus on identified sectors.

While it is imperative to focus on Trade Sales to build good brand equity, it is equally important to strengthen the B2B business with robust approach towards opportunities and risks. In this endeavour, the leadership team connects with the B2B sales team to emphasize on the importance of 'Total Quality Sales' (TQS).

### **Organisation-wide open-door culture.**

Over the years, Orient Cement has been practicing an open-door culture where any team member can walk in, share any opinion

and gain feedback from the senior leadership team. This is helping in building openness and transparency across the organisation. The open transparent, warm, and caring culture is a product of numerous such initiatives and practices to live the Company's values thus displaying its belief of a "Care-Connect-Develop (CCD)" organization.

### **Health, wellness and sports initiatives**

Under the F3 Club initiatives, Fun, Fitness and Festivities are planned and organised across the organisation frequently. The Company aims to provide easy access to healthcare benefits and support services. The Company's Annual Engagement Calendar both at Corporate and Plant levels is tailored to the needs of the team members. By implementing these initiatives, the Company has witnessed a positive feeling across.

### **Employee recognition and appreciation**

Employee recognition and appreciation are vital components for boosting employee morale and enhancing job satisfaction. Recognising this, the Company organises the 'Star of the Month' programme. It is conducted every month to acknowledge and reward employee efforts; this programme extends to both Management Staff and Permanent Workers.

### **Connect with Families**

Through the 'Connect with Families' initiative, the Company emphasises 'work-life integration'. The Company invites team members and their family to Company celebrations, achievements, fun and rewards. Throughout the year, there are various opportunities for such family connects at plants, sales offices and corporate offices.

### **We Care**

'We Care' initially started as a feedback and query platform and then transformed into a comprehensive programme focused on health, wellness, idea generation and engagement for both team members.

### **Fairness in Policies, Practices, Processes, and Actions**

The Company focuses on building a culture of trust and fairness. The Company ensures that it offers equal opportunities across its talent management process.

### **Engagement through LEAP Managers**

LEAP is a high-impact programme that has contributed to breaking the communication barriers and helped bring managers and their respective team members together by encouraging effective dialogue. LEAP managers have been the catalyst in ensuring the structured engagement of their respective teams. They have been practicing the Giftwork practices at their team level, which in turn has increased collaboration amongst the team and increased team cohesiveness.



## Human Rights

Human rights are enshrined in Orient Cement's core values of 'Respect for All' and 'Celebrate Diversity', where 'All' includes the Company's employees, workers, contractors, suppliers, channel/business partners and the communities where it operates. The Company has implemented policies and practices to identify, assess and minimise potential breaches of conduct and promptly resolve grievances.

The Company has a truly inclusive work culture that empowers its team members to thrive and unlock their full potential, regardless of their gender, age, nationality, region, religion, sexual orientation or disability. Respect for human rights is fundamental to how the Company carries out its operations and treats its people. As the Company believes that respecting human rights is essential for its sustainability efforts and for businesses to flourish, it remains committed to working for the well-being of humanity, saving the planet, as well as defending and advancing privacy, safety, freedom of opinion and expression and other human rights.

## Risk management





Risk management is more than a regulatory obligation for the Company; it is a strategic imperative that guides the decision-making and operational excellence of the Company. The Company operates in a dynamic business environment and remains steadfast in its commitment to identifying, assessing, tracking and effectively mitigating risks to safeguard its business, enhance stakeholder value creation and contribute to sustainable development.

The Company has a Risk Management Committee and an Audit Committee that oversee the implementation of its risk management framework. The Company adheres to a robust Board-approved Risk Management Policy, which offers a comprehensive overview of the Company's risk management processes and the associated responsibilities of committee members.

## Risk management process



Risks		Risk description	Risk mitigation strategy
<b>Volatile prices of raw material and fuels</b>		Global conflicts have resulted in volatility in the prices of raw materials and fuels. This has additionally impacted the supply chain for pet coke and coal, impacting the cement industry.	The Company has undertaken measures such as expanding the supplier base for pet coke and increasing alternative raw material options including washery coal, Saudi pet coke and chemical gypsum; thereby increasing the use of alternative fuels and streamlining the sourcing of fly ash. Further, with investments in WHRS and renewable energy, the Company has reduced its dependence on fuel requirements.
<b>Surplus capacity and increasing competition risks</b>		Risks associated with market volatility, competitive pressures, or shifts in customer needs should be considered when working on construction projects. Inadequate knowledge of industry trends may impact the market position of the Company.	The leadership team of the Company regularly reviews the capacity expansion and growth strategies of the Company. There is structural overcapacity in Southern India. Also, the Company is facing intense competition from its core markets, including Maharashtra, Telangana and Karnataka. To consolidate its position in this competitive industry, the Company is actively working to enhance its brand positioning. Further, the Company has launched two new premium cement brands as a strategy for effective channel engagement, to improve its competitiveness and to sustain its leadership position. Further, the Company is intending to undertake regional diversification of its production facilities.

Risks		Risk description	Risk mitigation strategy
<b>Inefficient distribution and supply chain risk</b>		Backdropding, diversion or similar malpractices can adversely affect the Company's revenue, lead to a decline in market share and disrupt operations.	The Company ensures transparency and tracks deliveries by leveraging digital solutions like GPS and Electronic Proof of Delivery (EPOD) with geotagging capabilities.
<b>Health and safety risks</b>		Improper health and safety measures can expose the workers to various risks and hinder the Company's overall productivity. Therefore, the Company must incorporate effective occupational health and safety measures to prevent any workplace accidents.	Ensuring health and safety at the workplace is the foremost priority of the Company. The Company consistently monitors its operations while also conducting necessary programmes to ensure the health and safety of its personnel.
<b>Regulatory risks</b>		The Company needs to align its operations and business decisions with relevant rules and regulations. Failure to comply with these rules may lead to legal conflicts, financial losses and disruptions to the Company's operations.	The legal team of the Company makes it a priority to ensure regulatory and legal compliance in key jurisdictions. Further, the Company's compliance activities are monitored centrally.
<b>Information Technology (IT) risks</b>		With increasing reliance on technology and digital systems in construction projects, cybersecurity risks are becoming more prevalent. Lack of trained personnel and robust cybersecurity measures may expose project data to threats, increasing the risks of data breaches, hacking or unauthorised access.	The Company has implemented SAP S/4HANA with SAP Rise to ensure the security of its data centre. The Company uses NextGen firewalls, VPN solutions and multi-factor authentication that help ensure the Company's network security. The Company regularly conducts sessions to raise cybersecurity awareness across the organisation. In addition to this, Vulnerability assessment and Penetration testing (VAPT) is conducted every year to identify risks and vulnerabilities in the Company's network.

### Corporate Social Responsibility

Orient Cement remains resolute in its commitment to nurturing stronger communities and enabling societal well-being through its CSR projects. By integrating the CSR activities undertaken by the Company not only fulfills its ethical obligations but also contributes to the holistic development of the communities it operates in.

#### Providing quality educational environment

Orient Cement believes in the power of education to empower the leaders of tomorrow. The Company has been running a school at Devapur, Telangana, that provides education opportunities for students coming from all walks of life. Furthermore, the Company has been relentlessly contributing towards educational and developmental activities at schools, providing computers, sports equipment and other required equipment to schools at the plants.

The Company aims to provide a holistic educational environment for children. For instance, Orient Cement has provided essential furniture to the public library at Nashirabad and set up mid-day meal room and boys' washroom at Zilla Parishad Primary School, Jalgaon Khurd. The Company's consistent efforts are a reflection of the Company's commitment to serving those in need and improving the educational environment for the children.

### Promoting health and wellness

To promote health and wellness in the local community, the Company has organised various health camps and webinars. These events are conducted monthly, offering the local residents with the opportunity to get proper health consultation and diagnosis. Through setting up a dispensary facility and providing ambulance services, Orient Cement ensures that the basic healthcare needs of the villagers are met. These health camps and dispensaries provide support to individuals suffering with medical conditions helping them access consultations and manage their health effectively.

#### Rural development

Orient Cement has relentlessly undertaken various initiatives to promote rural development. The Company has not only contributed towards Women Skill Centre but also has played a significant role in constructing roads, borewells, community hall in the villages near plants. These efforts highlight the Company's unwavering dedication to support and development of the communities in its operating environment.





## Outlook

India's robust economic growth creates lucrative opportunities for driving Orient Cement's expansion. The growing need for construction activities owing to rapid urbanisation and infrastructural development is expected to increase the market demand for cement products.

Leveraging the strong foundation built over the years, Orient Cement is well-positioned to attain the predetermined growth targets. A diversified product mix, coupled with advanced technology, will further propel the Company's growth journey. With the Company increasing its focus on premium and sustainable products, it is projected to fortify its position in the market. Further to this, the Company is strategising its policies to achieve its goal of 'Net Zero Carbon' goal by 2070.

### Internal control systems and their adequacy

The Company has internal control systems that are appropriate for the business requirements, size of operations, and applicable regulations. The Board of Directors and the Audit Committee are independent of management and are responsible for ensuring the sufficiency and effectiveness of the company's internal controls. To address the identified risks, the company has adopted control systems. Such controls are implemented by policies, standard operating procedures (SOPs), and Internal Financial Control (IFC) risk and control matrices.

Digitization initiatives, such as ERP - SAP S/4HANA with SAP Rise, sales force automation for interactions between the sales team and customers, transaction flow via electronic proof of delivery (EPOD), invoice upload to the customer portal and automated invoice matching, approval workflow automation by the approved DOA with SharePoint 2.0, and its integration with SAP transactions, have strengthened the control environment. As the use of digital applications and exposure to an external network increase, cybersecurity evaluations are done frequently.

The Company has retained Ernst & Young (E&Y) as its Internal Audit (IA) partner. With standard risk coverage, all essential business processes were thoroughly evaluated to gain an understanding of the operations related to the Company's business. Continuous Control Monitoring (CCM) is a key part of extracting value from data analytics. In addition, the company has an internal audit department staffed by skilled professionals who plan, conduct, coordinate, and monitor audit activities, as well as follow up on compliance and indicated actions.

Furthermore, the Company's whistleblower policy allows all stakeholders to report and assist the organisation in detecting and preventing any suspicious behaviour. The whistle-blower follow up mechanism then conducts a thorough investigation into all reports to detect and curb any violations. The whistleblower policy ensures complete confidentiality and protects the whistleblower from any attempted harassment.

The Company uses an advanced internal financial controls (IFC) system in which process owners self-assess critical controls quarterly utilising the control's self-assessment tool, in addition to external assessments by audit partners. Control documents are updated with revised practices, and responsibilities for control execution are updated regularly.

Looking ahead, the company will use data analytics and automation in audit and other procedures to properly scope and deep dive into designated key areas. The company continues to raise stakeholder understanding of governance, risk, and compliance through training, workshops, and culture development.

### Cautionary statement

The goals, estimates, plans and projections of Orient Cement are detailed in this section. These statements may qualify as 'forward-looking statements' under the rules governing applicable securities laws and regulations. Statements that gaze forward are predicated on several anticipations and assumptions about the future. The Company makes no guarantees as to the accuracy of these expectations or the Company's ability to meet them. Due to the influence of other circumstances outside of the Company's control, the actual outcome may differ considerably from those stated in the statement or inferred. The Company disclaims any obligation to publicly update, change, or revise any forward-looking statements in light of new information, developments, or occurrences.

By order of the Board of Directors  
**For Orient Cement Limited**

**CK Birla**

Chairman  
(DIN 00118473)

Place: New Delhi  
Date: May 1, 2024

# CORPORATE GOVERNANCE REPORT

## COMPANY'S GOVERNANCE PHILOSOPHY

The Board and Management team of Orient Cement Limited attach utmost importance to the principles of corporate governance and ensure that the highest standards of corporate governance are established and maintained in the Company on an ongoing basis to safeguard the interests of all stakeholders at all times.

The Company is committed to adhering to the corporate governance practices that are best in class, to ensure and sustain business fundamentals and deliver optimum performance under all circumstances.

The robust corporate governance framework that has been put in place, enables Orient Cement to be managed effectively and ensures the integrity, transparency and fairness of all processes and practices aimed at creating and enhancing value for all stakeholders, in a balanced and fair manner.

All corporate governance initiatives undertaken by the Company adhere to the sound principles of integrity, transparency, professionalism, trusteeship, accountability and corporate responsibility through relentless focus on these core principles:

- (a) Transparency:** By classifying and explaining the Company's policies and actions to all those that are concerned, including its employees, the Company aims at maximum possible level of disclosures without hampering the interests of the Company and its shareholders. The Company believes in promotion of ethical values and behavior and setting exemplary standards in our conduct towards our business partners, colleagues, shareholders and the general public.
- (b) Accountability:** The Company ensures that there is absolutely no compromise in the areas of accountability and responsibility even as it pursues growth.
- (c) Professionalism:** The Company ensures that management teams across all levels are professionally qualified who have a clear understanding of their roles and are capable of exercising sound judgement, keeping in view the Company's interests, without being subject to undue influence from any external or internal pressure.
- (d) Trusteeship:** The Board considers itself a Trustee of the Company's shareholders and acknowledges its responsibilities towards them for creating and safeguarding their wealth. The Company constantly emphasizes the fiduciary role of the management to align and direct all actions of the organization towards creating lasting shareholder value.

**(e) Corporate Responsibility:** The Company includes sustainable development - environmental and social – as a key strategic objective which is enshrined in its core vision – 'Build Sustainably to be a Valued Partner in Progress'.

**(f) Integrity:** Besides enforcing a demanding code of conduct for the employees, vendors and Board, the Company ensures an independent verification and truthful presentation of the Company's financial position and performance. For this purpose, the Company has constituted an Audit Committee which pays particular attention to the financial management and reporting process. A robust whistle-blower mechanism is also in force under the direct supervision of the Board.

This Report has been prepared in accordance with the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

## BOARD OF DIRECTORS

### COMPOSITION

The Board of Directors ("the Board") plays a fundamental role in upholding and nurturing the principles of good governance which translates into ethical business practices, transparency and accountability in the Company's dealing with its members and other stakeholders and the utilization of resources for creating sustainable growth and societal wealth. The Board operates within the framework of a well-defined responsibility matrix which enables it to discharge its fiduciary duties of safeguarding the interest of the Company and all its stakeholders in a fair and transparent manner.

The Board of Directors is at the core of the Company's Corporate Governance practices and oversees how management serves and protects the interests of its stakeholders at all times. It brings in strategic guidance, leadership and an independent view to the Company's management while discharging its fiduciary responsibilities, thereby, ensuring that the management adheres to highest standards of integrity, transparency and fairness.

The Company's policy towards the composition of the Board is to have appropriate professionalism, diversity, knowledge and experience in areas critical to the organization. This helps to drive value-based guidance whilst maintaining the independence of the Board and to separate its functions of Governance and Management.

The Company has a balanced Board with an appropriate combination of Executive and Non-Executive Directors to ensure



independent functioning and the current composition of the Board is in conformity with the requirements of the Companies Act, 2013 ("the Act") and Regulation 17(1) and other applicable provisions of SEBI Listing Regulations.

As on March 31, 2024, the Board consists of 9 (nine) Members of whom 1 (one) is an Executive Director, i.e., Managing Director & CEO and 8 (eight) members are Non-Executive Directors including 2 women Directors. Amongst the 8 (eight) Non-Executive Directors, 6 (six) are Independent Directors including 1 (one) woman Independent Director.

The size and composition of the Board conforms to the requirements of Regulation 17 of the SEBI Listing Regulations and the Act. Other details relating to the Directors as on March 31, 2024 are as follows:

Name of the Director	Position held in the Company	Directorship in Companies@*	Committee Membership in listed and unlisted Companies#*	Committee Chairmanship in listed and unlisted Companies#*
Mr. Chandrakant Birla	Chairman, Non-Executive, Promoter	8	1	1
Mr. Desh Deepak Khetrpal	Managing Director & CEO-Executive	3	5	-
Mrs. Amita Birla	Non-Executive, Promoter Group	3	-	-
Mr. Rajeev Jhawar	Non-Executive-Independent	3	3	-
Mr. Rabindra Jhunjhunwala	Non-Executive-Independent	3	2	-
Mr. Janat Shah	Non-Executive-Independent	2	2	-
Mr. Swapan Dasgupta	Non-Executive-Independent	1	2	-
Mr. I.Y.R. Krishna Rao	Non-Executive-Independent	2	2	2
Mrs. Varsha Vasant Purandare	Non-Executive-Independent	8	7	4

@ Excluding private limited companies, foreign companies, high value debt listed entities and companies formed under section 8 of the Act.

# Represents membership/chairmanship of Audit Committee and Stakeholders' Relationship Committee of Indian public limited companies-listed and unlisted (other than foreign companies, private limited companies, high value debt listed entities and companies formed under Section 8 of the Act).

\*including Orient Cement.

Details of directorship of Directors of the Company as on March 31, 2024, in other listed entities:

Name of the Directors	Name of other listed entities in which Directors of the Company are Directors	Category of Directorship
Mr. Chandrakant Birla	(i) Orient Paper & Industries Limited	Non-executive -Chairman
	(ii) HIL Limited	Non-executive-Chairman
	(iii) Orient Electric Limited	Non-executive-Chairman
	(iv) Birlasoft Limited	Non-Executive
Mr. Desh Deepak Khetrpal	(i) Orient Electric Limited	Managing Director and Vice Chairman
	(ii) HIL Limited	Non-Executive
Mrs. Amita Birla	Birlasoft Limited	Non-Executive-Chairperson
Mr. Rajeev Jhawar	Usha Martin Limited	Executive
Mr. Rabindra Jhunjhunwala	TCPL Packaging Limited	Independent
Mr. Janat Shah <sup>®</sup>	NIL	-
Mr. Swapan Dasgupta	NIL	-
Mr. I.Y.R. Krishna Rao	NIL	-
Mrs. Varsha Vasant Purandare	(i) The Federal Bank Limited	Independent
	(ii) Deepak Fertilisers and Petrochemicals Corporation Limited	Independent

<sup>®</sup> Completed second and final term as Independent Director on April 29, 2024.

None of the Directors on the Board of the Company is a Director in more than seven listed companies and/or is a member of more than ten committees and/or acts as a chairman/chairperson of more than five committees across all the listed and unlisted companies in which he/she is a Director.

Further, no Independent Director serves in more than seven listed companies and no person who is serving as a Whole-time Director/Managing Director in a listed company is serving as an Independent Director in more than three listed companies.

Except Mrs. Amita Birla, a Non-Executive Director of the Company, who is the spouse of Mr. Chandrakant Birla, Chairman of the Company, no other directors are related to each other.

Further in the opinion of the Board, the Independent Directors fulfil the conditions specified in these SEBI Listing Regulations and are independent of the management.

### Skills / Expertise / Competencies of Board of Directors:

The Company's Board members are from diverse backgrounds with skills and experience that provides adequate guidance and support to the complex and dynamic business environment in which the Company operates. The Board reviews its strength and composition from time to time to ensure that it remains aligned with the statutory, as well as business requirements. In terms of requirement of SEBI Listing Regulations, the Board has identified following expertise and competencies required for the business of the Company to function effectively:

1. **Leadership:** The Board as a whole, encompasses visionary leadership with an ability to steer the goals and objectives of the Company through its effective management, delegation, communication and negotiation skills based on its in-depth knowledge of markets and changing business environments.
2. **Management and operation of industrial enterprises:** The members of the Board conduct the management and operation of the business with efficacy based on their ability of understanding the multifaceted business operations.
3. **Knowledge on various laws for compliances oversight:** The Board brings to the table their in-depth knowledge regarding various laws that aid in effective planning and forecasting of the Company's various policies and programs.
4. **Expertise in operations and strategic planning:** The Board possesses a deeper understanding of the continuously changing business environment and has the expertise to strategically plan the future course of Company's operations.
5. **Analytical skills:** The Board possesses analytical skills to solve complex matters.
6. **Experience in administration, economics and financial matters:** The Board brings with it, its experience in administration, economics and financial matters that helps in effective decision making.

All the Members of the Board of the Company bring in high quality expertise and possess all requisite skill sets and competencies as mentioned above, for efficient conduct of board proceedings and provide guidance to the Company. A separate section on

'Our Board of Directors' forming part of this Annual Report provides details of the expertise held by each Director of the Company.

### Board Functioning and Procedure

The Board of Directors is an apex body constituted by the members for overseeing the overall functioning of the Company. The Board provides and evaluates the strategic directions of the Company, Management's policies and their effectiveness and ensures that the long-term interests of the shareholders are being served.

The Board meetings are generally held at the Corporate Office of the Company at New Delhi. During the year under review, the Board meeting(s) were held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') as per the relaxations granted by the Ministry of Corporate Affairs (MCA) / the Securities and Exchange Board of India (SEBI). The Board meets at least once in a quarter to review the performance of the Company and approves, *inter-alia* the financial results. Whenever necessary, additional meetings are held. In case of business exigencies or urgency of matters, resolutions are passed by circulation. The Board oversees the process of disclosure and communication. Independent Directors are regularly updated on the performance of the Company, the business strategy and new initiatives being taken/proposed to be taken by the Company. The Board meetings of the Company are governed by a structured agenda. The Company Secretary in consultation with the Managing Director & CEO and Chief Financial Officer finalizes the agenda of the Board Meetings. All major agenda items are backed up by relevant and comprehensive background information. They are sent well in advance of the date of the Board Meeting(s) to enable the Board Members to take informed decision. In case of exigencies/sensitive matters, the details are directly placed at the meeting, with the permission of the Chair. Any Board member may, in consultation with the Chairman and with the consent of all Independent Directors present at the meeting, bring up any matter at the Board meeting for consideration by the Board.

The Board periodically reviews the compliance status of all the laws applicable to the Company, as certified by the Chief Compliance Officer/Company Secretary, as well as the steps undertaken to rectify instances of non-compliances, if any.

### Availability of information to the Board

The Board has unrestricted access to all Company-related information, including that of our employees. At Board meetings, managers and representatives who can provide additional insights into the items being discussed are invited. Information is provided to the Board Members on a continuous basis for their review, inputs and approval. Strategic and operating plans are presented to the Board in addition to the quarterly, half yearly and annual financial statements. Specific details regarding future expansion plans, important managerial decisions, material positive / negative developments and statutory matters are presented to the committees of the Board and later, with the recommendation of the Committees, to the Board for its approval. As a process,

information to Directors is submitted along with the agenda well in advance of Board Meetings. Inputs and feedback of Board Members are taken and considered while preparing the agenda and documents for the Board Meetings. At these meetings, Directors can provide their inputs and suggestions on various strategic and operational matters.

### Meetings of Board and attendance during the year

During the financial year under review, seven (7) Board meetings were held. These were held on April 28, 2023, July 14, 2023, August 1, 2023, September 1, 2023, November 9, 2023, February 5, 2024 and March 19, 2024.

The attendance record of the Directors at the aforementioned Board Meetings and at the last Annual General Meeting which was held on August 1, 2023 is as under:





























Name of Director	No. of Board Meetings attended	Attendance at last AGM
Mr. Chandrakant Birla	7	✓
Mr. Desh Deepak Khetrapal	7	✓
Mrs. Amita Birla	6	✓
Mr. Rajeev Jhawar	7	✓
Mr. Rabindra Jhunjhunwala	6	✓
Mr. Janat Shah	6	✓
Mr. Swapan Dasgupta	7	✓
Mr. I.Y.R. Krishna Rao	7	✓
Mrs. Varsha Vasant Purandare	7	✓

### COMMITTEES OF DIRECTORS

In terms of the SEBI Listing Regulations and the Act, the Board has constituted 5 (Five) Committees viz. Audit Committee, Nomination & Remuneration cum Compensation Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee. Keeping in view the requirements of the Act as well as the SEBI Listing Regulations, the Board decides the terms of reference of these Committees. The recommendations, if any, of these Committees are submitted to the Board for approval.

Each of these Committees has the requisite expertise to handle issues relevant to their field. These Committees spend adequate time and give focused attention to the various issues placed before them. The guidance provided by these Committees provides immense value to and enhances the decision-making process of the Board. The Board reviews the functioning of these Committees from time to time.

Composition of the Committees of Board of Directors as on March 31, 2024 is outlined as under:

Name of Director	Audit Committee	Nomination & Remuneration cum Compensation Committee	Corporate Social Responsibility Committee	Risk Management Committee	Stakeholders' Relationship Committee
Mr. Chandrakant Birla					
Mr. Desh Deepak Khetrapal					
Mrs. Amita Birla					
Mr. Rajeev Jhawar					
Mr. Rabindra Jhunjhunwala					
Mr. Janat Shah					
Mr. Swapan Dasgupta					
Mr. I.Y.R. Krishna Rao					
Mrs. Varsha Vasant Purandare					

 Chairperson

 Member

**(a) Audit Committee**

The Audit Committee of the Board of Directors comprises of qualified and independent members who are financially literate and have requisite accounting and financial management expertise. The Company Secretary acts as the Secretary of the Audit Committee.

**Terms of reference of the Audit Committee**

Primarily, the Audit Committee is responsible for:

1. Overseeing the Company's financial reporting process and disclosure of its financial information, to ensure that the financial statements are correct, sufficient and credible;
2. Recommending to the Board, appointment, re-appointment, remuneration and terms of appointment of Auditors of the Company;
3. Approval of payment to Statutory Auditors for any other services rendered by them;
4. Examining and reviewing with the Management, the financial statements and Auditor's Report thereon before submission to the Board for approval, with particular reference to:
  - (a) Matters required to be included in the Director's Responsibility Statement which is to be included in the Board's Report in terms of Section 134(3) (c) of the Act.
  - (b) Changes, if any, in accounting policies and practices and reasons for the same.
  - (c) Major accounting entries involving estimates based on the exercise of judgment by the Management.
  - (d) Significant adjustments made in the financial statements arising out of audit findings.
  - (e) Compliance with listing and other legal requirements relating to financial statements.
  - (f) Disclosure of any related party transactions.
  - (g) Qualification in the draft Auditor's Report.
5. Reviewing with the Management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing with the Management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency tracking the utilisation of proceeds of a public or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the Board to take up steps in this matter;
7. Reviewing and monitoring the Auditor's independence and performance and effectiveness of the audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing with the Management, performance of statutory and internal auditors, and adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, 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;
14. Discussion with Internal Auditors on any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and report the matter to the Board;
16. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area(s) of concern;
17. Looking into the reasons of substantial defaults in payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. Reviewing the functioning of vigil/ whistle blower mechanism;
19. Approval of appointment of Chief Financial Officer (i.e., whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Reviewing of Management Discussion and Analysis of financial condition and results of operations;

21. Reviewing of significant related party transactions submitted by Management;
22. Reviewing management letters/letters of internal control weaknesses issued by the Statutory Auditors;
23. Reviewing internal audit reports relating to internal control weaknesses;
24. Reviewing the appointment, removal and terms of remuneration of the Chief Internal Auditor;
25. To do such act as specifically prescribed by the Board;
26. Carrying out functions and is empowered to act in terms of Act read with rules framed thereunder, SEBI Listing Regulations, including any amendment or modification thereof;
27. Reviewing the utilization of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding ₹ 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments as on the date of coming into force of this provision;
28. Considering and commenting on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., of the listed entity and its shareholders; and
29. Reviewing the statement of deviations:
- (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) and 32(7) of SEBI Listing Regulations.
- (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of SEBI Listing Regulations.

#### Meetings of the Audit Committee and attendance during the year

4 (Four) meetings of the Audit Committee were held during the financial year under review.

The attendance of members of Audit Committee at the said meetings was as follows:

Name of the Member	Category	Attendance at the meetings			
		April 28, 2023	August 1, 2023	November 9, 2023	February 5, 2024
Mr. I. Y. R. Krishna Rao (Chairman)	Independent Director	✓	✓	✓	✓
Mr. Desh Deepak Khetrapal	Managing Director & CEO	✓	✓	✓	✓
Mr. Rajeev Jhavar	Independent Director	✓	✓	✓	✓
Mr. Rabindra Jhunjhunwala	Independent Director	✓	✓	✓	-
Mr. Janat Shah	Independent Director	✓	✓	-	✓
Mr. Swapan Dasgupta	Independent Director	✓	✓	✓	✓
Mrs. Varsha Vasant Purandare	Independent Director	✓	✓	✓	✓

The Chairman of the Audit Committee, who is an Independent Director, was present at the Annual General Meeting of the Company held on August 1, 2023.

The Audit Committee meetings are also attended by the Chief Financial Officer, the representatives of the Statutory Auditors and the Internal Auditors, Group Internal Auditor and Head-Internal Audit of the Company. The representatives of the Statutory Auditors are permanent invitees to the meeting. The Board has accepted all recommendations made by the Audit Committee.

#### (b) Nomination & Remuneration cum Compensation Committee

The role, powers and terms of reference of the Nomination & Remuneration cum Compensation Committee covers all the areas prescribed under Section 178 of the Act and Regulation 19(4) of the SEBI Listing Regulations besides

other terms as referred by the Board of Directors from time to time. The Company Secretary of the Company acts as the Secretary to the Committee.

#### Terms of reference

Primarily, the Nomination & Remuneration cum Compensation Committee is responsible for:

1. Identifying candidates who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down;
2. Recommending to the Board, appointment and removal of directors and senior management;
3. Recommending to the Board, whether to extend or continue the term(s) of appointment of the independent director, based on the report of the performance evaluation of independent directors;

4. Formulating the criteria for evaluation of independent directors and the Board and carrying out evaluation of every director's performance;
5. Formulating the criteria for determining qualification, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
6. Devising a policy on Board diversity;
7. Recommend to the Board, all remuneration, in whatever form, payable to senior management;
8. Evaluating the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the roles and

capabilities required on every appointment of an independent director. The candidate recommended to the Board for appointment as an independent director shall have the capabilities identified in such description;

9. To do such act(s) as specifically prescribed by Board; and
10. Carrying out functions, and is empowered to act, in terms of the Act, read with rules framed thereunder and SEBI Listing Regulations including any amendment or modification thereof.

**Meetings of Nomination & Remuneration cum Compensation Committee and attendance during the year**

4 (Four) meetings of Nomination & Remuneration cum Compensation Committee were held during the financial year ended March 31, 2024.

The attendance of members of Nomination & Remuneration cum Compensation Committee at the meetings was as follows:

Name of the Member	Category	Attendance at the meetings			
		April 28, 2023	September 1, 2023	November 9, 2023	February 5, 2024
Mr. Rabindra Jhunjunwala (Chairman)	Independent Director	✓	✓	✓	-
Mr. Chandrakant Birla	Chairman	✓	✓	✓	✓
Mr. Rajeev Jhawar	Independent Director	✓	✓	✓	✓
Mr. Janat Shah	Independent Director	✓	✓	-	✓
Mr. Swapan Dasgupta	Independent Director	✓	✓	✓	✓
Mrs. Varsha Vasant Purandare	Independent Director	✓	✓	✓	✓

**(c) Stakeholders' Relationship Committee**

The Company has constituted a Stakeholders' Relationship Committee of Directors to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend/ notices/annual reports, etc.

Shareholders may note that the share transfers, dividend payments and all other investor-related activities are attended to and processed at the office of the Company's Registrar and Share Transfer Agent (RTA).

For any grievances / complaints, shareholders may contact KFin Technologies Limited, RTA, at [inward.ris@kfintech.com](mailto:inward.ris@kfintech.com). For any escalations and queries on dividend tax, shareholders may write to the Company at [investors@orientcement.com](mailto:investors@orientcement.com).

The addresses and contact details of RTA, depositories for investor queries in respect of equity shares in India and listed on stock exchanges are provided further in the General Shareholder Information Section of this Corporate Governance Report.

The Company Secretary of the Company acts as the Secretary to the Committee.

**Contact details of the Secretary/Compliance Officer:**

Ms. Diksha Singh  
 Company Secretary  
 Birla Tower 3<sup>rd</sup> Floor,  
 25, Barakhamba Road,  
 New Delhi-110 001  
 Telephone: 011- 42092253  
 Email for investors: [investors@orientcement.com](mailto:investors@orientcement.com)



### Terms of reference

Primarily, the Stakeholders' Relationship Committee is responsible for:

1. Overseeing the performance of the Registrar and Share Transfer Agent of the Company and recommending measures for the overall improvement in the quality of Investor Services;
2. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
3. Approving requests of security transfers, transmission, etc.
4. Monitoring transfers, transmissions and dematerialization of securities issued by the Company;
5. Review of measures taken for effective exercise of voting rights by shareholders;
6. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar and Share Transfer Agent;
7. Review of various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company; and

8. Carrying out any other function(s) as specifically prescribed by the Board of Directors, under the SEBI Listing Regulations, the Act and the rules and regulations made thereunder, each as and when amended from time to time.

The status of investors' complaints during the financial year ended March 31, 2024:

No. of complaints received	No. of complaints resolved	No. of pending complaints
5	5	0

In the absence of any specific communication on the resolution provided to the investor/ member in relation to the complaints, it is assumed that all the complaints are resolved to the satisfaction of the complainant. Any member / investor, whose grievance has not been resolved satisfactorily, may kindly write to the Company Secretary with a copy of the earlier correspondence.

### Meetings of Stakeholders' Relationship Committee and attendance during the year

4 (Four) meetings of Stakeholders' Relationship Committee were held during the year ended March 31, 2024.

The attendance of members of the Stakeholders' Relationship Committee at the said meetings was as follows:

Name of the Member	Category	Attendance at the meetings			
		April 28, 2023	August 1, 2023	November 9, 2023	February 5, 2024
Mrs. Varsha Vasant Purandare (Chairperson)	Independent Director	✓	✓	✓	✓
Mr. Desh Deepak Khetrapal	Managing Director & CEO	✓	✓	✓	✓
Mr. Rajeev Jhawar	Independent Director	✓	✓	✓	✓
Mr. Swapan Dasgupta	Independent Director	✓	✓	✓	✓

### (d) Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee of the Board has been constituted to oversee the Corporate Social Responsibility Policy of the Company and to recommend projects/ activities and the expenditure to be incurred on the activities, in accordance with Schedule VII of the Act.

The Company Secretary of the Company acts as the Secretary to the Committee.

### Terms of Reference

Primarily, the Corporate Social Responsibility Committee is responsible for:

1. Formulating and recommending the CSR Policy to the Board and suggest changes therein, from time to time;
2. Identifying the areas of CSR activities to be taken up by the Company every year in accordance with this Policy;

3. Recommending the CSR Budget every year and the projects or activities to be undertaken;
4. Formulating and recommending to the Board for its approval, an annual action plan every financial year outlining the following:
  - (a) the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act.
  - (b) the manner of execution of such projects or programmes.
  - (c) the modalities of utilisation of funds and implementation schedules for the projects or programmes.
  - (d) monitoring and reporting mechanism for the projects or programmes.
  - (e) details of need and impact assessment, if any, for the projects undertaken by the Company.
5. Implementing, overseeing and monitoring the progress of the project or activity rolled out under this policy;
6. Providing an update to the Board on all CSR activities undertaken during the financial year; and
7. Such other functions and responsibilities, as may be assigned by the Board from time to time and specified under the Act, Rules and Regulations made thereunder and/or SEBI Listing Regulations, each including any amendment(s) or re-enactment(s) thereof from time to time.

The Corporate Social Responsibility Policy of your Company is available on the Company's website and can be accessed through the web link: <https://www.orientcement.com/wp-content/uploads/2021/05/corporate-social-responsibility-policy.pdf>. The Annual Report on CSR activities, as required under the Act, for the year ended March 31, 2024, is attached as Annexure 3 to the Board's Report.

**Meetings of Corporate Social Responsibility Committee and attendance during the year**

4 (Four) meetings of Corporate Social Responsibility Committee were held during the financial year ended March 31, 2024.

The attendance of members of the Corporate Social Responsibility Committee ('CSR Committee') at the said meetings was as follows:

Name of the Member	Category	Attendance at the meetings			
		April 28, 2023	August 24, 2023	November 9, 2023	February 5, 2024
Mr. Janat Shah (Chairman)	Independent Director	✓	✓	-	✓
Mr. Desh Deepak Khetrapal	Managing Director & CEO	✓	✓	✓	✓
Mr. Rabindra Jhunjhunwala	Independent Director	✓	✓	✓	-
Mr. I. Y. R. Krishna Rao	Independent Director	✓	✓	✓	✓

Note: Mr. Janat Shah ceased to be a Director of the Company w.e.f. the close of business hours on April 29, 2024 after completion of his second and final term as an Independent Director. Mr. Swapan Dasgupta has been inducted as Chairman of the CSR Committee w.e.f. April 30, 2024.

**(e) Risk Management Committee**

As per Regulation 21 of the SEBI Listing Regulations, the Company being one of the top 1000 listed entities, (determined on the basis of market capitalization as at the end of the immediate preceding financial year) has formulated a Risk Management Committee. The details of the same are provided herein below:

The Company Secretary acts as the Secretary of the Risk Management Committee.

**Terms of reference**

Primarily, the Risk Management Committee is responsible for:

1. Formulating a risk management policy of the Company which shall include:
  - A framework for identification of internal and external risks, in particular including financial, operational, sectoral, strategic, compliance, reputational, sustainability (particularly ESG related risks), business continuity plan, information, cyber security risks or any other risk as may be determined by the Committee.
  - Measures for risk mitigation including systems and processes for internal control of identified risks.
2. Reviewing the risk management policy periodically, at least once in two years, by considering the changing industry dynamics and evolving complexities.

3. Ensuring that appropriate methodology, processes, and systems are in place to monitor and evaluate risks associated with the business of the Company.
4. Monitoring and overseeing implementation of the Risk Management Policy, including evaluating the adequacy of risk management systems.
5. Keeping the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken.
6. Appointment, removal and terms of remuneration of the Chief Risk Officer, if any.
7. Ensuring compliance with regulatory requirements and best practices with respect to risk management.
8. Submitting half-yearly report on effectiveness of Risk Management Framework to the Board of Directors and Audit Committee.
9. Such other duties as may be assigned by the Board from time to time and/or specified under the Act, Rules and Regulations made thereunder and/or SEBI Listing Regulations, each including any amendment(s) or re-enactment(s) thereof from time to time.

The Committee shall co-ordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors. Risk Management Committee shall have powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

#### Meetings of Risk Management Committee and attendance during the year

2 (Two) meetings of the Risk Management Committee were held during the financial year ended March 31, 2024.

The attendance of members of the Risk Management Committee at the said meetings was as follows:

Name of the Member	Category	Attendance at the meetings	
		September 6, 2023	February 29, 2024
Mr. I. Y. R. Krishna Rao (Chairman)	Independent Director	✓	✓
Mr. Desh Deepak Khetrpal	Managing Director & CEO	✓	✓
Mr. Rajeev Jhawar	Independent Director	✓	-
Mr. Rabindra Jhunjhunwala	Independent Director	✓	✓
Mr. Janat Shah	Independent Director	✓	✓
Mr. Swapan Dasgupta	Independent Director	✓	✓
Mrs. Varsha Vasant Purandare	Independent Director	✓	✓

## MANAGEMENT COMMITTEES

With a view to have a close focus on various facets of the business risks and compliances, the management has constituted the following Committees viz Governance, Risk & Compliance Committee ("GRCC"), responsible for ensuring effective roll-out of the Risk Management Programme; and Steering Committee, responsible for ensuring effective roll-out of the Compliance Management Program.

### (a) The Governance Risk and Compliance Committee

The Company has in place a mechanism to inform the Risk Management Committee, Audit Committee and Board members about the risk assessment and mitigation plans and periodical reviews through the GRCC to ensure that critical risks are monitored and mitigated by the Management. Business Risk Evaluation and Management is an ongoing

process within the Company. The Company has a robust management framework to identify, monitor, mitigate and minimize risks and to identify business opportunities.

The GRCC has been constituted to identify and periodically review all the risks faced by the Company and to provide operational and policy guidance to the Company for effective risk management.

#### Composition

As on March 31, 2024, the GRCC comprised of following members, namely:

- i. Chief Executive Officer
- ii. Chief Financial Officer
- iii. Chief HR Officer/ HR Head

- iv. President – Manufacturing
- v. President – Sales & Marketing
- vi. President – Projects
- vii. Chief Risk Officer

The Committee meets as and when required.

**Terms of reference**

Primarily, the GRCC is responsible for:

**1. Risk identification and prioritization**

Review and sign off on the results of risk identification and prioritization.

**2. Risk mitigation**

Review the mitigation plans developed along with the root causes, risk management and reporting ownerships, timelines, and implementation statuses.

**3. Risk monitoring and reporting**

Review results of Risk Management as reported by the Functional Heads/Unit Heads or the Executive-in-Charge. Submit the results for review and approval of the CEO.

**4. With regard to the Risk Management Framework**

- Provide overall guidance related to the Risk Management processes across the Company.
- Review the need for additional Risk Management related activities across the Company and assign responsibilities.
- Review the effectiveness of Risk Management Framework on half-yearly basis.
- Submit the half yearly Risk and Mitigation Plan Assessment Report to the CEO for review and approval.
- Present half yearly Risk and Mitigation Plan Assessment Report to the Risk Management Committee and the Audit Committee and
- Such other duties as may be assigned from time to time by the Risk Management Committee.

The Company has not identified any risk which, in the opinion of the Board, may threaten the existence of the Company.

**(b) Steering Committee**

Recognizing the importance of compliance with various laws and regulations, the Company constituted a Steering Committee on May 8, 2015.

The Steering Committee plays an important role in building a regime of zero tolerance to any form of non-compliance.

**Composition**

As on March 31, 2024, the Steering Committee comprised of following members, namely:

- (i) Chief Financial Officer
- (ii) Chief Operating Officer
- (iii) Chief HR Officer/HR Head
- (iv) Chief Compliance Officer
- (v) Company Secretary

The Committee meets as and when required.

**Terms of reference**

Primarily, the Steering Committee is responsible for:

- 1. Identification of necessary compliances
- 2. Prioritization of compliances and fixing ownership of compliances
- 3. Monitoring of compliances
- 4. Remedial actions in case of non-compliances

**REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT**

The Nomination & Remuneration cum Compensation Committee has adopted a Policy which, inter alia, deals with the manner of selection of Board of Directors, Key Managerial Personnel and Senior Management and their remuneration. The Nomination and Remuneration Policy of the Company is available on our website, at [https://www.orientcement.com/wp-content/uploads/2019/05/NRC\\_Policy-22\\_3\\_2019.pdf](https://www.orientcement.com/wp-content/uploads/2019/05/NRC_Policy-22_3_2019.pdf).

**Succession Planning**

The Nomination & Remuneration cum Compensation Committee works with the Board on the leadership succession plan to ensure orderly succession in appointments to the Board and in the senior management. The Company strives to maintain an appropriate balance of skills and experience within the organization and the Board, in an endeavour to introduce new perspectives while maintaining experience and continuity.

By integrating workforce planning with strategic business planning, the Company puts the necessary financial and human resources in place so that its objectives can be met.

Our Board members bring to the table their broad and diverse skills and viewpoints to aid the Company in advancing its strategy. In addition, promoting senior management within

the organization fuels the ambitions of the talent force to earn future leadership roles.

### Criteria for selection of Directors

- The Nomination & Remuneration cum Compensation Committee identifies and ascertains the integrity, qualification, expertise and experience of the candidate for appointment as a director and ensures the same.
- The Nomination & Remuneration cum Compensation Committee ensures that the candidate proposed for appointment as director, is compliant with the provisions of the Act and of the SEBI Listing Regulations.
- The candidate's appointment as recommended by the Nomination & Remuneration cum Compensation Committee requires the approval of the Board.
- In case of appointment of Independent Directors, the Nomination & Remuneration cum Compensation Committee satisfies itself with regard to the independent

nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its functions and duties effectively.

- The Nomination & Remuneration cum Compensation Committee ensures that the candidate identified for appointment as a director is not disqualified for appointment under Section 164 of the Act or by any order of SEBI or any other regulatory authority.

## REMUNERATION OF DIRECTORS

### Remuneration of Managing Director & CEO

The Company pays remuneration to its Managing Director & CEO by way of salary and other benefits as per the terms agreed with the Company. The remuneration is approved by the Board of Directors and is within the overall limits approved by shareholders of the Company and is as per the provisions of the Act and SEBI Listing Regulations including any amendment(s) or re-enactment(s) thereof from time to time.

### Remuneration paid/accrued to the Managing Director & CEO for the financial year ended March 31,2024 is as follows:

Name	Salary and allowances *(₹)	Annual performance variable pay** (₹) and performance criteria	Perquisite (₹)	Retiral Benefits*** (₹)	Total (₹)	Stock Options granted	Notice Period	Severance Pay
Mr. Desh Deepak Khetrapal	6,69,58,920/- p.a	2,66,76,000/- (Managing Director & CEO's performance and Company's performance)	28,800/-p.a.	1,87,33,763/- p.a.	11,23,97,483/- p.a	NIL	Three months	NIL

\*Salary and allowances include ₹ 3,90,000/- towards encashment of earned leave as per policy of the Company.

\*\*Annual Performance variable pay is as accrued for the financial year 2023-24.

\*\*\*Retiral benefits include provision of ₹ 71.18 lakhs made for the gratuity and compensated absences determined on the actuarial report obtained by the Company.

### Remuneration of Non-Executive Directors

The Board, while deciding the basis for determining the compensation of the independent directors, takes various things into consideration. These include global board compensation benchmarking, participation of individual directors in Board and committee meetings, other responsibilities, such as membership or chairmanship of committees, time spent in carrying out other duties, roles and functions as prescribed in Schedule IV of the Act, SEBI Listing Regulations and such other factors as the Board deems fit.

The shareholders, at the AGM held on September 23, 2017, approved a sum not exceeding 1% of the net profit of the Company per annum, calculated in accordance with the provisions of Section 198 of the Act to be paid and distributed among some or all of the Non-Executive Directors of the Company in a manner decided by the Board.

This payment will be made with respect to the profits of the Company for each year.

The amount payable to Independent Directors for the year ended March 31, 2024 is ₹ 2.00 crores.

Additionally, Independent Directors are paid sitting fee for attending the Board and Committee meetings and are also reimbursed expenses incurred by them in the performance of their official duties. We confirm that no single Non-Executive Director received remuneration exceeding 50% of the total remuneration paid to all the Non-Executive Directors during the year ended March 31, 2024.

The details of sitting fees and commission paid/payable to Non-Executive Directors for the financial year 2023-24 and their shareholding as on March 31, 2024, are as follows:

S. No.	Name of director	Sitting fees (₹)*	Commission (₹)	Shareholding (Nos.)
1.	Mr. Chandrakant Birla	9,00,000	40,00,000	31,53,570
2.	Mrs. Amita Birla	6,00,000	22,50,000	3,88,000
3.	Mr. Rajeev Jhawar	16,00,000	22,50,000	-
4.	Mr. Rabindra Jhunjunwala	13,50,000	22,50,000	-
5.	Mr. Janat Shah	13,50,000	22,50,000	-
6.	Mr. Swapan Dasgupta	16,50,000	22,50,000	-
7.	Mr. I.Y.R. Krishna Rao	14,50,000	25,00,000	-
8.	Mrs. Varsha Vasant Purandare	16,50,000	22,50,000	-

\*For attending the Board Meetings, Committee Meetings and separate Meeting of Independent Directors.

The Company has not granted stock options to Non-Executive Directors.

Apart from receiving directors' remuneration, no Non-Executive Director except Mr. Rabindra Jhunjunwala, who is a partner with Khaitan & Co., LLP and Khaitan & Co. had any pecuniary relationship with the Company. The transactions entered into with Khaitan & Co. LLP and Khaitan & Co., during the financial year 2023-24 were in ordinary course of business and at arms' length basis.

## PERFORMANCE EVALUATION

Pursuant to the provisions of the Act and SEBI Listing Regulations, the Board has carried out the performance evaluation of its own performance, the Directors individually, Chairman as well as the evaluation of the working of its Audit Committee, Nomination & Remuneration cum Compensation Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee. The performance evaluation was done using questionnaires, covering amongst others, composition of Board, receipt of regular inputs and information, functioning, performance & structure of Board Committees, skill set, knowledge and expertise of directors, contribution at Board Meetings and leadership. The performance evaluation of the respective Committees and that of Independent and Non-independent Directors was done by the Board excluding the Director being evaluated.

The Board expressed that the Committees of Board, each Individual Director and the Board as a whole are meeting the criteria and expectations. The Board noted that the Board as a whole is a coherent and balanced Board that compliments the individual strength of the Board members. The Board has good representation of experienced professionals from diverse fields related to the business of the Company and bring with them rich experience. The Board members guide/advise the management on the Company's business development and growth. The Board members proactively participate in its meetings and oversee

effective compliance of key regulations and policies with focus on corporate governance, financial accounting, transparency, etc.

## INDEPENDENT DIRECTORS' MEETING

During the year under review, 1 (One) meeting of the Independent Directors of the Company was held on December 12, 2023 without the presence of Non-Independent Directors and members of Management to, inter alia,

- Review the performance of Non-independent Directors and the Board of Directors as a whole;
- Review the performance of the Chairperson of the Company, taking into account the views of the Executive Directors and Non-Executive Directors; and
- Assess the quality, quantity and timeliness of flow of information between the Management of the Company and the Board of Directors that is necessary for the Board of Directors to effectively and reasonably perform their duties.

## BOARD FAMILIARIZATION PROGRAM

A formal letter of appointment is given to Independent Directors at the time of their appointment detailing the terms and conditions of their appointment, expectations, roles, functions, duties and responsibilities. The Directors immediately upon appointment are familiarized inter-alia with the Company, nature of industry in which the Company operates, business model of the Company, Code of Conduct for the Directors, reports and policies of the Company as part of their induction programme. At the Board and Committee meetings, the Independent Directors are familiarized with the Company's business performance, operations, projects, market share, financial parameters, working capital management, fund flows, change in senior management, major litigation(s), compliance(s) etc. They are also apprised about risk assessment and mitigation processes.

With a view to familiarize the Independent Directors with the Company's operations, the Managing Director & CEO has a personal discussion with the newly appointed Independent

Director. The above initiatives help such Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him/her to effectively fulfil his/her role as a Director of the Company.

The details of programs for familiarization of the Independent Directors are available on the Company's website and can be accessed through the web link: <https://orientcement.com/disclosure-reg-46/familiarisation-programme/>.

## PARTICULARS OF SENIOR MANAGEMENT

Details of Senior Management Personnel as on March 31, 2024, as defined under Regulation 16(1)(d) of SEBI (LODR) Regulations are as follows:

Sr. No	Name	Designation
1	Mr. Prakash Chand Jain	Chief Financial Officer
2	Mr. Satyabrata Sharma	President- Manufacturing
3	Mr. Deepak Gupta	President- Projects
4	Mr. Manish Dua	President- Marketing & Sales
5	Mr. N Sessa Srinivas	Senior Vice President- Human Resource
6	Mr. Anil Madani	Vice President- CPC
7	Ms. Diksha Singh@	Company Secretary
8	Mr. Arjun Vijay Golar*	Head- Internal Audit

@ Appointed w.e.f. September 2, 2023

\*Appointed w.e.f. March 28, 2024

Note:

- (i) Ms. Nidhi Bisaria resigned from the position of Company Secretary w.e.f. September 1, 2023 (Close of business hours).
- (ii) Ms. MS Chandana resigned from the position of Head- Internal Audit w.e.f. December 29, 2023 (Close of business hours).

## GENERAL BODY MEETINGS

### (a) Location and time of last three Annual General Meetings are as under:

FY	Date	Day	Time	Venue (VC/OAVM)	Special resolutions passed
2020-21	August 5, 2021	Thursday	2:00 P.M.	Unit-VIII, Plot No.7, Bhoinagar, Bhubaneswar-751012, Odisha	Re-appointment of Mr. I.Y.R. Krishna Rao (DIN 00481367) as an Independent Director
2021-22	July 28, 2022	Thursday	3:30 P.M.	Unit-VIII, Plot No.7, Bhoinagar, Bhubaneswar-751012, Odisha	NIL
2022-23	August 1, 2023	Tuesday	3:30 P.M.	Unit-VIII, Plot No.7, Bhoinagar, Bhubaneswar-751012, Odisha	(i) Amendment in the Orient Cement Employees Stock Option Scheme 2015. (ii) Approval of the Orient Cement Employee Stock Option Scheme 2023.

### (b) Extraordinary General Meeting (EGM)

During the financial year, no Extraordinary General Meeting was held.

### (c) Special Resolution through postal ballot

During the financial year, the special resolution to seek approval of shareholders for the re- appointment of Mrs. Varsha Vasant Purandare (DIN 05288076) as the Independent Director of the Company for a term of 5 years commencing from February 8, 2024, up to February 7, 2029 was passed by way of Postal Ballot on March 14, 2024.

The Board of Directors appointed Mr. A.K. Labh, Practicing Company Secretary (Membership No. FCS - 4848 / CP - 3238) as Scrutiniser for scrutinising the Postal Ballot process in a fair and transparent manner. The details of the voting pattern are as under:

Special Resolution	No. of valid votes	No. of votes in favour	No. of votes against	No. of invalid votes
Re-appointment of Mrs. Varsha Vasant Purandare (DIN 05288076) as the Independent Director of the Company for a term of 5 years commencing from February 8, 2024, up to February 7, 2029	13,05,47,267	12,46,31,142 (95.47%)	59,16,125 (4.53%)	94,41,277

No special resolution is proposed to be passed through postal ballot. However, if required, the same shall be passed in compliance of provisions of the Act, SEBI Listing Regulations, or any other applicable laws.

### Procedure for Postal Ballot

- i. The notices containing the proposed resolutions and explanatory statement are sent to the shareholders electronically (in terms of relaxation provided by MCA) containing the details of the Scrutiniser appointed by the Board for carrying out the Postal Ballot process;
- ii. The Postal Ballot votes cast within 30 days of dispatch are considered by the Scrutinizer;
- iii. The shareholders are provided an electronic platform to participate and vote on the resolutions to be passed through Postal Ballot;
- iv. Voting rights are reckoned on the basis of equity shares held by the members on the cut-off date;
- v. The Scrutinizer submits his report to the Chairman or any person authorised by him, who on the basis of the report, announces the results;
- vi. The resolutions which were passed with requisite majority are deemed to have been passed on the last date specified for e-voting; and
- vii. The result of the Postal Ballot along with the Scrutinizer's report are placed on the website of the Company ([www.orientcement.com](http://www.orientcement.com)), depository and also communicated to the Stock Exchanges.

### MEANS OF COMMUNICATION

**Financial Results:** The financial results are generally published in 'Business Standard' in English and 'Utkal Mail' in Odia language.

**Website:** The financial results are posted on the Company's website viz. [www.orientcement.com](http://www.orientcement.com).

**News release, Presentations:** The press releases/official news, detailed presentation made to media, analysts, institutional

investors etc. are displayed on the Company's website. Official media releases are also sent to the stock exchanges before dissemination to the media.

**Intimation to the Stock Exchanges:** The Company intimates the Stock Exchanges on all price sensitive information or such other matters which in its opinion are material and of relevance to the Investors.

**Designated email ID:** The Company has designated the following email ID for investor servicing: [investors@orientcement.com](mailto:investors@orientcement.com). Investors can also mail their queries to Registrar and Share Transfer Agent at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

### GENERAL SHAREHOLDER INFORMATION

#### Financial Year

The financial year covers the period starting from 1<sup>st</sup> April of a year and ending on 31<sup>st</sup> March of subsequent year.

#### Financial Calendar

<b>Board Meeting for consideration of unaudited quarterly results</b>	Within forty-five days from the end of the quarter, as stipulated under the SEBI Listing Regulations.
<b>Board Meeting for consideration of audited results</b>	Within sixty days from the end of the last quarter, as stipulated under the SEBI Listing Regulations.
<b>Book Closure date</b>	Tuesday, July 30, 2024 till Monday, August 5, 2024 (both days inclusive).
<b>Dividend payment date</b>	On or before September 3, 2024.
<b>Day, date, time and venue of Annual General Meeting</b>	<b>Monday, August 5, 2024 at 3.30 p.m.</b> through video conferencing at Unit -VIII, Plot No. 7, Bhoinagar, Bhubaneswar-751012, (Odisha) in terms of Circulars issued by Ministry of Corporate Affairs.





## Listing

Equity Shares of the Company are currently listed on the following Stock Exchanges:

BSE Limited (BSE)  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400001

National Stock Exchange of India Limited (NSE)  
Exchange Plaza, C-1, Block G, 5<sup>th</sup> Floor  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400051

The annual listing fees for the financial year 2024-25, as applicable, have been paid to both BSE and NSE.

The Company's stock codes are:

**BSE**           **535754**  
**NSE**           **ORIENTCEM**

### Payment of Depository fees

Annual Custody/Issuer fee for the financial year 2023-24 has been paid by the Company to NSDL and CDSL. The ISIN No. of the Company is INE876N01018.

### Payment of fees to Statutory Auditors

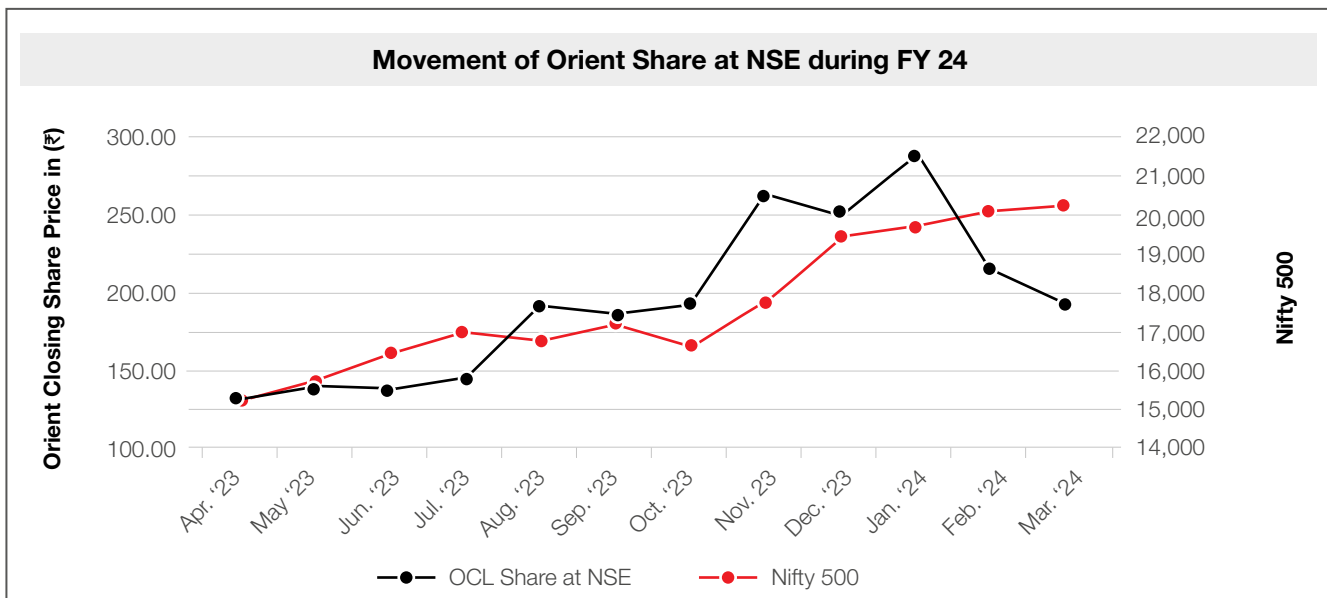
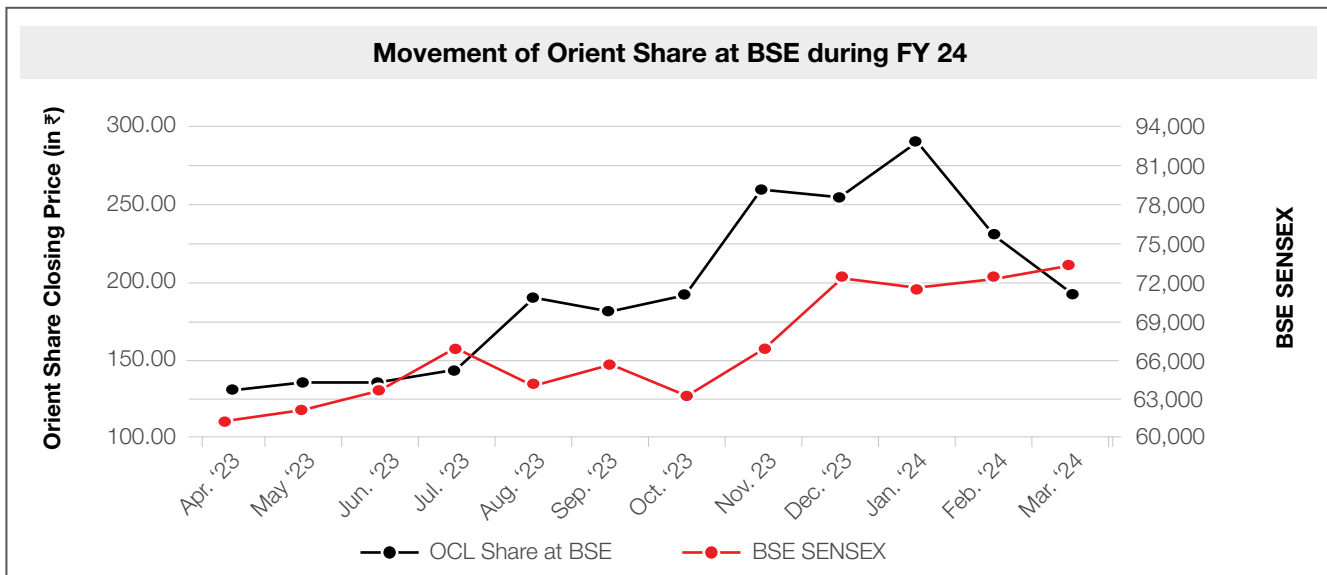
During the financial year ended March 31, 2024, the Company has paid an amount of ₹ 80.31 lacs towards fees for audit and related services (excluding applicable taxes) to M/s B S R & Associates LLP, the Statutory Auditors of the Company, their affiliate firms and other firms in the network entity of which the Statutory Auditor are a part of.

## Market price data BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE)

Month	BSE		NSE	
	High Price (₹)	Low Price (₹)	High Price (₹)	Low Price (₹)
April 2023	131.35	111.00	131.45	111.35
May 2023	134.95	120.50	135.20	120.45
June 2023	145.00	126.85	145.00	125.10
July 2023	149.85	129.00	149.90	129.00
August 2023	200.85	138.85	200.80	138.60
September 2023	205.90	160.95	206.00	160.95
October 2023	216.35	166.30	216.50	170.25
November 2023	262.90	192.80	262.90	192.20
December 2023	262.60	231.25	260.60	230.70
January 2024	290.35	246.35	290.95	247.05
February 2024	293.75	222.25	293.75	222.10
March 2024	238.80	190.00	239.90	190.00

## Performance in comparison to BSE Sensex and Nifty

Month	BSE (Closing price) (₹)	BSE Sensex (Closing)	NSE (Closing price) (₹)	Nifty 500 (Closing)
April 2023	127.40	61,112.44	127.50	15,219.55
May 2023	133.65	62,622.24	133.60	15,766.40
June 2023	133.15	64,718.56	133.35	16,430.00
July 2023	147.05	66,527.67	147.15	17,059.00
August 2023	192.90	64,831.41	192.90	16,924.30
September 2023	178.25	65,828.41	178.25	17,292.60
October 2023	197.85	63,874.93	197.85	16,801.10
November 2023	258.00	66,988.44	260.05	17,987.95
December 2023	251.15	72,240.26	251.10	19,429.15
January 2024	282.20	71,752.11	282.55	19,802.10
February 2024	227.20	72,500.30	227.25	20,090.05
March 2024	196.25	73,651.35	195.80	20,255.15



**Share Transfer system and other related matters**

As mandated by SEBI and in terms of Regulation 40 of SEBI Listing Regulations, the Company’s shares can be transferred (including transmission and transposition) only in dematerialized mode following the procedure as prescribed by SEBI under SEBI Listing Regulations read with relevant circulars issued by SEBI. Therefore, shareholders are requested to open a demat account with a Depository Participant (DP) and deposit their physical shares with such DP to get the shares demat at the earliest to avoid any kind of inconvenience.

The Company, its RTA and Stock Exchanges in compliance with the SEBI circular have disseminated the requirement of the holders of physical securities of the Company to furnish valid PAN,

mandatory linking of PAN, furnishing KYC details and Nomination details, on their respective websites. Form ISR-1 to furnish PAN, KYC details, Form SH-13, ISR-3 and SH-14 to furnish nomination and opting out nomination details, respectively and Form ISR-2 to furnish for bank attested signatures of the security holder, are hosted on the respective websites of the RTA/Company.

Further, the security holder/ claimant shall submit duly filled up Form ISR-4 hosted on the website of the Company for requests regarding claim from unclaimed suspense account, transmission and other related service requests, along with the documents / details specified therein. The RTA / Company shall verify and follow process of approving the service requests as prescribed in SEBI circular.



As required under Regulation 40(9) of SEBI Listing Regulations, the Company obtains a certificate on annual basis from a Company Secretary-in-Practice, regarding share transfer formalities, which is filed with the Stock Exchanges.

#### Category of shareholders as on March 31, 2024

S. No.	Category	Number of equity shares held	% of shareholding
<b>(A)</b>	<b>Promoter and Promoter Group</b>	<b>7,76,49,413</b>	<b>37.90</b>
<b>(B)</b>	<b>Public Shareholding</b>		
<b>i.</b>	<b>Institutional Investors</b>	<b>4,69,34,575</b>	<b>22.90</b>
	Mutual Funds	2,31,36,501	11.29
	Financial Institutions	62,250	0.03
	Alternative Investment Fund	25,66,000	1.25
	Banks	1,47,660	0.07
	Insurance Companies	41,24,456	2.01
	NBFCs registered with RBI	400	0.00
	Foreign Portfolio Investors	1,68,97,308	8.25
<b>ii.</b>	<b>Central Government/State Government</b>	-	-
<b>iii.</b>	<b>Non-institutional Investors</b>	<b>8,02,84,772</b>	<b>39.20</b>
	Overseas Corporate Bodies	36,82,240	1.80
	Bodies Corporate (not mentioned above)	1,37,96,746	6.73
	Non-Resident Individuals	12,52,977	0.61
	Foreign Nationals	43,063	0.02
	IEPF	8,33,883	0.41
	Resident Individuals/HUF	3,89,08,823	19.00
	Others (Cooperative Societies, Trusts, Clearing Members)	2,17,67,040	10.63
<b>(B)</b>	<b>Total Public Shareholding</b>	<b>12,72,19,347</b>	<b>62.10</b>
	<b>TOTAL (A) + (B)</b>	<b>20,48,68,760</b>	<b>100.00</b>

#### Distribution of shareholding by size as on March 31, 2024

No. of equity shares held	No. of equity shares	% of total no. of equity shares
1-500	62,50,125	3.05
501-1000	34,31,987	1.68
1001-2000	36,71,292	1.79
2001-3000	22,10,899	1.08
3001-4000	14,94,009	0.73
4001-5000	14,60,045	0.71
5001-10000	45,04,953	2.20
10001-50000	1,15,15,183	5.62
50001-100000	44,17,413	2.16
Above 100001	16,59,12,854	80.98
<b>Total</b>	<b>20,48,68,760</b>	<b>100.00</b>

#### Dematerialization of shares and liquidity

The Company has provided demat facility to its shareholders with National Securities Depository Limited ("NSDL") as well as Central Depository Services Limited ("CDSL"). Members holding shares in physical mode are urged in their own interest to hold these shares in dematerialized form with any Depository Participant.

As on March 31, 2024, 99.70% of the equity shares of the Company are held by 85,989 equity shareholders in dematerialized form and the balance 0.30% is held by 219 equity shareholders in physical form.

The entire equity shareholding of the Promoters and the members belonging to the promoter group of the Company is held in dematerialized form.

### Reconciliation of Share Capital

As required by Securities Exchange Board of India, quarterly audit of the Company's share capital is being carried out by Company Secretary in practice with a view to reconcile the total share capital admitted with NSDL, CDSL and held in physical form with the issued and listed capital. The Company files this audit report with the Stock Exchanges on or before the due date.

### Outstanding Global Depository Receipts or American Depository Receipts or Warrants or any Convertible Instruments, conversion date and likely impact on equity

The Company has not issued any Global Depository Receipts/ American Depository Receipts/Warrants etc., during the financial year 2023-24.

### Commodity price risk or foreign exchange risk and hedging activities

The Company is exposed to commodity price risk arising out of fluctuation in prices of raw materials and fuel. Such price movements, mostly linked to external factors, can affect the production cost of the Company. To manage this risk, the Company take steps such as continuous monitoring of prices, optimising fuel mix, using of alternative fuels and raw materials and pursue longer and fixed price contracts, where considered necessary. Processes and policies related to such risks are controlled by central procurement team and reviewed by the senior management periodically.

The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities which are linked to international prices and are contracted in major international currencies. As a result, the Company is exposed to exchange rate fluctuations as the forex market is quite volatile which may have impact on the statement of profit and loss and other comprehensive income and equity.

The Company regularly evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks in line with its Foreign Exchange Risk Management Policy. There are NIL outstanding derivative instruments at the end of the current financial year.

### Plant Locations

The Company's plants are located at:

#### Devapur:

P.O. Devapur Cement Works  
Dist. Mancherla - 504218 (Telangana)

#### Jalgaon:

Nashirabad,  
Dist. Jalgaon (Maharashtra)

#### Chittapur:

Village: Itaga, Malkhaid Road  
Taluka Chittapur, Dist. Kalburagi  
Karnataka - 585292

### Credit Ratings

The Company has received the following ratings from CARE Ratings Limited as detailed below:

Facilities	Ratings
Long term Bank facilities	CARE AA- (Outlook: Stable) (Reaffirmed)
Short term Bank Facilities	CARE A1+ (Outlook: Stable) (Reaffirmed)
Commercial Paper	CARE A1+ (Reaffirmed)

There is no change in the said ratings during the financial year 2023-24.

### Registrar and Share Transfer Agent

KFin Technologies Limited is acting as the RTA of the Company for handling shares related matters both in physical as well as electronic mode.

Shareholders are therefore advised to send all their correspondence directly to the RTA. The address for communication is:

#### KFin Technologies Limited

**Unit:** Orient Cement Limited  
Selenium Tower B, Plot 31 & 32  
Financial District, Nanakramguda, Serilingampally Mandal  
Hyderabad - 500 032, Telangana

**Toll Free No.** 1800 309 4001

**Email:** [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

However, for the convenience of shareholders, correspondence relating to shares received by the Company is forwarded to the RTA for necessary action thereon.

### Address for correspondence with the Company

Ms. Diksha Singh  
Company Secretary  
Orient Cement Limited  
Birla Tower, 3<sup>rd</sup> Floor  
25, Barakhamba Road  
New Delhi-110 001  
Telephone: 011 42092253

### Exclusive email ID for investors

The Company has designated an e-mail ID, i.e. [investors@orientcement.com](mailto:investors@orientcement.com) to enable the Members and Investors to correspond with the Company.

### GO GREEN INITIATIVE

To contribute towards a greener environment, the Company proposes to send documents like Shareholders Meeting Notice/ other Notices, Audited Financial Statements, Boards' Report,



Auditors' Report or any other document, to members in electronic form at the e-mail ID provided by them and/or made available to the Company by the Depositories.

The shareholders having shares in physical form are requested to register their e-mail ID with the Company or Company's RTA at the address given in this report, to enable the Company to send any document, notice, communication, annual report, etc. through e-mail.

The shareholders holding shares in dematerialized form are requested to register their e-mail ID with their respective Depository Participant for the above purpose.

## COMMUNICATION BY MEMBERS

Members who hold shares in dematerialized form should correspond with the Depository Participant with whom they maintain their Demat Account(s) for queries relating to shareholding, change of address, updation of bank details for electronic credit of dividend, etc. However, queries relating to non-receipt of dividend or non-receipt of annual reports of the Company should be addressed to the Company.

Members who hold shares in physical form should address their queries to the RTA/Company for change of address, change in bank details, processing of unclaimed dividend, issue of duplicate share certificates signed by the first named Member as per the specimen signature registered with the Company. The RTA/Company may also, with a view to safeguard the interest of its Members and that of the Company, request for additional supporting documents such as certified copies of PAN Cards and other proof of identity and/or address.

Members are requested to indicate their DP ID and Client ID/ Ledger Folio number in their correspondence with the RTA/Company and to provide their email ID(s) and telephone number(s) to facilitate prompt response from the Company.

## CHANGE OF ADDRESS

Members holding equity share(s) in physical form are requested to notify change of address/dividend mandate, if any, to the Company's RTA, at the address mentioned above.

The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding equity share(s) in dematerialized form are requested to submit their PAN and notify the change of address/dividend mandate, if any, to their respective Depository Participant (DP). Members holding shares in physical form can submit their PAN and notify the change of address/dividend mandate, if any, to the Company/RTA.

## DISCLOSURES

### (a) Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company at large

All the transactions entered into with Related Parties as per the Act and Regulation 23 of the SEBI Listing Regulations during the financial year 2023-24 were in the ordinary course of business and at an arm's length basis and do not attract provisions of Section 188 of the Act. Further, there was no material related party transaction which required shareholders' approval and was required to be disclosed quarterly along with the compliance report on Corporate Governance.

The required statements / disclosures with respect to the related party transactions are placed before the Audit Committee on a regular basis. Suitable disclosures as required by the Accounting Standards have been made in the notes to the Financial Statements.

The Company's policy relating to dealing with Related Party Transactions is uploaded on the website of the Company and can be accessed through the web link: <https://www.orientcement.com/wp-content/uploads/2022/04/Related-Party-Transaction-Policy.pdf>

### (b) Disclosures on material, financial and commercial transactions, where Senior Management have personal interest that may have a potential conflict with the interest of the Company

No transaction has been entered into during the financial year where Senior Management has personal interest that may have a potential conflict with the interest of the Company.

### (c) Non-compliance by the Company, penalties, strictures imposed by the Stock Exchange or SEBI or any Statutory Authority, on any matter related to capital markets during the last three years

Neither any penalty nor any stricture has been imposed by SEBI, Stock Exchanges or any other Statutory Authority on any matter relating to capital markets, during the last three years.

### (d) Whistle Blower and Vigil Mechanism Policy

As per Section 177 of the Act and Regulation 22 of SEBI Listing Regulations a comprehensive Whistle Blower Policy ("Policy") has been implemented within the organization. The Policy enables the stakeholders (including directors, individual employee(s) and their representative bodies, vendors and suppliers) to report concerns about illegal or unethical practices, unethical behaviour, actual or suspected, fraud or violation of the Company's Code of

Conduct or Ethics Policy. Adequate safeguards are provided against victimization to those who avail of the mechanism including access to the Chairman of the Audit Committee in exceptional cases. This Policy safeguards the whistleblowers from reprisals or victimization. The Policy ensures that strict confidentiality is maintained whilst dealing with concerns and that no discrimination will be meted out to any person for a genuinely raised concern.

The Whistle Blower Policy is available on Company's website and can be accessed through the web link: <https://www.orientcement.com/wp-content/uploads/2016/05/Whistle-Blower-Policy.pdf>.

It is hereby confirmed that no person has been denied access to the Audit Committee.

**The contact details of the Designated Officer for vigil mechanism are:**

Company Secretary  
E-mail id: [whistleblower@orientcement.com](mailto:whistleblower@orientcement.com)  
Telephone: 011 42092253

**The contact details of the Chairman of the Audit Committee for Vigil Mechanism are:**

Chairman of the Audit Committee  
Birla Tower, 3<sup>rd</sup> Floor, 25, Barakhamba Road, New Delhi-110 001  
Email ID : [whistleblower@orientcement.com](mailto:whistleblower@orientcement.com)  
Telephone: 011 42092253

**(e) Compliance with mandatory requirements**

The Company has complied with all the mandatory requirements of SEBI Listing Regulations.

**(f) Compliance with discretionary requirements of Part E of Schedule II of SEBI Listing Regulations**

**The Board** – The Chairman of the Company is a Non- Executive Director and does not maintain the Chairman's office at the Company's expenses.

**Shareholder's Rights-** The quarterly and year to date financial results are published in newspapers and uploaded on the Company's website [www.orientcement.com](http://www.orientcement.com).

**Modified opinion(s) in audit report** – There are no audit qualification on the financial statements of the Company for FY2023-24.

**Separate post of Chairman and CEO-**The Chairman of the Board is a Non-executive Director and his position is separate from that of the Managing Director and CEO. Further, Chairman is not related to Managing Director and CEO.

**Reporting of Internal Auditor** – The Audit Committee is briefed through discussions and presentations of the

observations, review, comments, recommendations, etc. through an Internal Audit presentation made by the Internal Auditor of the Company.

**(g) Disclosure of accounting treatment in preparation of financial statements**

The Company has followed the guidelines of Accounting Standards notified under the Act as laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements. The significant accounting policies which are consistently applied have been set out in the "Notes to the financial statements".

**WEBSITE**

The Company is maintaining a functional website viz: [www.orientcement.com](http://www.orientcement.com) and is disseminating information on its website as required under SEBI Listing Regulations, which, inter alia includes:

- Details of its business
- Terms and conditions of appointment of Independent Director
- Composition of various committees of Board of Directors
- Code of conduct of Board of Directors and Senior Management Personnel
- Whistle Blower Policy
- Policy on dealing with related party transactions
- Policy for determination of Materiality of Event
- Archival Policy
- Dividend Distribution Policy
- Nomination & Remuneration policy for Directors, KMPs & Senior Management
- Corporate Social Responsibility Policy
- Code of Practices and Procedures for UPSI
- Details of familiarization programs imparted to the Independent Directors
- Email address for grievance redressal and contact information of Compliance Officer
- Financial information including notice of meeting of Board of Directors to be held for discussion of financial results and annual reports and
- Shareholding pattern

**NOMINATION FACILITY**

The shareholders holding shares in physical form are mandatorily required to furnish to the Company's RTA, their PAN, KYC details, the details of nomination in hard copy or through electronic mode with e-signature as follows:

- i. Either,
  - Nomination through Form SH-13 as provided in the Rules 19 (1) of Companies (Shares capital and debenture) Rules, 2014 or
  - 'Declaration to Opt-out', as per Form ISR-3



- ii. In case of cancellation of nomination by the holder(s) through Form SH-14, then 'Declaration to Opt-out' shall be provided by the holder(s)
- iii. Securities holder(s) can change their nominee through Form SH-14

Those holding shares in dematerialized form may contact their respective Depository Participant (DP) to avail the Nomination facility.

## DIVIDEND AND OTHER RELATED MATTERS

The Company provides the facility for direct credit of the dividend to the Members' bank account. SEBI Listing Regulations also mandate Companies to credit the dividend to the Members electronically. Members are therefore urged to avail of this facility to ensure safe and speedy credit of their dividend into their bank account through the banks' "Automated Clearing House" mode. Members who hold shares in dematerialized mode should inform their Depository Participant, whereas members holding shares in physical form should inform the Company of the banking account details allotted to them by their bankers. In cases where the banking details are not available, the Company will issue dividend warrants to the members.

Further, the Company is required to transfer dividends which have remained unpaid/unclaimed for a period of seven years from the

date the dividend was transferred to unclaimed dividend account to the Investor Education & Protection Fund ("IEPF") established by the Government. Pursuant to the provisions of Sections 124 and 125 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), as amended, unpaid and/or unclaimed final dividend of ₹ 11,83,174 pertaining to the financial year ended on March 31, 2016, was transferred during the year to the IEPF.

Further, 14,577 equity shares of face value of ₹ 1 each, in respect of which dividend was not paid or claimed by the members for seven consecutive years or more, have been transferred by the Company to IEPF during the year. Details of shares transferred have been uploaded on the website of IEPF as well as the Company.

The information on unclaimed dividend is posted on the website of the Company [www.orientcement.com](http://www.orientcement.com).

## UNCLAIMED DIVIDEND & UNCLAIMED SHARES

Section 124 of the Act read with the IEPF Rules as amended, mandates that companies transfer dividend(s) that remained unclaimed / unrealised for a period of seven years from the unpaid dividend account to the IEPF. Further, the IEPF Rules mandate that the shares on which dividend(s) has/have not been claimed/encashed for seven consecutive years or more be transferred to the IEPF.

The following table provides a list of years for which unclaimed dividends and their corresponding shares would become eligible to be transferred to the IEPF on the dates mentioned below:

Financial Year	Type of Dividend	Dividend per share (₹)	Date of declaration	Due date for transfer	Amount unclaimed as on March 31, 2024 (₹)
2016-17	Final	0.50	23-09-2017	25-10-2024	6,87,180.50
2017-18	Final	0.75	17-08-2018	24-09-2025	9,93,226.50
2018-19	Final	0.75	01-08-2019	04-09-2026	9,48,927.75
2019-20	Final	0.75	31-07-2020	02-09-2027	9,59,546.75
2020-21	Interim	0.50	28-01-2021	03-03-2028	2,70,351.50
2020-21	Final	1.50	05-08-2021	07-09-2028	7,65,804.50
2021-22	Interim	0.75	31-01-2022	06-03-2029	2,95,096.75
2021-22	Final	1.75	28-07-2022	29-08-2029	6,57,159.75
2022-23	Interim	0.50	31-01-2023	05-03-2030	2,02,290.50
2022-23	Final	1.00	01-08-2023	01-09-2031	3,82,075.00

In order to educate the shareholders and with an intent to protect their rights, the Company also sends regular reminders to shareholders to claim their unclaimed dividends/shares before it is transferred to IEPF. Shareholders may note that both unclaimed dividends and corresponding shares transferred to IEPF, including all benefits accruing on such shares, if any, can be claimed from IEPF following the procedure prescribed in the Rules. No claim shall lie in respect thereof with the Company.

## Dividend remitted to IEPF during the last three years

Financial Year	Type of Dividend	Dividend declared on	Date of transfer to IEPF	Amount transferred to IEPF (₹)
2013-14	Interim	31-01-2014	18-03-2021	8,66,113
2013-14	Final	09-08-2014	21-09-2021	9,54,914
2014-15	Interim	22-01-2015	09-03-2022	8,83,841
2014-15	Final	25-07-2015	02-09-2022	11,27,886
2015-16	Final	23-07-2016	18-09-2023	11,83,174

Note: Accordingly, corresponding shares have been transferred to IEPF.

There are no unclaimed shares lying with the Company.

## CODE OF CONDUCT

The Company has also adopted a Code of Conduct (“Code”) for the Members of the Board of Directors, and Senior Management and all other senior functionaries as defined in the said Code. The Code provides for their annual confirmation of compliance with the Code. The Code is available on Company’s website and can be accessed through the web link: <https://www.orientcement.com/wp-content/uploads/2016/05/Code-of-Conduct-for-Directors-and-Senior-Management.pdf>. The roles and responsibilities of Independent Directors as prescribed in Schedule IV of the Act and/or prescribed in SEBI Listing Regulations forms part of the appointment letters issued to the Independent Directors.

All members of the Board and the Senior Management Personnel have affirmed compliance to the Code as on March 31, 2024. A declaration to this effect, signed by the Managing Director & CEO was placed before the Board. The Board reviewed and took the same on record. The declaration is enclosed with this section as **Annexure A**.

## POLICIES & CODE AS PER SEBI INSIDER TRADING REGULATIONS

In accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated and approved (i) an Insider Trading Code to regulate dealing in the securities of the Company by Designated Persons in compliance with the regulations; and (ii) a Policy for Fair Disclosure of Unpublished Price Sensitive Information.

The Company’s Code of Practice and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is available on Company’s website [https://www.orientcement.com/wp-content/uploads/2019/04/CODE\\_OF\\_CONDUCT\\_OF\\_PRACTICES- AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION.pdf](https://www.orientcement.com/wp-content/uploads/2019/04/CODE_OF_CONDUCT_OF_PRACTICES- AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION.pdf)

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

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. The Company has constituted Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment.

During the year under review, no complaint was received under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## OTHER DISCLOSURES

i The Company is in compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses

(b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations.

- ii Further, there has been no non-compliance in terms of paras (2) to (10) of Part C of Schedule V of the SEBI Listing Regulations.
- iii During the period under review, Company has not raised any funds through preferential allotment or qualified institutions placement.
- iv As noted in the Board’s Report, the Company has no subsidiaries and hence, is not required to formulate policy for determining ‘material’ subsidiaries.
- v During the year under review, there were no loans given to any companies or firms in which directors of the Company are interested.
- vi There is no agreement which either directly or indirectly or potentially or whose purpose and effect may impact the management or control of the Company.

## CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER CERTIFICATION

A certificate signed by the Managing Director & CEO and Chief Financial Officer as stipulated in the Regulation 17(8) of SEBI Listing Regulations certifying the accuracy of Financial Statements and the adequacy of internal controls pertaining to Financial Reporting for the year ended March 31, 2024 was placed before the Board. The Board reviewed and took the same on record. The certificate is enclosed with this section as **Annexure A**.

## CERTIFICATION FROM COMPANY SECRETARY IN PRACTICE

M/s Balika Sharma & Associates, Practicing Company Secretaries, have issued a certificate as required under the SEBI Listing Regulations, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of companies by the SEBI / MCA or any such statutory authority. The certificate is enclosed with this section as **Annexure B**.

## AUDITORS’ CERTIFICATE ON CORPORATE GOVERNANCE

The Statutory Auditor’s certificate on corporate governance is enclosed with this section as **Annexure C**.

By order of the Board of Directors  
**For Orient Cement Limited**

**CK Birla**

Chairman

(DIN 00118473)

Place: New Delhi

Date: May 1, 2024





## Annexure A

### Chief Executive Officer and Chief Financial Officer Certification

To  
The Board of Directors  
**Orient Cement Limited**

We the undersigned, in our respective capacities as Managing Director & CEO and Chief Financial Officer of Orient Cement Limited ("the Company") certify that:

- (a) We have reviewed financial statements and the cash flow statement for the financial year ended March 31, 2024 and that to the best of our knowledge and belief, we state that:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain any statement that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and in compliance with existing accounting standards, applicable laws and regulations.
- (b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting of the Company and have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.
- (d) We have indicated, wherever applicable, to the Auditors and the Audit Committee:
  - (i) significant changes, if any, in internal control over financial reporting during the year;
  - (ii) significant changes, if any, in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over the financial reporting.

**For Orient Cement Limited**

Place: New Delhi  
Date: May 1, 2024

**D. D. Khetrpal**  
Managing Director & CEO  
(DIN 02362633)

**Prakash Chand Jain**  
Chief Financial Officer  
(FCA- F-079601)

### Declaration of the Managing Director and CEO

To,  
The Board of Directors  
**Orient Cement Limited**

In compliance with the requirements of Regulation 34(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby confirmed that all the Board members and the Senior Management Personnel have confirmed compliance with the Company's Code of Conduct for Directors and Senior Management for the financial year ended March 31, 2024.

**For Orient Cement Limited**

Place: New Delhi  
Date: May 1, 2024

**D. D. Khetrpal**  
(Managing Director & CEO)  
(DIN 02362633)

## Annexure B

### Certificate of Non-disqualification of Directors

**Under Regulation 34(3) read with Schedule V (C) (10)(i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

On the basis of the confirmations received from the Directors of Orient Cement Limited (CIN: L26940OR2011PLC013933) having Registered office at Unit VIII, Plot No. 7, Bhoinagar, Bhubaneswar, Odisha-751 012, we hereby confirm that:

As on March 31, 2024, none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

Place: New Delhi  
Date: May 1, 2024

**Balika Sharma & Associates**  
Company Secretaries  
FCS No: 4816 C.P. No : 3222  
UDIN: F004816F000283083



## Annexure C

# Independent Auditors' Certificate on Compliance with the Corporate Governance Requirements Under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Members of **Orient Cement Limited**

1. This certificate is issued in accordance with the terms of our engagement letter dated September 9, 2021.
2. We have examined the compliance of conditions of Corporate Governance by Orient Cement Limited ("the Company"), for the year ended March 31, 2024, as stipulated in regulations 17 to 27, clauses (b) to (i) of regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("Listing Regulations") pursuant to the Listing Agreement of the Company with Stock Exchanges.
6. We conducted our examination of the above corporate governance compliance by the Company in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) and Guidance Note on Certification of Corporate Governance both issued by the Institute of the Chartered Accountants of India (the "ICAI"), in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### Management's Responsibility

3. The compliance of conditions of Corporate Governance as stipulated under the listing regulations is the responsibility of the Company's Management including the preparation and maintenance of all the relevant records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the Listing Regulations.

### Auditors' Responsibility

4. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended March 31, 2024.

### Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

### Restriction on use

10. The certificate is addressed and provided to the Members of the Company solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

**For B S R & Associates LLP**

Chartered Accountants

Firm's Registration No: 116231W/W-10024

**Sagar Lulla**

Partner

Membership No: 137645

UDIN: 24137645BKEUJN1670

Place: New Delhi

Date: May 1, 2024

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Adhering to the BRSR framework, the Company ensures stakeholders have access to clear, reliable, and relevant information about their ESG performance and progress. This transparent communication fosters trust among investors, customers, and the wider stakeholder community, strengthening the Company's reputation as a responsible organization and nurturing lasting relationships with stakeholders who share the collective commitment to a better and more sustainable future.

## Section A: General Disclosures

### I. Details of listed entity

1.	Corporate Identity Number (CIN) of the Company	L26940OR2011PLC013933
2.	Name of the Company	Orient Cement Limited
3.	Year of Incorporation	2011
4.	Registered Office Address	Unit –VIII, Plot No. 7, Bhoinagar, Bhubaneswar-751012, (Odisha)
5.	Corporate Address	5-9-22/57/D, 2nd Floor, GP Birla Centre, Adarsh Nagar, Hyderabad, Telangana – 500063
6.	Email Address	<a href="mailto:prakash.jain@orientcement.com">prakash.jain@orientcement.com</a>
7.	Telephone	91-40-23688600
8.	Website	<a href="http://www.orientcement.com">www.orientcement.com</a>
9.	Financial Year Reported	April 1, 2023- March 31, 2024
10.	Name of the Stock Exchanges where shares are listed	National Stock Exchange of India Limited BSE Limited
11.	Paid-up Capital	Rs. 20,48,68,760/-
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Prakash Chand Jain Chief Financial Officer 040-23688788 <a href="mailto:prakash.jain@orientcement.com">prakash.jain@orientcement.com</a>
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Standalone basis as there is no other entity forming part of the financial statements of the Company.
14.	Name of assurance provider	M/s TUV India Private Limited
15.	Type of assurance obtained	Limited

## II. Products/Services

### 16. Details of business activities (accounting for 90% of the turnover)

Sl. No.	Description of Main Activity	Description of Business Activity	% of turnover of the Company
1	Clinker and Cement Manufacturing	Manufacturing and sale of Cement	99.73

### 17. Products/Services sold by the Company (accounting for 90% of the turnover)

Sl. No.	Product/Service	NIC Code	% of total turnover contributed
1	Clinker and Cement	2394	99.73

## III. Operations

### 18. Number of locations where plants and/or operations/offices of the Company are situated:

Location	Number of plants	Number of offices	Total
National	3	32	35
International		NIL	

### 19. Markets served by the Company

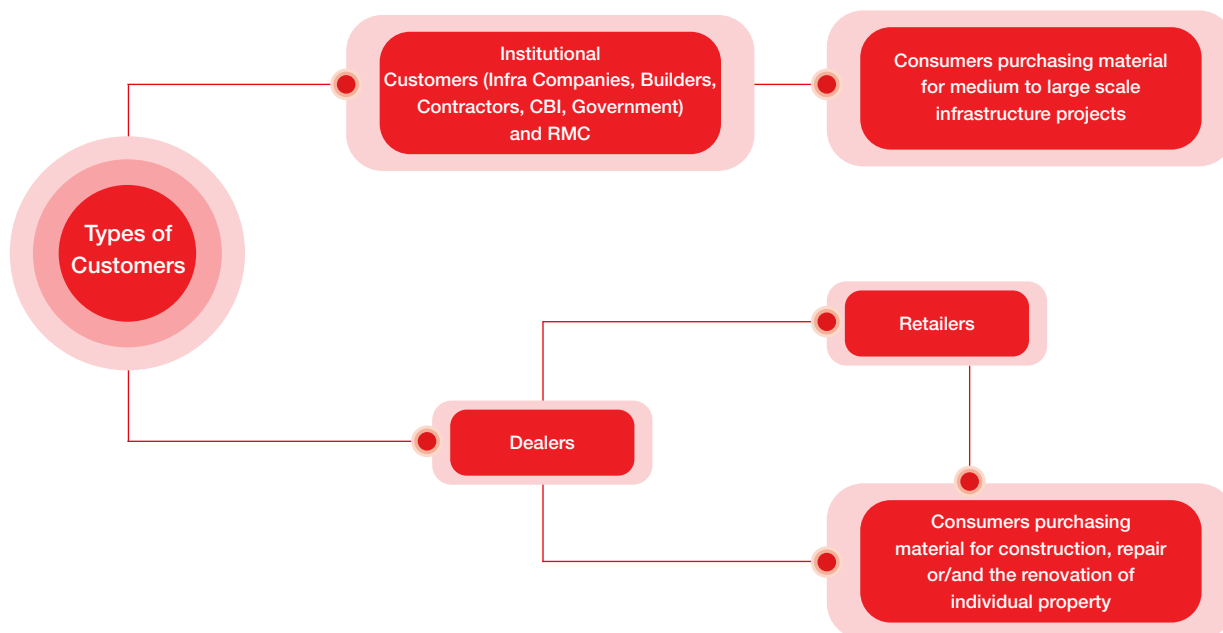
#### a. Number of locations

Locations	Number
National (No. of States)	10
International (No. of Countries)	NIL

#### b. What is the contribution of exports as a percentage of the total turnover of the Company?

Nil. The products are sold only in India.

#### c. Types of customers



**IV. Employees**

**20. Details as at the end of Financial Year, i.e., March 31, 2024**

a. Employees and workers (including differently abled):

Sl. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
<b>Employees</b>						
1.	Permanent (D)	843	815	96.68	28	3.32
2.	Other than Permanent (E)	-	-	0.00	-	0.00
3.	<b>Total employees (D+E)</b>	<b>843</b>	<b>815</b>	<b>96.68</b>	<b>28</b>	<b>3.32</b>
<b>Workers</b>						
4.	Permanent (F)	432	411	95.14	21	4.86
5.	Other than Permanent (G)	3,135	3,016	96.21	119	3.79
6.	<b>Total workers (F+G)</b>	<b>3,567</b>	<b>3,427</b>	<b>96.08</b>	<b>140</b>	<b>3.92</b>

b. Differently abled Employees and workers:

Sl. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
<b>Differently abled employees</b>						
1.	Permanent (D)	2	2	100	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	<b>Total differently abled employees (D+E)</b>	<b>2</b>	<b>2</b>	<b>100</b>	<b>-</b>	<b>-</b>
<b>Differently abled workers</b>						
4.	Permanent (F)	-	-	-	-	-
5.	Other than Permanent (G)	1	-	-	1	100
6.	<b>Total differently abled workers (F+G)</b>	<b>1</b>	<b>-</b>	<b>-</b>	<b>1</b>	<b>100</b>

**21. Participation/Inclusion/Representation of Women**

	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	9	2	22
Key Management Personnel	3	1	33

**22. Turnover rate for permanent employees and workers (disclose trends for the past 3 years)**

Particulars	FY2024			FY2023			FY2022		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	16.84	0.83	17.67	14.85	0.94	15.79	14.45	1.75	16.20
Permanent Workers	2.31	0.00	2.31	4.29	0.23	4.52	4.39	-	4.39

Note: This includes employees/workmen who have retired during the year.

**V. Holding, Subsidiary and Associate Companies (including joint ventures)**

**23. Name of holding/subsidiary/associate companies/joint ventures**

During the financial year 2023-24, the Company had no holding, subsidiary, associate or joint venture company.

**VI. CSR Details**

**24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) **Yes****

(ii) Turnover: **Rs. 3,18,508.98 lacs**

(iii) Net worth: **Rs. 1,74,324.25 lacs**



## VII. Transparency and Disclosure Compliances

### 25. Complaints/Grievances on any of the principles (Principle 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in place (Yes/No) (If yes, then provide weblink for grievance redressal policy)	FY2024			FY2023		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Communities	Yes	Nil	Nil	-	Nil	Nil	-
Investors	Yes	Nil	Nil	-	Nil	Nil	-
(other than shareholders)							
Shareholders	Yes	5	Nil	-	Nil	Nil	-
Employees and workers	<a href="https://www.orientcement.com/wp-content/uploads/2016/05/Whistle-Blower-Policy.pdf">https://www.orientcement.com/wp-content/uploads/2016/05/Whistle-Blower-Policy.pdf</a>	0	0	-	1	0	-
Customers		175	1	under investigation	64	0	-
Value Chain Partners		0	0	-	1	0	-
Others (Anonymous)		0	0	-	2	0	-

### 26. Overview of the Company's material responsible business conduct and sustainability issues pertaining to environment and social matters that present a risk or an opportunity to the business of the Company, rationale for identifying the same approach to adapt or mitigate the risk along with its financial implications, as per the following format:

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Health and safety	Risk	The Company considers its employees and workers to be its most valuable assets. Ensuring their health and safety is the Company's foremost priority.	<p>The Company places extreme importance on safety of its employees by focusing on training, monitoring, proper use of protective equipment &amp; various other initiatives to ensure a safe working place for all its employees.</p> <p>The Company has implemented various measures, including safety champions and an ideas forum for safety.</p> <p>The Company has made improvements by conducting regular inspections and emphasising hazard communication.</p> <p>The Company also organises safety meetings, celebrations and motivational programmes.</p>	Negative

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2	Community development	Opportunity	Maintaining positive relationships with communities has enabled the Company to effectively contribute to social development and lay the foundation for a sustainable business.	<p>Communities are an integral part of the Company's operations, and it is deeply committed to giving back to the society that supports us. Through its Corporate Social Responsibility initiatives, the Company strives to not only contribute to economic growth but also to empower the communities.</p> <p>The Company invests in the areas of education, health, skill development programmes, infrastructure development and environmental projects to foster a vibrant, thriving society that benefits all its team members and stakeholders.</p> <p>CSR activities at all plants have helped it create deeper bonds with the community at large.</p> <p>Please refer Principle-9 of this report and Annexure 3 'Annual Report on CSR' forming a part of the Board's Report for details of the expenses incurred by the Company.</p>	Positive
3	Labour relations	Risk	Maintaining cordial relations with Labour Unions and addressing labour concerns.	<ul style="list-style-type: none"> <li>- The Company has recognised the pivotal role of Labour Unions and fostered harmonious relations with them.</li> <li>- It has also taken proactive steps to resolve concerns that crop up from time to time.</li> </ul>	Negative
4	Energy Security	Opportunity and Risk	<p><u>Risk</u> –</p> <ul style="list-style-type: none"> <li>- High volatility in coal and petcoke availability and prices.</li> <li>- Hazardous wastes require specific safety protocols to be maintained right through their life cycle (that is, transportation, handling and disposal or usage).</li> </ul>	<ul style="list-style-type: none"> <li>- SOPs are meticulously defined and continuously monitored to ensure compliance. Permission from the Pollution Control Board is obtained for the use of hazardous waste.</li> </ul>	Positive





Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
			<ul style="list-style-type: none"> <li>- Changes in legislative norms on waste collection and utilisation.</li> <li>- Process variability caused by the variable chemistry of different alternative raw materials or fuels may impact quality.</li> </ul> <p><u>Opportunity –</u> AFR, including hazardous waste helps mitigate availability of traditional fossil fuels and Pet coke, lowers cost, promotes a circular economy and contributes to sustainability goals.</p>	<ul style="list-style-type: none"> <li>- Continuous efforts are made to address process variability, with robust monitoring mechanisms to safeguard quality standards. Over the years, investments in digitally-enabled monitoring and process optimisation systems have further bolstered these initiatives.</li> <li>- Throughout FY23-24, 18.4% of alternative fuels were co-processed in kilns, while 5.4% were consumed in the Captive Power Plant, effectively substituting fossil fuels, promoting circularity and cost savings.</li> <li>- The Company has installed Waste Heat Recovery System (WHRS) to generate power, significantly reducing the total fossil fuel requirement by utilising waste gases/heat. This has resulted in savings of approximately Rs. 4 crore per month.</li> <li>- Furthermore, additional resources were dedicated to procuring Refuse Derived Fuel (RDF), Plastic waste and locally generated agri-waste to enhance thermal substitution, fostering interdependence with local communities.</li> </ul>	

Sl. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5	Sustainable supply chain	Risk	<p>Surge in the cost of raw materials</p> <ul style="list-style-type: none"> <li>- High dependency on local vendors and sources.</li> <li>- Increased logistics costs due to the rise in fuel prices.</li> <li>- Quality and consistency in the parameters of raw materials is a challenge.</li> <li>- The service provider's adherence to statutory compliances like labour, SHE and more.</li> </ul>	<ul style="list-style-type: none"> <li>- The Company has focused on optimising fuel procurements based on arbitrage and availability, locally as well as globally.</li> <li>- Efforts are ongoing to expand the supplier base with long-term contracts.</li> <li>- Adoption of a Green Logistics Policy, which means exploring and applying reverse logistics wherever possible to minimise dead freight.</li> <li>- A progressive shift from road to rail mode to reduce cost and emissions.</li> <li>- Quality parameters are contractually specified, tracked in-house and strictly enforced.</li> <li>- The EHS policy is an integral part of all service contracts, which is shared with the provider and strictly enforced.</li> </ul>	Negative
6	Climate Change	Opportunity	<p>Rising awareness of climate change has led consumers to deliberately opt for eco-friendly products. This trend presents a revenue growth opportunity for the Company, owing to its broad range of products and commitment to lowering its carbon footprint.</p>	<p>The planet is more stressed than ever owing to rising temperature and carbon footprints. Orient Cement, firmly believes that every individual is responsible for reversing this trend. In line with its vision to build safe and sustainable ecosystems and to offer superior and eco-friendly products to its consumers, the Company has high blended cement usage and has recently introduced Birla. A1 OrientGreen, which has received 'GreenPro' certification by the Confederation of Indian Industry (CII) - Green Products and Services Council. It is a special cement that stays environment-friendly throughout its life cycle.</p>	Positive

## Section B: Management And Process Disclosures



This section describes the structures, policies and processes aligned to nine principles of business responsibility. These briefly are as follows:

- P1** Businesses should conduct and govern themselves with Ethics, Transparency and Accountability
- P2** Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle
- P3** Businesses should promote the wellbeing of all employees
- P4** Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized
- P5** Businesses should respect and promote human rights
- P6** Businesses should respect, protect, and make efforts to restore the environment
- P7** Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner
- P8** Businesses should support inclusive growth and equitable development
- P9** Businesses should engage with and provide value to their customers and consumers in a responsible manner

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9
<b>Policy and management processes</b>										
1.	a. Whether the Company's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Note 1	Yes	Yes	Yes	Yes		Yes	Yes
	b. Has the policy been approved by the Board? (Yes/No)	Note - 3	No	No	Yes	No	No	Note	Yes	No
	c. Weblink of the policies, if available	*	**	-	#	##	***	2	#	-
2.	Whether the Company has translated the policy into procedures. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes		Yes	Yes
3.	Do the enlisted policies extend to the Company's value chain partners? (Yes/No)	Yes	Yes	No	No	No	Yes		No	Yes
4.	Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by the Company and mapped to each principle.	The policies are based on prescribed principles, the Bureau of Indian Standards (BIS), in conformance to the spirit of International Standards, including, ISO 9001, ISO 14001, ISO 27001, ISO 45001, ISO 50001 GRI-standards and ILO principles, GCCA/WBCSD, PAT (Performance, Achieve Trade), NABL and GPTW (Great Place to Work), wherever applicable.								
5.	Specific commitments, goals and targets set by the Company with defined timelines, if any.	The commitments and goals, wherever required, are set by the Company and have been mentioned in the respective principles.								
6.	Performance of the Company against the specific commitments, goals and targets along with reasons, in case the same are not met.	Not applicable								
Note-1: The policy is embedded in the Company's quality, environment, energy, safety policies which, inter alia, relate to safe and sustainable products.										
Note-2: The need for a formal policy was not identified.										
Note-3: The Code of Conduct for Directors and Senior Management and the Whistle Blower Policy of the Company are approved by the Board of Directors of the Company and are signed by the Managing Director and CEO of the Company.										
* <a href="http://www.orientcement.com/wp-content/themes/orient/assets/pdfs/Acrobat-Document.pdf">http://www.orientcement.com/wp-content/themes/orient/assets/pdfs/Acrobat-Document.pdf</a>										
** <a href="http://www.orientcement.com/sustainability/">http://www.orientcement.com/sustainability/</a>										
# <a href="https://www.orientcement.com/wp-content/uploads/2021/05/corporate-social-responsibility-policy.pdf">https://www.orientcement.com/wp-content/uploads/2021/05/corporate-social-responsibility-policy.pdf</a>										
## <a href="http://www.orientcement.com/wp-content/uploads/2018/03/OCL-Human-Rights-Policy.pdf">http://www.orientcement.com/wp-content/uploads/2018/03/OCL-Human-Rights-Policy.pdf</a>										
*** <a href="http://www.orientcement.com/sustainability/">http://www.orientcement.com/sustainability/</a>										

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
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**Governance, leadership and oversight**

7. Statement by Director, responsible for the Business Responsibility Report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure).  
Statement by the Managing Director & CEO highlighting the relevance of sustainability to the organisation is mentioned at page nos. 14 to 16 of this Annual Report of FY24. Please refer page nos. 26-27 of this Annual Report FY24 for ESG achievements of the Company.
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).  
Mr. Desh Deepak Khetrapal  
Managing Director & CEO  
DIN: 02362633
9. Does the Company have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.  
The Managing Director and CEO, Chief Financial Officer, Plant Heads, HR Head, Sales and Marketing Head, Procurement Head, regularly assess the Company's performance in terms of corporate responsibility. The Board evaluates overall performance at least once a year. The KRA of senior management includes the environmental KPI targets, which include lowering operational water use, using alternative fuels & raw materials, and mitigating and controlling the effects of climate change. Every quarter, the Managing Director assesses performance in relation to these KRAs. The Board is updated on developments regarding these metrics.

10. Details of review of NGRBCs by the Company:

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

- |  | P1 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 |
|--|----|----|----|----|----|----|----|----|----|
|--|----|----|----|----|----|----|----|----|----|
11. Has the entity carried out independent assessment /evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide the name of the agency.  
All Company policies are regularly reviewed and updated by respective functional heads, followed by the Board/ Board Committees, as and when required. Policies related to manufacturing, quality, environment, health and safety, energy, and IT are periodically reviewed by relevant certifying agencies

12. If answer to question (1) above is 'No' i.e. not all Principles are covered by a Policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principle material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									Not applicable

## Section C: Principle Wise Performance Disclosure



### Principle 1

#### Businesses should conduct and govern themselves with integrity and in a manner that is Ethical, Transparent and Accountable.

Orient Cement has established a strong and equitable governance framework to uphold ethical values across the Company's culture and safeguard the interests of all stakeholders. The Company's Code of Conduct sets forth objectives, tasks and rules for employees and senior management, which are mandatory for all to follow. This framework emphasises the Company's dedication to adhering to ethical principles and ensures that all employees integrate these principles into their daily practices. Any deviations from the Code of Conduct are promptly addressed with firmness and transparency.

#### SDGs Impact



#### Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors Key Managerial Personnel (KMP)	The Board of Directors and KMPs have attended approximately 12 familiarisation opportunities during the Board meetings and other Committee meetings.	The topics are aligned with the material topics as identified during the stakeholder consultation, including, but not limited to, Business & Financial performance, Corporate Social Responsibility, Enterprise Risk Management, Internal financial controls, Digitisation initiatives, Compliance and Regulatory changes, etc.	100%
Employees other than Board of Directors and KMPs	The employees other than the Board of Directors and KMPs have undergone 214 awareness sessions and training programmes	The topics were aligned with material topics as identified during stakeholder consultation, including, but not limited to, Prevention of Sexual Harassment (POSH), water and energy conservation, IT security, incident investigation, productivity, environment protection, digitisation and fire safety  The topics included capacity building programmes for sales and marketing teams, workplace safety, Hazard Identification and Risk Assessment (HIRA), SAP modules, Technical trainings conducted by the OEMs, ESG Excellence, ISO training programs, Sustainability and behavioural training	POSH, IT -100% Other programs on skill development, productivity, Environment, Sustainability - 77%.
Workers	44 Awareness (all Plants) and 51 Skill Development Programmes at Plants.	Awareness Programmes on Health and Safety and On-skill Development Programmes	Health and Safety- 69% Skill development - 93%

Open house sessions were conducted from time to time by the Managing Director and CEO of the Company. These sessions were conducted on [Workplace@facebook.com](mailto:Workplace@facebook.com) (the Company's internal communication platform) and / or through Zoom with Q&A session and in-person connect with the team members of Hyderabad. During these meetings, the Managing Director and CEO addressed the staff and familiarised them with business updates, developments in the cement industry, obstacles encountered, new initiatives launched on environmental and social fronts to satisfy the Company's commitments, and so on.

Further, the Managing Director and CEO also gave updates on the previous Townhalls, key suggestions and way forward. These sessions were attended by all team members.

The Managing Director and CEO also engages with the team members during his visits to various offices / plants from time to time. In addition to these engagements during the fiscal year, the Plant Leadership Team and Functional Leadership Team organised numerous smaller-group meetings to reinforce key principles, values and policies across levels.

Also, the Company has launched 'Samvaad' - A platform for freewheeling and open dialogue between Sales and Marketing team members along with the President Sales and Marketing. This is designed to foster direct communication, breakdown hierarchical barriers and empower people to speak their mind, ideate, share stories, seek suggestions and achieve success. All the members of the Sales and Marketing teams participate in it.

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

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website)

The Company regularly checks for any risks related to regulatory compliance in its business operations and takes appropriate steps to mitigate these risks. The Company's dedication to regulatory compliance is strengthened by the

online tool 'Kavach'. This tool maps legal requirements to every corporate activity and is overseen by the Company's Head of Legal. There have been no orders or penalties from any regulatory bodies or courts that could adversely affect the Company's future operations.

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

Not applicable

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

The Company's anti-bribery and anti-corruption prevention policy is firmly embedded into its Codes of Conduct, including those for employees, directors, senior management and suppliers. These codes are complemented by the Whistleblower Policy and HR policies and practices.

The Whistleblower Policy delineates the steps necessary for efficient incident reporting. Every complaint received is reviewed by the Audit Committee and the Board of Directors on a quarterly basis. The Company ensures widespread awareness of the Whistleblower procedure and Code of Conduct to facilitate their effective implementation.

The relevant policies can be accessed at <https://orientcement.com/policies/>.

**5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

The Directors, KMPs, employees or workers have not been subjected to any action by law enforcement agencies for charges of bribery or corruption in the current financial year or the previous financial year.

Particulars	FY2024	FY2023
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil



## 6. Details of complaints with regard to conflict of interest

No complaints pertaining to the conflict of interest of Directors and KMPs have been received in the current fiscal year or the previous fiscal year.

Particulars	FY2024		FY2023	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Nil	Nil	Nil

## 7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflict of interest.

Not applicable

## 8. Number of days of accounts payables ((Accounts payable \*365) / Cost of goods/services procured) in the following format:

Particulars	FY2024	FY2023
Number of days of accounts payables	34	30

## 9. Open-ness of business: Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2024	FY 2023
Concentration of Purchases*	a. Purchases from trading houses as % of total purchases	31%	20%
	b. Number of trading houses where purchases are made from	160	118
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	91%	93%
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	45%	51%
	b. Number of dealers / distributors to whom sales are made	2,534	2,743
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	7.23%	7.41%
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	0.008	0.007
	b. Sales (Sales to related parties / Total Sales)	Nil	Nil
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	Nil	Nil
	d. Investments ( Investments in related parties / Total Investments made)	Nil	Nil

(\*) Above data consists of purchases related with traders & dealers only excluding OEM / Direct suppliers from Manufactural and Purchases from related parties.

**Leadership Indicators**

**1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:**

Total number of awareness programmes held	Topics/principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
45 separate programmes (conducted at the plants many times).	Contractors (including their supervisors and workers) attended training sessions on topics such as maintaining inward and outward registers, verifying necessary documents for inward and outward returnable and non-returnable materials, behaviour-based safety and avoiding unsafe practices, limestone mining practices, types of emergencies and threats, electrical safety awareness, firefighting and fire hydrant maintenance, and so on.	Out of a total of 27 high value chain partners, 100% have been trained on all safety-related training, training for security professionals to keep different registers, records and safety, while the others were supplied with function-related training programmes.
25 distinct programmes (conducted in several locations several times)	<p>25 Awareness programmes for channel partners, influencers and customers were implemented with the primary objective of increasing product awareness, good construction practices and learnings from various technical points to ensure suitable building practices.</p> <p>Apart from these 25 distinct programs, Dolphin was promoted for its unique features, benefits and cost savings. A total of 947 demonstrations were conducted at a counter for Dolphin product demonstration. Over 4000 meetings conducted for different influencers. Value-added services such as three health talks were organised for influencers and were conducted by the technical team. The Company offers technical training at plants and conducts health programmes for its value chain partners and their family members.</p>	Almost 85% of the awareness and information building session for masons, architects, engineers, dealers and merchants focused on increasing their product awareness and helping them learn good construction practices.

**2. Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.**

According to the Company’s Code of Conduct, the Directors and the Senior Management are required to take utmost care when participating in any transaction directly or indirectly in which they have a direct or indirect interest that conflicts, or may conflict, with the interests of the Company. They are expected to-

- Avoid conflicts of interest
- Refrain from accepting benefits from third parties
- Disclose interest in a proposed transaction or arrangement (transactional conflicts)
- Declare interest in an existing transaction or arrangement.

Every member of the Board and Senior Management must submit an affirmation of compliance with the provisions of the Code of Conduct annually.





## Principle 2

### Business should provide goods and services in a manner that is sustainable and safe

Orient Cement embraces sustainability as a fundamental principle. Its website serves as a valuable hub for individual house builders (IHBs), offering educational videos, cost estimation tools and insights into Vaastu compliance. These resources empower IHBs to construct eco-friendly dream homes. Notably, Orient Cement's Birla.A1 Premium Cement (PPC) holds the esteemed 'Green Product' certification from the Confederation of Indian Industry (CII) since 2019.

By minimising the environmental impact of its business operations and upholding ethical standards, Orient Cement contributes to a more sustainable and responsible future.

#### SDGs Impact



#### Essential Indicators

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

Segment	FY2024	FY2023	Details of improvements in environmental and social impacts
R & D	0.21%	–	Investments in the Concrete R&D lab
Capex	55.86%	15.90%	<ul style="list-style-type: none"> <li>• Migration towards clean energy</li> <li>• Energy &amp; Fuel security</li> <li>• Reduction of CO<sub>2</sub> emissions</li> <li>• Reduction of vehicular emissions</li> <li>• Reduction of dust emissions</li> <li>• Mitigating the negative environmental footprint by using waste materials as alternative fuels &amp; raw materials</li> </ul>

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

Yes, a constant increase in sustainable sourcing is the primary objective of the Company's sourcing policies and procedures. All supply and service contracts of the Company go through the following processes: vendor selection, vendor on boarding, contract negotiation and award, as well as post-contract support. All vendor and service provider requirements are freely discussed and coordinated to ensure sustainability throughout the sourcing lifecycle.

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

Approximately 55% of input material vendors and suppliers (including those who provide alternative fuels and raw materials) have confirmed compliance with social and environmental standards and have been certified in this regard by the International Organisation for Standardisation. The Company has also increased its usage of rail transportation for cement and raw material shipments. The Company also provides regular safety training for drivers, including those employed by logistics partners.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

Cement is packaged in PP (polypropylene) bags, which produce a set quantity of plastic waste based on sales. In accordance with plastic waste management regulations, the Company collects an equivalent amount of plastic waste from various sources including urban local bodies and co-processes it in the kiln. Also, the Company co-processes the internal plastic packing waste received as fuel in our kiln. E-waste and hazardous garbage are responsibly disposed through authorised recyclers.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Yes, EPR is applicable to Orient Cement Limited. In accordance with the EPR policy, the Company has submitted its plastic waste management action plan to the Central Pollution Control Board.

**Leadership Indicators**

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

During the reporting year, the Company has not carried out Life Cycle Perspective / Assessments (LCA) for its products. However, it is planning to carry out LCA in coming years.

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

This year the Company has not carried out Life Cycle Perspective / Assessments (LCA) for its products. However, the Company's usual rigorous monitoring measures ensure that there are no significant social or environmental concerns.

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material #	
	FY2024	FY2023
Fly Ash, Lime sludge, Iron slag and Chemical Gypsum	16.06%	15.63%

# The above numbers are based on quantity on a mass basis.

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY2024			FY2023		
	Re-used	Recycled	Safely Disposed	Re-used	Recycled	Safely Disposed
Plastics (including packaging)	-	54.38	-	-	-	-
E-waste	-	2.63	-	-	-	-
Hazardous waste	-	60.80	-	17.30	21.00	-
Other waste	-	1,183	-	-	-	-
Battery waste	-	3.94	-	-	20.20	-
Bio-medical waste	-	-	0.15	-	-	0.20

Reused waste consists of used oil, oil-soaked cotton waste and these materials co-processed in the Kiln.

Recycled waste consists of Battery waste, used grease, used oil etc., disposed to authorised recycler.

## 5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category

Reclaimed products and their packaging materials as % of total products sold in respective category

The end product is cement and it is utilised in the form of concrete for construction purposes. Therefore, it cannot be reclaimed. As regard, packaging material, please refer to the essential indicators 3, mentioned above



### Principle 3

#### Business should respect and promote the well-being of all employees, including those in their value chains

The Company offers equal employment opportunities to qualified individuals, guided by fair employment policies. Prioritising worker health and safety, Orient Cement mitigates risks through engineering and management solutions. The Company's philosophy of 'Work Safe-Live Safe' is deeply ingrained in its corporate operations via the Environment, Health and Safety (EHS) policy. Rigorous safety protocols and procedures are implemented across all operational sites, addressing the unique health hazards associated with the cement industry. Mechanised mining operations and standard operating procedures (SOPs) help minimise workplace accidents.

Orient Cement not only prioritises employee well-being but also extends this commitment to their families. Round-the-clock healthcare facilities serve workers and their families near the plant. The 'We Care' initiative, initially a feedback mechanism, has evolved into a comprehensive programme focusing on health, wellness, idea generation and stakeholder engagement.

From induction onward, employees undergo safety training modules. New hires participate in safety induction programmes covering infrastructure, electrical safety, fire prevention, etc. Existing employees benefit from Behaviour-Based Safety Training programmes. Regular safety inspections and audits ensure consistent safety practices across the organisation, involving everyone from leadership to contractual workers and security personnel.

#### SDGs Impact



#### Essential indicators

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

The Company prioritises employee well-being through several people-centric policies. Along with health and accident insurance policies, non-occupational medical and healthcare services are offered to permanent employees and workers. The details are provided below:

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities#	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
<b>Permanent employees</b>											
Male	815	815	100	815	100	-	-	815	100	-	-
Female	28	28	100	28	100	28	100	-	-	28	100
<b>Total</b>	<b>843</b>	<b>843</b>	<b>100</b>	<b>843</b>	<b>100</b>	<b>28</b>	<b>100</b>	<b>815</b>	<b>96.68</b>	<b>28</b>	<b>3.32</b>
<b>Other than Permanent employees</b>											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

# At the plants, members are covered through facilities available at their respective locations. For members based out of office locations (where the number of total employees at each location is very less) the Company has explored tie-ups with professional facility partners.

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

Category	Total (A)	% of workers covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
<b>Permanent Workers</b>											
Male	411	411	100	411	100	-	-	-	-	-	-
Female	21	21	100	21	100	21	100	-	-	21	100
<b>Total</b>	<b>432</b>	<b>432</b>	<b>100</b>	<b>432</b>	<b>100</b>	<b>21</b>	<b>4.86</b>	<b>-</b>	<b>-</b>	<b>21</b>	<b>4.86</b>
<b>Other than Permanent Workers</b>											
Male	3,016	3,016	100	3,016	100	-	-	-	-	-	-
Female	119	119	100	119	100	119	100	-	-	119	100
<b>Total</b>	<b>3,135</b>	<b>3,135</b>	<b>100</b>	<b>3,135</b>	<b>100</b>	<b>119</b>	<b>3.80</b>	<b>-</b>	<b>-</b>	<b>119</b>	<b>3.80</b>

**c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –**

Particulars	FY 2024	FY 2023
Cost incurred on well- being measures as a % of total revenue of the company	0.07%	0.06%

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

The Company also offers provisions for PF, Gratuity and ESI to the employees and the details are provided below:

Benefits	FY2024			FY2023		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Y	100	100	Y
Gratuity	100	100	Y	100	100	Y
ESI*	-	100	Y	0.1	100	Y
Others- please specify	-	-	-	-	-	-

\*In FY 23 we had only 1 member covered under ESI while in FY 24 there are no members covered.

**3. Accessibility of workplaces**

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

Yes, the Company offices are made accessible through ramps, lifts and more, wherever required and the facility of western restrooms is available across all the operational sites.

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

The equal opportunity policy is embedded into the Code of Conduct policy of the Company, which can be accessed via this link: <https://www.orientcement.com/wp-content/themes/orient/assets/pdfs/Acrobat-Document.pdf>. The Code of Conduct is shared with all the employees as a part of their induction programme.



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

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention Rate	Return to work rate	Retention Rate
Male	100%	100%	No permanent worker availed parental leave.	
Female	100%	100%		
<b>Total</b>	<b>100%</b>	<b>100%</b>		

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

Particulars	Yes/No (If yes, then give details of the mechanism in brief)
Permanent workers	Yes
Other than permanent workers	Yes
Permanent employees	Yes
Other than permanent employees	Yes

Orient Cement's open-door policy provides opportunities for employees to freely communicate their concerns. Mentioned here are a few initiatives taken by the Company to ensure a conducive working environment.

### • WE CARE Platform:

- ▶ Employees have the opportunity to express their concerns, ideas and proposals on the WE CARE platform.
- ▶ Regular updates are provided to employees regarding the progress of issues forwarded through '[wecare@orientcement.com](mailto:wecare@orientcement.com)'.
- ▶ During the reporting period, four replies were sent via the WE CARE platform; all of which were addressed promptly.

### • POSH (Prevention of Sexual Harassment):

- ▶ Orient Cement has formulated a policy to ensure the safety of team members at the workplace, even when they are performing official work outside the base location.

- ▶ A dedicated internal committee has been established to address any issues raised by team members.
- ▶ The Company conducts awareness sessions and has launched an e-learning module to enhance understanding of the POSH policy.

### • Whistle-blower Policy:

- ▶ This policy enables both internal team members and external stakeholders to raise concerns.
  - ▶ The Whistle Blower Committee, led by the Managing Director and CEO, the Chief Financial Officer and the Chief HR Officer, addresses these concerns.
  - ▶ All matters reported during the financial year were thoroughly investigated and necessary actions were taken. The findings were then reported to the Audit Committee and the Board of Directors.
- Orient Cement provides channels for employees and workers to report grievances or suggestions. They can reach out to their respective locational HR and functional heads. The Company ensures that grievances are addressed following the defined grievance redressal procedure.
  - To foster effective communication, Orient Cement conducts various programmes, including P-Connect, Coffee with Leaders and Town Halls. These platforms enable employees to express their concerns to both team members and top management. All raised points are addressed and the concerned individuals and teams are kept updated, facilitating swift resolution.

**7. Membership of employees and workers in association(s) or Unions recognised by the listed entity:**

None of the permanent employees are the members of any Association(s) or Union(s) recognised by Orient Cement. However, the men and women workers at Devapur Plant of the Company are part of a workers' union recognised by an authorised entity. The details of such membership/s are provided below:

Category	FY2024			FY2023		
	Total employees/ workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	%(B/A)	Total employees/ workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	%(D/C)
<b>Total Permanent Employees</b>	NIL	NIL	NIL	NIL	NIL	NIL
- Male	NIL	NIL	NIL	NIL	NIL	NIL
- Female	NIL	NIL	NIL	NIL	NIL	NIL
<b>Total Permanent Workers</b>	268	268	100	271	271	100
- Male	249	249	100	258	258	100
- Female	19	19	100	13	13	100

**8. Details of training given to employees and workers:**

Training is an important aspect of talent and skill development. Therefore, the Company conducts various programmes to meet these requirements throughout the year. The details are provided below:

Category	FY2024					FY2023				
	Total (A)	On health and safety measures		On skill upgradation		Total (D)	On health and safety measures		On skill upgradation	
		No. (B)	%(B/A)	No. (C)	%(C/A)		No. (E)	%(E/D)	No. (F)	%(F/D)
<b>Employees</b>										
Male	815	665	82	626	77	825	651	79	645	78
Female	28	27	96	19	68	30	23	77	17	57
<b>Total</b>	<b>843</b>	<b>692</b>	<b>82</b>	<b>645</b>	<b>77</b>	<b>855</b>	<b>674</b>	<b>79</b>	<b>662</b>	<b>78</b>
<b>Workers</b>										
Male	411	298	73	399	97	405	390	96	250	62
Female	21	2	10	2	10	15	15	100	12	80
<b>Total</b>	<b>432</b>	<b>300</b>	<b>69</b>	<b>401</b>	<b>93</b>	<b>420</b>	<b>405</b>	<b>96</b>	<b>262</b>	<b>62</b>



## 9. Details of performance and career development reviews of employees and workers:

Performance reviews are conducted twice a year, along with yearly career development reviews. For workmen, performance and development reviews are conducted yearly and rewards are linked to skills and performance. The details are provided below:

Category	FY2024			FY2023		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
<b>Employees</b>						
Male	815	815	100	825	825	100
Female	28	28	100	30	30	100
<b>Total</b>	<b>843</b>	<b>843</b>	<b>100</b>	<b>855</b>	<b>855</b>	<b>100</b>
<b>Workers #</b>						
Male	411	376	91.48	405	349	86.17
Female	21	10	47.62	15	9	60
<b>Total</b>	<b>432</b>	<b>386</b>	<b>89.35</b>	<b>420</b>	<b>358</b>	<b>85.24</b>

\*Note: (1) Performance Reviews are conducted for all non-unionised workmen on an yearly basis.

(2) Unionised workmen who have spent at least five years in a particular grade/trade are reviewed along with HODs on a yearly basis.

## 10. Health and Safety Management System:

At Orient Cement, vigilance is incorporated into the Company's operations, to continually ensure the health and safety of all its employees. The Company's commitment to safe and sustainable working conditions is highlighted by its philosophy of 'Work Safe-Live Safe' and its Corporate Environment, Health & Safety (EHS) Policy. To ascertain the well-being of its employees, the Company has implemented stringent safety protocols and procedures, which are implemented across all its operational sites.

The Company also organises safety toolbox talks and awareness sessions at every site before work permit issuance. Its employees have access to detailed information on all safety protocols through the Company's Corporate Safety Manual and safety trainings, which are conducted at various stages. Annual medical examinations are being organised for all employees to monitor health status in accordance with guidelines.

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

Yes, all Orient Cement manufacturing plants have adopted ISO 45001 - the Occupational, Health, and Safety Management System. The scope of certification includes product manufacturing and supply.

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

To ensure that mandated safety standards are followed, teams visit workplaces and areas to check and assess any hazard that could endanger personnel. Toolbox lectures enable teams to communicate with workers and explain the hazards and risks associated with

assigned jobs. The Company also has a Hazard Identification and Risk Assessment (HIRA) process in place, which includes identifying existing as well as potential routine and non-routine workplace hazards, as well as conducting periodic risk assessments and establishing and implementing a hierarchy of controls to ensure safe operations. The HIRA registry covers hazards such as working at heights, working in tight spaces, heated work, conveyor belts as well as inadequate guarding and maintenance.

### c. Whether you have processes for workers to report work related hazards and to remove themselves from such risks. (Y/N)

Yes, in addition to implementing safety measures, the Company encourages its employees and workers to report workplace hazard, near misses, unsafe acts and so on. During the daily toolbox meetings, personnel can report any work-related dangers they encounter while executing their duties with the in-charge and suitable actions are taken to mitigate them. The process has been strengthened further to include corrective and preventive steps that protect employees from potential threats.

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

Yes, in addition to health and accident insurance plans and hospital tie-ups, the Company's Health Centres provide non-occupational medical and healthcare services to permanent employees and workers stationed at their individual factories. In addition to health and accident insurance plans, the Company has hospital affiliations that cover all medical needs for cross-country team members.

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

Safety Incident /Number	Category*	FY 2024	FY 2023
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees		
	Workers		
Total recordable work-related injuries	Employees		
	Workers		
No. of fatalities	Employees		NIL
	Workers		
High consequence work-related injury or ill-health (excluding fatalities)	Employees		
	Workers		

\*Including contract work force.

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

The Company implements various measures to ensure a safe and healthy workplace. Few of the measures are as mentioned below:

- Various safety trainings and awareness programmes are organised across operations, like HIRA (Hazard Identification and Risk Assessment), energy isolation, excavation and scaffolding safety, emergency preparedness, mock drills for fire safety, handling of AFR materials, maintenance of safety data sheets, work in confined spaces, mining safety and so on. Trainings on lifting tools and tackles, power tools, electrical safety, road safety, railway safety and behaviour-based safety and work at height safety are provided by the Company. Cardinal Rules are also shared during these safety trainings and awareness programmes.
- The Company has designated teams to monitor the activities to ensure all safety protocols are followed.
- Across the plants of Orient Cement, an 'Applause' programme is followed, wherein employees and workmen are felicitated for sharing the best ideas, the highest number of near-miss incidents, initiatives for environmental improvement and energy efficiency. A reward for 'Safety Employee of the Month' and 'Star of the Month' is also given.

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

The Company did not receive any complaints from employees and workers during the current reporting period. The details are provided below:

Category	FY2024			FY2023		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Working Conditions			—			—
Health & Safety	NIL		—	NIL		—

14. Assessments for the year:

Internal and external agencies perform periodic assessments of health and safety procedures. The ISO certification agencies—M/s DNV GL (Det Norske Veritas, Germanischer Lloyd) and M/s BSI—British Standards Institution—conduct periodic (half-yearly) assessments on health and safety practices across all facilities and offices. The company welcomes visits from statutory authorities.

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

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

A hierarchy of controls and a variety of safety protocols have been implemented to eliminate hazards and ensure the safety of team members and the workplace. As a proactive measure, various incidents from the cement industry and other industries are collected, analysed and a detailed presentation on key lessons learned is prepared and distributed to all plants to assist them in learning, assessing, and taking necessary corrective and preventive actions. Safety vigilance has also been increased.



All leading and lagging indicators are gathered and corrective and preventative measures are planned and implemented throughout the operations. A variety of activities were carried out throughout the workplaces, including workplace safety inspections, safety toolbox presentations and awareness seminars.

The Company conducts annual medical examinations, provides free medical treatment, organises medical camps and runs awareness campaigns on a variety of topics (sanitation, AIDS, the environment, heat stress management, HIRA and so on).

### Leadership Indicators

**1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).**

The Company extends its Group Personal Accident Policy and Employee Deposit-Linked Insurance Policy for any unfortunate event/s to all permanent employees and permanent workers to support the aggrieved family.

**2. Provide the measures undertaken by the entity to ensure payment of statutory dues by the value chain partners.**

Contracts executed by the Company with value chain partners contain 'Standard Terms and Conditions,' which bind the value chain partners to ensure payment of statutory dues, including but not limited to payment of 'Taxes and Duties', 'Compliance with Laws', 'Compliance with Statutory Obligations', 'Indemnification', 'Audit Provisions' and so on. These contractual duties are reviewed on a regular basis to ensure that the value chain partners pay and comply with statutory dues such as PF, gratuity, insurance, and taxes.

**3. Provide the number of employees/workers having suffered grave consequences due to work-related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

Particulars	Total No. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2024	FY 2023	FY 2024	FY 2023
Employees	NIL	NIL	NIL	NIL
Workers	NIL	NIL	NIL	NIL

**4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment?**

(Yes/ No) – No

**5. Details on assessment of value chain partners:**

Particulars	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices Working Conditions	Within the Company's value chain, 62% of its partners consist of Public Sector Undertakings (PSUs), Electronics Manufacturing Services (EMS), and Original Equipment Manufacturers (OEMs). These vendors uphold sustainable practices, minimizing environmental impact, and ensuring safe working conditions. Additionally, the Company is actively reviewing their sustainability disclosures to monitor performance

**6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

An assessment of the health and safety practices of the value chain partners has not been conducted. However, the Company intends to carry out this assessment in the upcoming years.

**Principle 4**

**Business should respect the interests of and be responsive to all its stakeholders**

Orient Cement remains deeply dedicated to meeting the expectations of its diverse stakeholder community, including customers, suppliers, regulatory bodies, investors and employees. The Company values transparency and encourages continuous dialogue to nurture long-term relationships with its stakeholders. During the financial year 2023-24, Orient Cement extensively engaged with stakeholders to gather their feedback.

Following a systematic approach, the Company ensures ongoing communication and collaboration, effectively addressing concerns and gathering feedback. It particularly engages with vulnerable stakeholders impacted by its operations to understand their needs and address their challenges.

**SDGs Impact**



**Essential Indicators**

**1. Describe the processes for identifying key stakeholder groups of the Company.**

Stakeholder mapping occurs at various levels within the Company, encompassing plant locations, sales offices, central and state regulatory bodies, nodal agencies, key customers, channel partners, shareholders, financiers and the investor community.

The Company follows a hybrid approach in this regard, involving decentralising local stakeholder identification, engagement and is overseen by the executive leadership team. Stakeholders associated with central and state regulatory bodies, as well as other nodal agencies, are overseen by executive team members. Shareholder, financier and investor interactions are primarily centralised and are overseen by the Investor Relations team, reporting to the Managing Director and CEO and the Chief Financial Officer. Sales teams, guided by the President-Sales and Marketing and the Managing Director and CEO, handle customer and channel partner relationships.

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

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly /others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Regulatory bodies/ Government/ Industry Associations	No	<ul style="list-style-type: none"> <li>- Dialogue with regulators and Government authorities</li> <li>- Mandatory filings</li> <li>- Policy advocacy</li> <li>- Newspapers, Email, social media, Website</li> </ul>	Ongoing	Compliance-related requirements such as the filing of periodic returns, reports, payment of taxes, and more, including compliance in view of change in the regulations, future regulations
Legal/ Auditors/ Consultants/ other third party	No	Written and verbal communication	Ongoing	Compliance with legal requirements, advice on business, legal, tax and environment-related issues.

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly /others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders and Investors	No	<ul style="list-style-type: none"> <li>- Annual General Meeting</li> <li>- Annual Report</li> <li>- Quarterly Results submission to the Stock Exchanges</li> <li>- Quarterly Investor and Analyst presentations</li> <li>- Periodic Stock Exchange announcements and communications</li> <li>- Website of the Company</li> </ul>	<ul style="list-style-type: none"> <li>Yearly</li> <li>Yearly</li> <li>Quarterly</li> <li>Quarterly</li> <li>Ongoing</li> <li>Ongoing</li> </ul>	Financial performance and business updates, Sustainability, Market Outlook, Risk Management, Corporate Governance
Vendors/ Suppliers/ Contractors/ Sellers	No	<ul style="list-style-type: none"> <li>- Review meetings</li> <li>- Vendor interactions</li> <li>- Supplier meets</li> <li>- Plant visits</li> <li>- Workshops</li> <li>- Training Sessions</li> </ul>	Ongoing	To maintain ethical and responsible business practices, it is imperative to establish clear expectations and obligations for all parties involved and ensure that vendors and suppliers adhere to laws prohibiting practices like child labour.
Customers	No	<ul style="list-style-type: none"> <li>- Company website</li> <li>- Product campaigns</li> <li>- Customer visits</li> <li>- Customer feedbacks</li> <li>- Surveys</li> <li>- Social media</li> </ul>	Ongoing	Promote and grow business by educating them about the products, services and new initiatives (if any). Understanding their expectations about products and services. The Company also conducts Brand Satisfaction Survey to gauge client contentment.
Local Communities	Yes*	<ul style="list-style-type: none"> <li>- Physical visits</li> <li>- Community meetings</li> <li>- Surveys</li> <li>- Grievance redressal</li> </ul>	Ongoing	To build community support and focus on community growth.
Employees	No	<ul style="list-style-type: none"> <li>- Internal communication platforms</li> <li>- Townhalls</li> <li>- Training courses</li> <li>- Performance reviews</li> <li>- Grievance redressal</li> <li>- Website: <a href="mailto:workplace@facebook.com">workplace@facebook.com</a></li> </ul>	<ul style="list-style-type: none"> <li>Ongoing</li> <li>Ongoing</li> <li>Ongoing</li> <li>Half-yearly</li> <li>Ongoing</li> <li>Ongoing</li> </ul>	Enhancing efficiency and productivity. Imparting training through regular programmes; increasing awareness of all aspects of the business (codes, values, and more). The Company has established CEO and the Chairman's circle for grooming future leaders.
Management/ Board	No	<ul style="list-style-type: none"> <li>- Reviews and meetings</li> <li>- Circulation of various Reports and data</li> <li>- Review of Policies</li> </ul>	<ul style="list-style-type: none"> <li>Board meetings with defined frequency. Regular monthly review meetings.</li> </ul>	To meet the highest standards of governance. Guidance on smooth operations, improving efficiency and productivity

Stakeholder Group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Emails, SMS, Newspapers, Pamphlets, Advertisements, Community Meetings, Notice Board, Website, Others)	Frequency of engagement (Annually, Half yearly, quarterly /others- please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Media/NGOs	No	<ul style="list-style-type: none"> <li>- Media interactions</li> <li>- Media releases, Branding and Marketing Initiatives, Quarterly/ Annual Results</li> </ul>	Ongoing	Maintaining quality standards, health, well-being and inclusive growth in the community.

\*Yes, Orient Cement has identified the disadvantaged, vulnerable and marginalised stakeholders in its areas of operation. It includes, among others, people affected by its projects, land sellers and local residents. Orient Cement undertakes conscious efforts to engage with such stakeholders, identify their needs and concerns and address issues appropriately. Based on their needs, the Company engages in initiatives related to healthcare, education, skill development, infrastructure development, provision for safe drinking water and sanitation, sustainable livelihoods, and more. To achieve these objectives, the Company also has in place a strong CSR policy.

**Leadership Indicators**

**1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

Stakeholder mapping is undertaken at various levels, covering the Company’s plant locations, sales locations, central and state regulatory bodies, other nodal agencies, key customers and channel partners, shareholders, financiers and the investor community. The Company follows a hybrid policy where identification and engagement of local stakeholders are largely decentralised but with a level of central oversight by the executive leadership team.

On the other hand, stakeholders representing central and state regulatory bodies and other nodal agencies are identified and managed by the respective members of the executive team with assistance from the liaison team. Identification and engagement with shareholders, financiers and investors are largely centralised and managed by the Investor Relations team under the supervision of the Managing Director and CEO and the Chief Financial Officer. Customer and channel partner relationships are largely handled by the sales teams, duly guided by the President-Sales and Marketing and the Managing Director and CEO.

Further the Company conducts periodical materiality assessments. Stakeholder evaluation was conducted in adherence to the Principles of Global Reporting Initiatives to identify the Company’s most important economic, environmental and social challenges. The identification of material issues is based on stakeholder engagement data, global and sectoral sustainability trends and other criteria. The comprehensive materiality evaluation assists the Company in prioritising strategies, policies and action plans in alignment

with economic, environmental and social repercussions. The Risk Management Committee also considers the identification and mitigation of material risks, known as Risks that Matter (RTMs). This Committee reviews all RTM and communicates them to the Board every quarter for effective monitoring and mitigation. The risk identification method considers environmental, economic and social topics, as well as their evolution, to determine whether particular factors may be classified as RTM for proper monitoring and mitigation.

**2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

Yes. During the project’s conceptual stage (i.e. environmental clearance stage), environmental and social concerns were initially identified, including engagement with local communities. Further, ongoing interactions involve designing and implementing various initiatives such as skill development programmes, beautician and tailoring courses for women, provision of sewing machines, motor vehicle driving courses for youth and support for self-help organisations. Community collaboration on environmental matters, such as water-related issues, remained the Company’s priority. Feedback received from these interactions are considered while designing the development of the Company’s future Corporate Social Responsibility (CSR) programmes.

**3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

Yes. As mentioned in question 2 above, a variety of tailored programmes and measures are conducted to address the needs of one of the most vulnerable stakeholder groups, women.



## Principle 5

### Business should respect and promote human rights

Orient cement ensures employee well-being and dignity through comprehensive policies and proactive measures. The Company prioritises the well-being and dignity of its employees by preventing sexual harassment, child labour, forced work, etc. Regular training ensures that all staff, including permanent and non-permanent workers, understand human rights policies and legal compliance. Transparent remuneration practices guarantee equitable pay for both genders, contractors, suppliers and communities.

The Company's core values, 'Respect for All' and 'Celebrate Diversity,' embrace individuals of diverse backgrounds. Upholding human rights is integral to Orient Cement's ethos. Robust policies, including a Whistleblower Policy and a POSH Committee, further prevent violations. Clauses in business agreements reinforce ethical conduct and assessments of value chain partners enhance safeguards.

### SDGs Impact



### Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Training sessions are periodically conducted to make the employees and workers aware of the Company policies.

Category	FY2024			FY2023		
	Total (A)	No. of employees /workers covered (B)	% (B/A)	Total (C)	No. of employees /workers covered (D)	% (D/C)
<b>Employees</b>						
Permanent	843	843	100	855	855	100
Other than Permanent	-	-	-	-	-	-
<b>Total Employees</b>	<b>843</b>	<b>843</b>	<b>100</b>	<b>855</b>	<b>855</b>	<b>100</b>
<b>Workers</b>						
Permanent	432	432	100	420	420	100
Other than Permanent	3,135	2,326	74	3,267	2,353	72
<b>Total Workers</b>	<b>3,567</b>	<b>2,758</b>	<b>77</b>	<b>3,687</b>	<b>2,773</b>	<b>75</b>

Note: All aspects of Prevention of Sexual Harassment (POSH), Child Labour, legal compliances, customer orientation, diversity and equal opportunities to all the Company's employees in Management Staff were covered. In case of workmen, the Company has covered the aspects of POSH, Child Labour and other labour related awareness programmes as part of its Gate meetings / toolbox talks.

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

The Company follows the minimum wage regulations notified in its area of operations. During the reporting period, the Company paid more than the minimum wage to all of its permanent and non-permanent employees as well as permanent workers. The non-permanent workers were paid an amount equal to the minimum wage applicable in respective states. The details are provided below:

	FY2024					FY2023				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Employees</b>										
<b>Permanent</b>	843	-	-	843	100	855	-	-	855	100
Male	815	-	-	815	100	825	-	-	825	100
Female	28	-	-	28	100	30	-	-	30	100
<b>Other than Permanent</b>	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
<b>Workers</b>										
<b>Permanent</b>	432	-	-	432	100	420	-	-	420	100
Male	411	-	-	411	100	405	-	-	405	100
Female	21	-	-	21	100	15	-	-	15	100
<b>Other than Permanent</b>	3,135	3,135	100	-	-	3,267	3,267	100	-	-
Male	3,016	3,016	100	-	-	3,147	3,147	100	-	-
Female	119	119	100	-	-	120	120	100	-	-

3. Details of remuneration/salary/wages:

a. The details are provided below:

Particulars	Male		Female	
	Number	Median remuneration/ salary/wages of respective category	Number	Median remuneration/ salary/wages of respective category
Board of Directors (BoD)	7	Please refer Annexure 3 of	2	Please refer Annexure 3 of
Key Managerial Personnel (KMP)	2	Board's Report of FY 24	1	Board's Report of FY 24
Employees other than BoD and KMP	813	10,39,440	27	7,54,512
Workers	411	6,39,252	21	6,35,760

b. Gross wages paid to females as % of total wages paid by the entity:

Particulars	FY 2024	FY 2023
Gross wages paid to females as % of total wages	2.81%	3.30%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

At present, there is no focal point in charge of resolving human rights problems. Consideration is being given to establishing focal points at both the corporate and individual plant levels in the coming years. However, strict precautions are taken to ensure that there are no human rights breaches in the sphere of influence. The Company prioritises encouraging the creation of and providing opportunities for gainful employment to people with disabilities in accordance with policies that promote equal opportunity for all without discrimination, as well as zero tolerance for any instance of child labour or forced or involuntary labour, including that of contractors, subcontractors, and vendors.

The Company also emphasises looking after the marginalized section of society. A POSH Committee is in place, which oversees activities, organises trainings and conducts investigations to reduce anomalies in larger premises such as plants. Concerns or

grievances can also be filed by email under the Whistleblower policy and the 'WE CARE' programme. Concerns about human rights in the organisation are addressed by the Senior Vice President, the Chief HR Officer and the Managing Director and CEO.

**5. Describe the internal mechanisms in place to redress grievances related to human rights issues.**

As previously stated, the right is granted to all employees to file complaints or express concerns and grievances via email, in line with the Company's whistleblower policy and the 'WE CARE' campaign. Human rights concerns within the organisation are addressed by the Chief HR Officer, the Managing Director and the CEO. According to the POSH Policy, each sexual harassment allegation is handled by the Committee with the utmost confidentiality and priority. A register is maintained by the Committee to endorse received complaints and, if preferred, the contents are kept confidential, except for the purpose of discreet investigation.

Detailed mechanism of the Company's Whistle Blower Policy is available at - <https://www.orientcement.com/wp-content/uploads/2016/05/Whistle-Blower-Policy.pdf>

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

The details are provided below:

Category	FY2024			FY2023		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual Harassment	Nil	Nil	-	Nil	Nil	-
Discrimination at workplace	Nil	Nil	-	Nil	Nil	-
Child Labour	Nil	Nil	-	Nil	Nil	-
Forced Labour/Involuntary Labour	Nil	Nil	-	Nil	Nil	-
Wages	Nil	Nil	-	Nil	Nil	-
Other Human rights related issues	Nil	Nil	-	Nil	Nil	-

**7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:**

Particulars	FY2024	FY2023
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees / workers	Nil	Nil
Complaints on POSH upheld	Nil	Nil

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

Please refer response to question number 5 above.

**9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

Yes, it is explicitly stated in all business agreements and contracts that all statutory responsibilities relevant at the place of employment must be followed.

**10. Assessment for the year:**

Particulars	% of the Company's plants and offices that were assessed (by the Company or statutory authorities or third parties)
Child Labour	100
Forced Labour/Involuntary Labour	100
Sexual Harassment	100
Discrimination at workplace	100
Wages	100
Other- please specify	Nil

Note: The Internal Auditors conduct assessments wherever required as per their audit schedule i.e., Half yearly. Additionally, assessments are also carried out by the respective Government authorities and the Company has not received any non-compliance report. Secretarial Auditors also conduct annual audit on the above stated laws.

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

No instances or grievances relating to child labour, forced labour and/or involuntary labour, sexual harassment, discrimination at the workplace, wages, among others, have been noted or reported during the year. Various awareness and e-learning sessions are regularly held to educate all employees and workers on the subject.

**Leadership Indicators**

1. **Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

The Company has not received any grievances / complaints on human rights violations. Hence, no business modifications were required.

2. **Details of the scope and coverage of any Human rights due diligence conducted.**

The Company has not received any grievances / complaints on human rights violations. Hence, no due diligence was required.

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes

4. **Details on assessment of value chain partners:**

Particulars	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	During the reporting year, no formal evaluation has been conducted. The assessment may be progressively undertaken in the forthcoming years. However, rigorous monitoring is consistently maintained.
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	
Wages	
Others – please specify	

5. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.**

During the current year no assessment has been undertaken. The Company may carry out the assessment progressively in the coming years and will take necessary corrective actions as and when required.



**Principle 6**

**Business should respect and make efforts to protect and restore the environment.**

Orient Cement is committed to environmental preservation. Led by a vision of achieving Net Zero Carbon emissions by 2070, the Company integrates sustainability into its core operations. Rigorous adherence to environmental regulations and innovative measures underscores its responsible approach. By championing the circular economy, Orient Cement minimises its ecological footprint. Resource efficiency and operational impact mitigation are also integral to the Company’s ethos. The Company’s initiatives span energy efficiency, renewable adoption, waste management and emissions reduction. Transparent reporting and regulatory compliance demonstrate responsible stewardship. Initiatives like waste heat recovery and zero liquid discharge exemplify Orient Cement’s dedication to a greener future. Independent assurance further ensure accountability and drive continual improvement.

**SDGs Impact**





## Essential Indicators

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

Parameter	FY 2024	FY 2023
<b>From renewable sources</b>		
Total electricity consumption (A)	241.27 TJ	188.4 TJ
Total fuel consumption (B)	963.00 TJ	417.2 TJ
Energy consumption sources (C)	-	-
<b>Total energy consumed from renewable sources (A+B+C)</b>	<b>1204.27 TJ</b>	<b>605.6 TJ</b>
<b>From non-renewable sources</b>		
Total electricity consumption (D)	1139.91 TJ	1132.9 TJ
Total fuel consumption (E)	17002 TJ	16834.0 TJ
Energy consumption sources (F)	0.18 TJ	-
<b>Total energy consumed from non-renewable sources (D+E+F)</b>	<b>18142.09</b>	<b>17966.9 TJ</b>
<b>Total energy consumed (A+B+C+D+E+F)</b>	<b>19346.35</b>	<b>18572.50</b>
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	0.0000006074 TJ	0.0000006798 TJ
<b>Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total energy consumed / Revenue from operations adjusted for PPP)	0.0000001680 TJ	0.0000001853 TJ
<b>Energy intensity in terms of physical output</b>	0.601 TJ	0.601 TJ
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, M/s. TUV India Private Limited has conducted the Limited Assurance.

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

Yes, the sites and facilities of Devapur, Chittapur and Jalgaon plants are Designated Consumers (DCs) under Perform, Achieve and Trade (PAT) scheme. Targets under the PAT scheme have been achieved.

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

Parameter	FY2024**	FY 2023
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	3,720	14,82,807
(ii) Groundwater	17,897	15,714
(iii) Third party water	25,268	28,629
(iv) Seawater / desalinated water	0	Nil
(v) Others (harvested in mines)	12,22,008	Nil
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	<b>12,68,893</b>	<b>15,27,150</b>
<b>Total volume of water consumption (in kilolitres)</b>	<b>12,68,893</b>	<b>15,27,150</b>
<b>Water intensity per rupee of turnover</b> (Total water consumption / Revenue from operations)	0.040	0.052
<b>Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total water consumption / Revenue from operations adjusted for PPP)	0.011	0.015
<b>Water intensity in terms of physical output</b>		
Water intensity (optional) – the relevant metric may be selected by the entity	-	-

\*water consumption includes water for both the Cement Plant and CPP

\*\* During the year 2023-24, the categorisation of water types changed as per the regulations issued by Telangana State Government, which resulted in the water from Jack Wells and mines being reclassified as ground water.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, M/s. TUV India Private Limited has conducted the Limited Assurance. An independent water assurance was also conducted by M/s. TUV India Private Limited

4. Provide the following details related to water discharged:

Parameter	FY 2024	FY 2023
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
(i) To Surface water		
- No treatment		
- With treatment – please specify level of treatment		
(ii) To Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) To Seawater		
- No treatment		
- With treatment – please specify level of treatment	None	
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
<b>Total water discharged (in kilolitres)</b>		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, M/s. TUV India Private Limited has conducted the Limited Assurance. An independent water assurance was also conducted by M/s. TUV India Private Limited

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

Yes, Orient Cement ensures Zero Liquid Discharge across all its plants, safeguarding water bodies and habitats from any adverse impact due to water discharge or runoff. The wastewater generated during Captive Power Plant operations undergoes treatment at a Effluent Treatment Plant. Subsequently, the treated water is repurposed for dust suppression and greenery development.

6. Please provide details of air emissions (other than GHG emissions) by the Company, in the following format:

The Company strives to reduce emissions from its areas of operation through mechanisms for continuous monitoring of air quality.

Parameter	Unit	FY2024	FY2023
NOx	MT	2,690.77	2,649.60
SOx	MT	915.21	856.80
Particulate matter (PM)	MT	422.36	410.30
Persistent organic pollutants (POP)	Mg/Nm <sup>3</sup>	-	-
Volatile organic compounds (VOC)	Mg/Nm <sup>3</sup>	Well within the permissible limits	Well within the permissible limits
Hazardous air pollutants (HAP)	Mg/Nm <sup>3</sup>	Well within the permissible limits	Well within the permissible limits
Others – please specify Mercury, Cadmium, Chromium etc	Mg/Nm <sup>3</sup>	Well within the permissible limits	Well within the permissible limits

The emissions are cumulative emissions from both the Kilns and CPPs

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, M/s. TUV India Private Limited has conducted the Limited Assurance.



7. Provide details of greenhouse gas emissions (Scope1 and Scope 2 emissions) & its intensity, in the following format:

The details are provided below:

Parameter	Unit	FY2024	FY2023
<b>Total Scope 1 emissions net</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	36,39,069	34,85,763
<b>Total Scope 2 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	16,672	34,626
<b>Total Scope 1 and Scope 2 emission intensity per rupee of turnover</b> (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	Kg CO <sub>2</sub> / Rupee of turnover	0.114	0.12
<b>Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	Kg CO <sub>2</sub> /Rupee	2.61	2.70
<b>Total Scope 1 and Scope 2 emission intensity in terms of physical output</b>			
<b>Total Scope 1 and Scope 2 emission intensity</b> (optional) – the relevant metric may be selected by the entity	KG CO <sub>2</sub> /MT of Cementitious material	594	601

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, M/s. TUV India Private Limited has conducted the Limited Assurance. There has been a marginal increase during the year because of change in market demand of unblended OPC cement. M/s TUV India Private Limited also conducted a standalone and independent CO<sub>2</sub> assurance.

8. Does the Company have any project related to reducing Green House Gas emission? If yes, then provide details.

- Orient Cement remains committed to reducing greenhouse gas emissions. The Company's latest projects, such as Waste Heat Recovery to replace thermal power usage, demonstrates its increased focus on using waste materials instead of fossil fuels, the implementation of a fly ash rake handling system and additional investments in renewable power sources.
- In the current financial year, green energy (that is, Renewable + WHRS) accounts for 17.50% of the Company's total energy mix, which has increased the proportion of renewable energy compared to the previous year. The Company has also expanded its range of alternative fuels, incorporating diverse sources such as plastic waste, paper cups, cow dung and cloth waste. These materials are collected from nearby areas and are co-processed at the Company's integrated plants.
- Furthermore, the Company has established infrastructure for co-processing RDF/MSW waste collected from nearby Municipalities/ ULBs at its Devapur plant. The Company's ongoing efforts include enhancing infrastructure facilities and feeding capacities at its integrated plants. The recent commissioning of Waste Heat Recovery Systems (WHRS) at Chittapur has significantly increased the overall green energy mix (Solar + WHRS), accounting for approximately 31% of the total energy mix at the Chittapur plant.
- Additionally, the Company's transition to rake transportation and the establishment of a fly ash reception facility will create an additional storage capacity for fly ash, reducing truck movement both within and outside the plant (including bulkers). This strategic move contributes significantly to minimising the plant's CO<sub>2</sub> footprint.

9. Provide details related to waste management by the Company, in the following format:

The required details are provided below:

Parameter	FY 2024	FY 2023
<b>Total Waste generated (in metric tonnes)</b>		
Plastic waste (A)	54.38	NA
E-waste (B)	2.68	0
Bio-medical waste (C)	0.15	0.20
Construction and demolition waste (D)	NIL	NIL

Parameter	FY 2024	FY 2023
Battery waste (E)	3.94	NIL
Radioactive waste (F)	NIL	20.20
Other Hazardous waste. Please specify, if any. (G)	60.78	NIL
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	1,183*	38.30
<b>Total (A+B + C + D + E + F + G + H)</b>	<b>1,305.28</b>	<b>58.70</b>
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.0000410	0.0000012
<b>Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total waste generated / Revenue from operations adjusted for PPP)	0.000093	0.000005
Waste intensity in terms of physical output		
Waste intensity (optional) – the relevant metric may be selected by the entity	-	-
<b>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Recycled	1,305.13*	41.20
(ii) Re-used	-	17.30
(iii) Other recovery operations	NIL	NIL
<b>Total</b>	<b>1,305.13</b>	<b>58.30</b>
<b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Incineration	0.15	0.20
(ii) Landfilling	NIL	NIL
(iii) Other disposal operations	NIL	NIL
<b>Total</b>	<b>0.15</b>	<b>0.20</b>

(\*) During the year 2023-24, Non-Hazardous waste materials like steel scrap and other materials were considered in accounting and these materials are responsibly disposed through recyclers.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, M/s. TUV India Private Limited has conducted the Limited Assurance.

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

- Orient Cement adheres to all legislation governing the safe and responsible disposal of waste. This waste includes oil, grease, electronic waste, battery waste, biomedical waste and more. It is dispatched to authorised recyclers. Periodically, records of hazardous waste returns are lodged with the relevant regulatory agencies.
- The waste generated by the captive power plant, known as fly ash, is fully utilised during the cement-making process. The Company meticulously follows compliance requirements when co-processing hazardous waste materials. Orient Cement has also received recognitions for its green and safe practices, including the ‘GreenPro Certification’ from the CII’s for its Birla A1 Premium Cement (PPC)

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

No, the Company is not operating in ecologically sensitive areas.

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
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Not applicable



12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Chittapur Plant Expansion	SO 1533	September 14, 2006	Yes	No	Document yet to be submitted to the MoEF&CC for final EC presentation
Chittapur Mine Expansion	SO 1533	September 14, 2006	Yes	No	Document yet to be submitted to the MoEF&CC for final EC presentation
Devapur mine Expansion	SO 1533	September 14, 2006	Yes	No	Document yet to be submitted to the MoEF&CC for final EC presentation

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and rules thereunder (Y/N).

Yes, the Company complies with Indian environmental laws, regulation, and guidelines.

If not, provide details of all such non-compliances, in the following format:

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Not applicable				

### Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

- Name of the area
- Nature of operations
- Water withdrawal, consumption and discharge in the following format:

This is not applicable as the Company does not operate in water stress areas.

Parameter	FY24 (Current Financial Year)	FY23 (Previous Financial Year)
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	-	-
(ii) Groundwater	-	-
(iii) Third party water	-	-
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
<b>Total volume of water withdrawal (in kilolitres)</b>	-	-
Total volume of water consumption (in kilolitres)	-	-
<b>Water intensity per rupee of turnover (Water consumed / turnover)</b>	-	-
<b>Water intensity (optional)</b> – the relevant metric may be selected by the entity	-	-
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
(i) Into Surface water	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-

Parameter	FY24 (Current Financial Year)	FY23 (Previous Financial Year)
(ii) Into Groundwater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) Into Seawater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
<b>Total water discharged (in kilolitres)</b>	<b>-</b>	<b>-</b>

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, M/s. TUV India Private Limited has conducted the Limited Assurance. An independent water assurance was also conducted by M/s TUV India Pvt Limited

**2. Please provide details of total Scope 3 emissions & its intensity, in the following format:**

Parameter	Unit	FY2024#	FY2023
<b>Total Scope 3 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	6,41,616	54,287
<b>Total Scope 3 emissions per rupee of turnover</b>	Kg CO <sub>2</sub> /Rupee turnover	0.020	0.0018
<b>Total Scope 3 emission intensity</b> kg CO <sub>2</sub> /T of Cementitious material	Kgs	104.40	9.4

# Emissions for the year 2023-24 calculated for 8 categories i.e., Category 3, 4, 6, 7, 8, 9, 13 & 14

Note: Indicate if any independent assessment, evaluation, or assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, M/s. TUV India Private Limited has conducted the Limited Assurance. M/s TUV India Private Limited also conducted a standalone and independent CO<sub>2</sub> assurance.

**3. With respect to the ecologically sensitive areas reported in Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.**

Not applicable.

**4. If the entity provided below taken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

At Orient Cement, many systems are continuously deployed for enhancing resource efficiency and technology adoption. These are extensively elaborated in Annexure 4 - “Conservation of Energy and Technology Absorption” to the Board’s Report forming part of this Annual Report of FY 24. Few of the initiatives are given below:

S. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Utilisation of subgrade limestone at Devapur plant	6%, i.e., 1.74 lakh metric tonnes of subgrade limestone is used by replacing high grade limestone.	Increased mine life by 1.17 months
2	In-house shredder development at Chittapur plant; upgradation of AFR feeding system at Devapur	Developed the waste shredder and implemented AFR feeding system upgradation with in-house resources at low cost	Increased AFR utilisation and cost savings
3	Installation of additional bag filter on flyash unloading system	Installation of additional bag filter on flyash unloading system while emptying fly-ash from wagon	Achieving zero emissions in unloading pits and bucket elevator bottom.

**5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

- The Onsite Emergency Plan (OEP) represents a comprehensive strategy designed to address anticipated crises. It adheres strictly to ISO 14001, ISO 45001 and all relevant regulations. This plan plays a pivotal role in incident and event management, with the primary goal of minimising environmental impact and human casualties. As an integral component of the overall loss control programme, the OEP ensures the organisation's smooth operations.
- The OEP's objectives encompass several critical aspects:
  - Emergency Preparedness and Response: The plan ensures the presence of robust processes for promptly handling emergencies.
  - Resource Availability: Adequate resources are on standby to facilitate effective response measures.

- Appropriate Response Measures: The OEP outlines tailored actions to address various scenarios swiftly.

**6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?**

No, significant adverse impact to the environment has been arising from the value chain partner.

**7. % of Value chain partners (by value of business done with such partners) that were assessed for Environmental Impacts?**

No environmental impact assessment related to the supply chain has been executed during FY24. Consideration may be given to conducting such an evaluation in the upcoming years. Collaboration with the supply chain will be sought for necessary mitigation and adaptation measures.

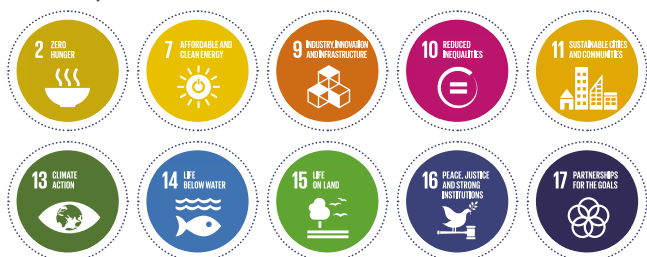


**Principle 7**

**Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.**

Orient Cement, as a responsible stakeholder in public policy and environmental stewardship, collaborates closely with regulatory bodies. During the reporting period, the Company partnered with Indian agencies like the Ministry of Environment & Forest and Climate Change, the Ministry of Power and the Bureau of Energy Efficiency. Together, they worked towards India's Net Zero Roadmap by 2070. Orient Cement also adheres to global standards through its membership in the Global Cement & Concrete Association, addressing sustainability concerns such as Climate Change and Health & Safety.

**SDGs Impact**



**Essential Indicators**

**1. a. Number of affiliations with trade and industry chambers/associations.**

Please refer to the details mentioned below at point b.

**b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the Company is a member of/affiliated to.**

S. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/ National)
1	CMA–Cement Manufacturing Association	National
2	GCCA-Global Cement & Concrete Association	International
3	National Safety Council, India	National
4	NCCBM–National Council for Cement and Building Materials	National
5	SICMA-South India Cement Manufacturing Association	Southern Region
6	Development Council for Cement Industry- under the aegis of Department for Promotion of Industry and Internal Trade	National
7	CII – Confederation of Indian Industry	National

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

There have been no adverse orders against the Company pertaining to anti-competitive conduct from regulatory bodies.

Name of the authority	Brief of the case	Corrective action taken
Nil		

**Leadership Indicators**

**1. Details of public policy positions advocated by the Company:**

The Company participates in various industry bodies and associations, such as the CMA, CII, GCCA and DCCI, to advocate for environmental protection and a regulatory framework governing mine, pollution control measures and extended producer responsibility (EPR). It also collaborates with stakeholders on concerns related to municipal waste and RDF usage, workers' wages and facilities through collective bargaining.

S. No.	Public Policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/ No)	Frequency of Review by Board (Annually/ Half yearly/Quarterly/Others- please specify)	Web Link, if available
1	Carbon neutral concrete@2050 cement@2070	Seminars, Conferences, Workshops	Yes	As an when required	<a href="https://gccassociation.org/concretefuture">https://gccassociation.org/concretefuture</a>





## Principle 8

### Businesses should promote inclusive growth and equitable development.

At Orient Cement, promoting inclusive growth is a core objective. It is supported by the Company's commitment to sustainable value creation and societal well-being. Through targeted Corporate Social Responsibility (CSR) initiatives, Orient Cement consistently advocates for equitable growth, seeking to positively impact local communities and stakeholders in the long run. By fostering sustainable and inclusive growth, Orient Cement aims to enhance opportunities for all stakeholders and contribute to building a fair society.

The Company also practises transparent reporting and undertakes impactful CSR projects to drive inclusive growth and equitable development—addressing pressing social challenges within the communities in which it operates. The Company's dedication to Rehabilitation and Resettlement (R&R) activities ensures the welfare of affected families, while investments in education, healthcare and sanitation highlight its commitment to societal progress.

### SDGs Impact



### Essential Indicators

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

During the reporting period, the Company was not liable to conduct the Social Impact Assessment (SIA).

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

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amount spent on R&R activities during FY 2023-24 (In ₹)
<b>I Development Initiatives</b>						
1	Infrastructure development in the villages	Karnataka	Kalaburagi	NA	NA	2,15,28,259.00
2	Education	Karnataka	Kalaburagi	NA	NA	6,36,44,674.00
3	Hygiene and sanitation	Karnataka	Kalaburagi	NA	NA	9,65,120.00
4	Health	Karnataka	Kalaburagi	NA	NA	1,55,95,836.00
5	Livelihood Promotion and Capability building	Karnataka	Kalaburagi	NA	NA	9,048.00
6	Heritage, Culture etc. (Local folk-art promotions etc.)	Karnataka	Kalaburagi	NA	NA	28,69,329.00
7	Others	Karnataka	Kalaburagi	NA	NA	1,10,13,688.00
<b>Total</b>						<b>11,56,25,954.00</b>

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

Orient Cement has established communication channels which enables community members to report their grievances, either verbally or in writing. The Company has a dedicated email address for this purpose: [info@orientcement.com](mailto:info@orientcement.com). Upon receiving a complaint, company officials promptly investigate the situation and respond to the complainant. If necessary, grievances are escalated to the Senior Management for further review. Orient Cement follows a dialogue-based approach, collaborating with the complainant to reach an appropriate resolution. Each complaint is individually handled, considering unique circumstances and relevant data. The Company implements necessary corrective actions to address community concerns and ensures protecting the best interests of all stakeholders.

**4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

Particulars	FY2024	FY 2023
Directly sourced from MSMEs/small producers	7.89%	10%
Directly from within India	16.32%	11%

Previous year figures have been regrouped/corrected, wherever considered necessary.

**5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost**

Location	FY2024	FY 2023
Rural	54.02%	55.43%
Semi-urban	13.29%	12.70%
Urban	20.93%	20.71%
Metropolitan	11.76%	11.16%

(Place to be categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)

**Leadership Indicators**

**1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

Details of negative social impact identified	Corrective action taken
Not applicable as no social impact assessment has been carried out during FY 2023-24	

**2. Provide the following information on CSR projects undertaken by the Company in the designated aspirational districts as identified by government bodies:**

S. No.	State	Aspirational District	Amount spent (In INR)
There are no designated aspirational districts in the areas of operations of the Company.			

- 3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized/vulnerable groups? (Yes/No) - No
- (b) From which marginalized/vulnerable groups do you procure? – Not applicable
- (c) What percentage of total procurement (by value) does it constitute? – Not applicable

**4. Details of the benefits derived and shared from the intellectual properties owned or acquired by the Company (in the current financial year), based on traditional knowledge:**

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/ No)	Benefit shared (Yes/No)	Basis of calculating benefit share
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The Company does not own and has not acquired any intellectual properties based on traditional knowledge. Hence, this question is not applicable for the Company.



5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Corrective action taken
As no intellectual properties have been involved, this is not applicable for the Company.		

6. Details of beneficiaries of CSR Projects:

The Company interacts with its local communities and performs need-based assessments for the implementation of CSR activities. The details of all CSR activities undertaken by the Company during the financial year 2023-24, can be accessed in the Annual Report on CSR, which forms part of the Directors' Report.

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized group
1	Education	1,270 students every year; out of which 918 are from local villages Besides providing primary healthcare to 31,526 local villagers around the plants at its facilities on regular basis, the Company has undertaken the following measures- Devapur health and wellness centre was provided with water tank, mattress, bed sheets and other facilities.	70
2	Health Care Support	Beneficiaries include 3,000 locals. The Company has also provided Kasipet PHC with inverters, BP apparatus, ECG machine, RO plant, wheelchairs and stretchers. Beneficiaries include 5,000 locals. A health check-up camp was organised for villagers in Jalgaon Khurd in partnership with the Indian Red Cross Society. The organisation had arranged for the doctors and the requisite infrastructure. A total of 737 individuals participated in the camp.	100
3	Learning and Training	The Company provided essential furniture and fittings such as tables, chairs, fans, tube lights and coolers to a well reputed, 108 years old public library in Nashirabad. This initiative benefits 2,100 students in the public library every month.	100
4	Others	Construction of toilet blocks and a mid-day meal room for children in a Zila Parishad School in Jalgaon (Khurd). This benefitted approximately 145 students. The mid-day meal room was destroyed in a storm in April 2023. The Company took the onus to construct it with the help of its Civil team. Under the Swachh Bharath Abhyan that aims to maintain health and hygiene, the Company constructed Public Toilet Blocks in Jalgaon Khurd. These public toilets cater to the needs of all the locals.	100



**Principle 9**

**Businesses should engage with and provide value to their consumers in a responsible manner**

In its endeavour to ensure client satisfaction, Orient Cement engaged with its clientele, understanding their needs and tailoring business operations for optimal value creation. By prioritising consumer satisfaction and cultivating client loyalty, Orient Cement has gained a competitive advantage over its peers while also achieving growth and profitability. Moreover, the Company follows a transparent approach by sharing information about product safety, environmental impact and resource responsibility. Also, the Company's focus on cybersecurity and data privacy further ensures responsible consumer engagement.

**SDGs Impact**



**Essential Indicators**

**1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

Orient Cement has established a robust mechanism for receiving and addressing consumer feedback and complaints. Customers can directly contact the Company through various channels, including the customer care number and email address printed on the bags, or via channel partners.

A qualified technical services team manages all customer complaints, primarily focusing on addressing grievances and educating customers on proper construction practices. Each complaint is meticulously documented using a complaint form that captures essential details about the nature and extent of the concern. The technical services team promptly resolves each complaint by visiting the customer's site and escalating the matter to the appropriate authorities if needed. The entire process is closely monitored and tracked until a satisfactory resolution is provided to the customer.

**2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:**

	As a percentage to total turnover
Environmental and social parameters relevant to the product	All of the cement bags are branded with the information needed by the BIS and the Legal Metrology Act.
Safe and responsible usage	In accordance with regulatory norms, the Company shares all relevant information about safe and responsible resource usage, recycling and waste disposal.
Recycling and/or safe disposal	

**3. Number of consumer complaints in respect of the following:**

Number of consumer complaints in respect of the following:	FY24 (Current Financial Year)		Remarks	FY23 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	NIL	NIL	No issue has been reported	NIL	NIL	No issue has been reported
Advertising	NIL	NIL		NIL	NIL	
Cyber-security	NIL	NIL		NIL	NIL	
Delivery of essential services			Not applicable			
Restrictive Trade Practices	NIL	NIL	No issue has been reported	NIL	NIL	No issue has been reported
Unfair Trade Practices	NIL	NIL		NIL	NIL	
Other	175	1	Under investigation	64	0	



#### 4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	NIL	-
Forced recalls	NIL	-

#### 5. Does the Company have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Orient Cement has achieved a certification for the Information Security Management System Standard: ISO/IEC 27001. The certified scope covers Hyderabad and all three manufacturing locations (Devapur, Chittapur and Jalgaon). The Company maintains a data privacy policy, which is accessible on its website. (link-<https://orientcement.com/wp-content/uploads/2019/07/Orient-Cement-Ltd-Privacy-Policy-1.pdf>)

In adherence to IT security protocols, the Company ensures that external audits are regularly conducted to enforce strong cybersecurity. Vulnerability Assessment and Penetration Testing (VAPT) are integral components of these security protocols. The Company applies security patches to all systems and access to these systems is strictly governed by dedicated authorities.

#### 6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.

Not applicable.

#### 7. Provide the following information relating to data breaches:

##### Provide the following information relating to data breaches:

a. Number of instances of data breaches along-with impact	NIL
b. Percentage of data breaches involving personally identifiable information of customer	NIL
c. Impact, if any, of the data breaches	NIL

#### Leadership Indicators

#### 1. Channels/platforms where information on products and services of the Company can be accessed (provide web-link, if available).

Orient Cement's websites, [www.orientcement.com](http://www.orientcement.com) and [www.birlaa1.com](http://www.birlaa1.com), offer comprehensive information about the Company's products and services.

#### 2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

Orient Cement prioritises training for all stakeholders, ensuring their safe and responsible utilisation of the Company's products and services. To achieve this, the Company has established a specialised technical services team that collaborates closely with the sales team and channel partners. Together, they conduct seminars to educate masons, engineers, architects and project owners.

During these informative sessions, attendees receive essential information about product quality, proper usage and exemplary construction techniques. Additionally, Orient Cement provides fully equipped technical vans and Bike Engineers, known as 'Concrete Xpert,' who offer on-site value-added services to customers.

Moreover, the Company leverages digital media to educate customers and other stakeholders by sharing informative video content and other resources that promote good construction practices.

#### 3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

This has little repercussions on operations since the industry operates around the clock. However, if such an emergency occurs, there are numerous channels in place to communicate it. These communication channels include mass email, bulk SMS, Whatsapp and social media handles.

#### 4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as whole? (Yes/No)

Orient Cement adheres to the Bureau of Indian Standards (BIS) product labelling guidelines. Besides these regulations, the Company displays detailed product features and certifications on its goods to enhance consumer knowledge. Furthermore, the Company regularly conducts consumer surveys to assess customer satisfaction with its present products and solicit feedback from customers across all market operations.

In addition to these safeguards, Orient Cement provides on-site services to its clients. The Company's website, <https://www.birlaa1.com/on-site-services.html>, provides more information on these services.

# INDEPENDENT ASSURANCE STATEMENT

To the Directors and Management

**Orient Cement Limited,**

Birla Tower, 3rd Floor, 25,  
Barakhamba Road, New Delhi-110001

Orient Cement Limited (hereafter 'OCL') commissioned TUV India Private Limited (TUVI) to conduct independent external assurance of non-financial information (Essential and Leadership Indicators) disclosed in OCL's Business Responsibility and Sustainability Report (hereinafter 'the BRSR') for the period April 01, 2023 to March 31, 2024. The BRSR is based on the National Guidelines on Responsible Business Conduct (NGRBC), SEBI circular: SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122, dated July 12, 2023 pertaining to the BRSR requirement. This assurance engagement was conducted in reference with BRSR and ISAE 3000 (Revised) requirements.

**Management's Responsibility**

OCL developed the BRSR's content. OCL management is responsible for identifying materiality, related sustainability issues along with the "Essential and Leadership" indicators, carrying out the collection, analysis, and disclosure of the information presented in the BRSR (web-based and print forms), including website maintenance, integrity, and for ensuring its quality and accuracy in

reference with the applied criteria stated in the BRSR, such that it's free of intended or unintended material misstatements. OCL will be responsible for archiving and reproducing the disclosed data to the stakeholders upon request.

**Scope and Boundary**

The scope of work includes the assurance of the following non-financial performance Essential and Leadership Indicators disclosed in the BRSR. In particular, the assurance engagement included the following:

1. Review of General Disclosure, Management & Process and the disclosures against all 09 BRSR principles submitted by OCL:
  - i. Review of the quality of information;
  - ii. Review of evidence (on a sample basis) for identified non-financial indicators.

**TUVI has verified the below Essential and Leadership Indicators disclosed in the BRSR**

Principles	Essential Indicators	Leadership Indicators
Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.	1, 2, 3, 4, 5, 6, 7, 8, 9	1, 2
Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe.	1,2,3,4	1, 2, 3, 4, 5
Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains.	1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15	1, 2, 3, 4, 5, 6
Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders.	1,2	1, 2, 3
Principle 5: Businesses should respect and promote human rights.	1,2,3,4,5,6,7,8,9,10, 11	1, 2, 3, 4, 5
Principle 6: Businesses should respect and make efforts to protect and restore the environment.	1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13	1, 2, 3, 4, 5, 6,7
Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.	1, 2	1
Principle 8: Businesses should promote inclusive growth and equitable development.	1, 2, 3, 4, 5	1, 2, 3, 4, 5, 6
Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner	1, 2, 3, 4, 5, 6, 7	1, 2, 3, 4

The reporting boundaries for the above topics include 03 manufacturing plants across India. The onsite visit was conducted in the month of April 2024 for the below locations:

### Onsite Verification

The onsite verification was conducted at Hyderabad Corporate Office (April 15, 2024) and Chittapur (April 16, 2024 to April 17, 2024). The assurance activities were carried out together with a desk review of other integrated cement manufacturing unit located at Devapur and grinding unit located at Jalgaon as per reporting boundary i.e. OCL India operations as stated above.

### Limitations

TUVI did not perform any assurance procedures on the prospective information disclosed in the report, including targets, expectations, and ambitions. Consequently, TUVI draws no conclusion on the prospective information. During the assurance process, TUVI did not come across any limitations to the agreed scope of the assurance engagement. TUVI didn't verified any ESG goals and claim through this assignment. TUVI is contracted by the OCL and answerable to the OCL's management only. TUVI verified the data on a sample basis; the responsibility for the authenticity of the data entirely lies with OCL.

### Our Responsibility

TUVI's responsibility in relation to this engagement was to perform a limited level of BRSR assurance and to express a conclusion based on the work performed. Our engagement did not include an assessment of the adequacy or the effectiveness of OCL's strategy or management of ESG-related issues or the sufficiency of the report against BRSR reporting principles, and other than those mentioned in the scope of the assurance. TUVI's responsibility regarding this verification is in reference to the agreed scope of work which includes non-financial quantitative and qualitative information (KPIs) disclosed by OCL. Reporting Organization is responsible for archiving the related data for a reasonable time period. The intended users of this assurance statement are the management of 'OCL'. This assurance engagement is based on the assumption that the data and information provided to TUVI by OCL are complete and true. TUVI expressly disclaims any liability or co-responsibility 1) for any decision a person or entity would make based on this assurance statement and 2) for any damages in case of erroneous data is reported. This assurance engagement is based on the assumption that the data and information provided to TUVI by OCL are complete and true.

### Verification Methodology

During the assurance engagement, TUVI adopted a risk-based approach, focusing on verification efforts with respect to disclosures. TUVI has verified the disclosures and assessed the robustness of the underlying data management system, information flows, and controls. In doing so:

- i. TUVI examined and reviewed the documents, data, and other information made available by OCL for Essential and Leadership Indicators (non-financial disclosures) non-financial Essential and Leadership Indicators (non-financial disclosures);
- ii. TUVI conducted interviews with key representatives, including data owners and decision-makers from different functions of OCL;
- iii. TUVI reviewed the level of adherence to BRSR reporting principles;
- iv. TUVI examined and reviewed the documents, data (on sample basis) and other information made available by OCL for the reported disclosures including the Management Approach and performance disclosure ;
- v. TUVI performed sample-based reviews of the mechanisms for implementing the sustainability-related policies and data management (qualitative and quantitative.)

### Opportunities for Improvement

The following are the opportunities for improvement reported to OCL. However, they are generally consistent with OCL management's objectives and programs:

- i. OCL may start verifying environmental and social performance e.g. ESG supply chain audit, EPD/ LCA verification etc ;
- ii. Presently there are water metering at the withdrawal points, OCL may start the water metering at the water consumption points ;
- iii. OCL can increase the % share of green mobility in its mines, and other company owned vehicles ;
- iv. OCL may encourage their suppliers especially cement out bound logistics for green mobility ;
- v. OCL may perform internal assessments for induction of green hydrogen in the fuel mix.

## Our Conclusion

In our opinion, based on the scope of this assurance engagement, the disclosures on BRSR essential indicator performance reported in the BRSR report along with the referenced information provides a fair representation of the material topics, related strategies, and meets the general content and quality requirements of the BRSR.

**Disclosures:** TUVI is of the opinion that the reported disclosures generally meet the BRSR requirements. OCL refers to general disclosure to report contextual information about OCL, while the Management & Process disclosures the management approach for each indicator (Essential and Leadership).

**Limited Assurance Conclusion:** Based on the procedures we have performed; nothing has come to our attention that causes us to believe that the information subject to the limited assurance engagement was not prepared in all material respects. TUVI found the information to be reliable in all principles, with regards to the reporting criteria of the BRSR.

Report complies with the below requirements:

- A. Governance, leadership and oversight: The messages of top management, business model to promote inclusive growth and equitable development, action and strategies, focus on products, risk management, protection and restoration of environment, and priorities are disclosed appropriately.
- B. Connectivity of information: OCL discloses various principles and their inter-relatedness and dependencies with factors that affect the organization's ability to create value over the time.
- C. Stakeholder responsiveness: The Report covers mechanisms of communication with key stakeholders to identify major concerns and associated strategies. The BRSR provides insights into the organization's relationships (nature and quality) with its key stakeholders. In addition, the BRSR provides a fair representation of the extent to which the organization understands, takes into account and responds to the legitimate needs and interests of key stakeholders.
- D. Materiality: The materiality assessment process has been carried out to arrive the material issues. The materiality assessment process has been carried out already during GRI reporting, based on the requirements of "GRI".
- E. Conciseness: The Report reproduces the requisite information and communicates clear information in as few words as possible. The disclosures are expressed briefly and to the point sentences, graphs, pictorial and tabular representation are applied. At the same time, due care is taken to maintain continuity of information flow in the BRSR.

- F. Reliability and completeness: OCL has established internal data aggregation and evaluation systems to derive the performance. The reported data is duly verified and authenticated by OCL. The majority of the data and information was verified by TUVI's assurance team (on sample basis) during the assessment of the BRSR and found to be fairly accurate. All data, is reported transparently, in a neutral tone and without material error.
- G. Consistency and comparability: The information in the Report is presented on an annual basis in a reliable and complete manner. Thus, the principle of consistency and comparability is established. This assurance statement has been prepared in reference with the terms of our engagement and ISAE 3000 (revised) requirements.

This assurance statement has been prepared in reference with the terms of our engagement and ISAE 3000 (revised) requirements.

**Independence:** TUVI follows IESBA (International Ethics Standards Board for Accountants) Code which, adopts a threats and safeguards approach to independence. It is confirmed that the Assurance Team is selected to avoid situations of self-interest, self-review, advocacy and familiarity. The Assessment Team was safeguarded from any type of intimidation.

**Quality control:** The Assurance Team complies with the Code of Ethics for Professional Accountants issued by the IESBA, which includes independence and other requirements founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour. In reference with International Standard on Quality Control, TUVI maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

## Our Assurance Team and Independence

TUVI is an independent, neutral third-party providing sustainability services with qualified environmental and social specialists. TUVI states its independence and impartiality and confirms that there is "No Conflict of Interest" with regard to this assurance engagement. In the reporting year, TUVI did not work with OCL on any engagement that could compromise the independence or impartiality of our findings, conclusions, and recommendations. TUVI was not involved in the preparation of any content or data included in the BRSR, with the exception of this assurance statement. TUVI maintains complete impartiality towards any individuals interviewed during the assurance engagement.

## For and on behalf of TUV India Private Limited



Manoj Kumar Borekar  
Product Head - Sustainability Assurance Service  
TUV India Private Limited



Date: April 18, 2024  
Place: Mumbai, India  
Project Reference No: 8122457243





# INDEPENDENT AUDITOR'S REPORT

To the Members of **Orient Cement Limited**

## Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of Orient Cement Limited (the "Company") which comprise the balance sheet as at 31 March 2024, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including 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 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our

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

### Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### Revenue recognition - discounts and rebates

See Note 25 to financial statements

##### The key audit matter

The Company recognises revenues from sale of goods when control of the goods is transferred to the customer at an amount reflecting the consideration to which the Company expects to be entitled in exchange for those goods. In determining the sales consideration, the Company considers the effects of rebates and discounts (variable consideration).

The Company's presence across different marketing regions and the competitive business environment makes the assessment of various types of discounts and rebate schemes as complex and judgmental.

Therefore, there is a risk of revenue being misstated as a result of incorrect computation of discounts and rebates. Accordingly, revenue recognition - discount and rebates etc. was determined to be a key audit matter.

##### How the matter was addressed in our audit

Our audit procedures included the following:

- We have assessed the compliance of the Company's accounting policies in respect of discounts and rebates with applicable accounting standards.
- We have assessed the design and implementation and tested the operating effectiveness of the Company's SAP general IT controls, key manual, and application controls over the SAP IT system including controls over provisions, approvals, and disbursements of discounts and rebates.
- We have performed substantive audit procedures by selecting statistical samples of discounts and rebates recorded during the year by matching the key parameters with the underlying source documents and credit notes issued by the Company.
- We have assessed the Company's computations for accrual of discounts and rebates, on a statistical sample basis, and compared the year end accruals made with the approved schemes.

The key audit matter	How the matter was addressed in our audit
	<ul style="list-style-type: none"> <li>• We have assessed expectation of the discount and rebate recognised during the year and compared this expectation against the actual discounts and rebates recognised during the year and obtained underlying documentation for samples selected statistically.</li> <li>• We have tested manual journal entries posted to revenue to identify unusual or irregular items.</li> </ul> <p>We have assessed the adequacy of relevant disclosures made within the financial statements.</p>

### Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report including Statutory reports, Management discussion and analysis, Business responsibility and sustainability report, corporate governance and Board's report, but does not include the financial statements and auditor's report thereon.

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

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

### Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are 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 state of affairs, profit and loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant

to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### Auditor's Responsibilities for the Audit of the 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements 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.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows 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 01 April 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
  - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. 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, in

our opinion and to the best of our information and according to the explanations given to us:

- a. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its financial statements - Refer Note 38 to the financial statements.
- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- d.
  - (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 50(v) 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.
  - (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 50(vi) 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 Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (iii) 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 (i) and (ii) above, contain any material misstatement.

- e. The final dividend proposed in the previous year, declared and paid by the Company during the year is in compliance with Section 123 of the Act. The interim dividend declared and paid by the Company during the year and until the date of this audit report is in compliance accordance with Section 123 of the Act.

As stated in Note 46 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. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

- f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that the audit trail was not enabled at the database level to log any direct data changes. Further, where audit trail (edit log) facility was enabled and operated throughout the year, we did not come across any instance of audit trail feature being tampered with.

- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Associates LLP**

Chartered Accountants

Firm's Registration No.:116231W/W-100024

**Sagar Lulla**

Partner

Place: New Delhi

Date: 01 May 2024

Membership No.: 137645

ICAI UDIN:24137645BKEUJL6558



## Annexure A to the Independent Auditor's Report on the Financial Statements of Orient Cement Limited for the year ended 31 March 2024

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Right-of-Use assets

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

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment and Right-of-Use asset by which all property, plant and equipment and right-of-use asset are verified in a phased manner over a period of three years. In accordance with this programme, all property, plant and equipment and right-of-use asset were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value (In Lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held- indicate range, where appropriate	Reason for not being held in the name of the Company. Also indicate if in dispute
Free hold land at Chittapur, Karnataka and Devapur, Telangana	752.08	Orient Paper & Industries Limited	No	Since 2012	Mutation under progress

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third party, has been physically verified by the management during the year. For stocks lying with third party at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts or dispatch has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the

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

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in firms and limited liability partnership. The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, in companies, firms and limited liability partnership. The Company has made investment in the company and granted loans to other parties during the year in respect of which the requisite information is as below

- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to other parties as below:

(Amount in Rs. lakhs)

Particulars	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount during the year Others - to employees of the company	-	-	0.80	-
Balance outstanding as at balance sheet date Others - to employees of the company	-	-	3.73	-

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the investment made and terms and conditions of the grant of the loans during the year, are, prima facie, not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loans granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties. Further, the Company has not given any advances in the nature of loans to any party during the year.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment. Further, the Company has not given any advances in the nature of loans to any party during the year.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities.
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund,



Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in lakhs)	Period to which the amount relates	Forum where dispute is pending
Central Excise Act, 1944	Excise Duty and Penalty	565.14	Apr-2003 to Jul-2009	High Court of Telangana
Customs Act, 1962	Customs and Penalty	84.35	Jul-2012 & Nov-2012	Commissioner of Customs (Appeals)
Customs Act, 1962	Customs and Penalty	16.47 (1.23)#	2014-15	Customs Excise and Service Tax Appellate Tribunal
Karnataka VAT Act	VAT	0.49	1996-97	Joint Commissioner
Maharashtra VAT Act	VAT	1.63 (0.21)#	2004-05	Joint Commissioner
Telangana VAT Act	VAT	3.33 (0.83)#	2016-17 & 2017-18	Sales Tax Appellate Tribunal
Entry Tax Act 2001	Entry Tax and Penalty	713.30* (126.12)#	2011-12 to 2017-18 (upto Jun-17)	High Court of Telangana
Goods and Services Tax, 2017	GST	5.88 (0.38)#	2019-20	Deputy Commissioner of Sales Tax (Appeals)
Goods and Services Tax, 2017	GST	7.60 (0.76)#	2017-22	Commissioner of Sales Tax (Appeals)
Goods and Services Tax, 2017	GST	21.32 (1.24)#	2017-21	Addl Commissioner of Sales Tax (Appeals)
A. P. Sales Tax & Central Sales Tax Act, 1956	Sales Tax and CST	8.14	1999-20	High Court, Telangana
A. P. Sales Tax & Central Sales Tax Act, 1956	Sales Tax and CST	34.44** (12.00)#	1994-95	High Court, Telangana

Name of the statute	Nature of the dues	Amount (Rs. in lakhs)	Period to which the amount relates	Forum where dispute is pending
A. P. Sales Tax & Central Sales Tax Act, 1956	Sales Tax and CST	13.93** (6.42)#	1983- 84, 1984-85 and 1990-91	Assistant Commissioner
A. P. Sales Tax & Central Sales Tax Act, 1956	Sales Tax and CST	33.94** (12.63)#	2000-01 and 2001-02	Sales Tax Appellate Tribunal
Income Tax Act, 1961	Income Tax, Interest and Penalty	1,038.19	2013-14, 2015-16 to 2017-18	Commissioner (Appeals)

\*Interim stay granted in High court of Telangana.

\*\*Remanded back but cancellation order not passed.

#Amounts in paranthesis represents payments made under protest / under court order.

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined

- under the Act) during the year ended 31 March 2024. Accordingly, clause 3(ix)(e) is not applicable.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company does not hold any securities in any subsidiaries, joint ventures or associate company (as defined under the Act). Hence, reporting under clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any





material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.

- (b) In respect of ongoing projects, the Company has transferred the unspent amount to a Special Account within a period of 30 days from the end of the financial year in compliance with Section 135(6) of the said Act.

For **B S R & Associates LLP**

Chartered Accountants

Firm's Registration No.:116231W/W-100024

**Sagar Lulla**

Partner

Place: New Delhi

Date: 01 May 2024

Membership No.: 137645

ICAI UDIN:24137645BKEUJL6558

## Annexure B to the Independent Auditor's Report on the Financial Statements of Orient Cement Limited for the year ended 31 March 2024

### Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

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

#### Opinion

We have audited the internal financial controls with reference to financial statements of Orient Cement Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls 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 (the "Guidance Note").

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

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, 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 were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to 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 controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and



that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

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

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

For **B S R & Associates LLP**

Chartered Accountants

Firm's Registration No.:116231W/W-100024

**Sagar Lulla**

Partner

Membership No.: 137645

ICAI UDIN:24137645BKEUJL6558

Place: New Delhi

Date: 01 May 2024

# BALANCE SHEET

AS AT MARCH 31, 2024

Particulars	Notes	March 31, 2024	March 31, 2023
(₹ in Lacs)			
<b>I) ASSETS</b>			
<b>1) NON-CURRENT ASSETS</b>			
a) Property, plant and equipment	3	1,92,869.93	1,94,345.39
b) Capital work-in-progress	5 a.	8,886.91	13,974.28
c) Right of use assets	5 b.	3,919.68	633.31
d) Intangible assets	4	5,310.15	6,026.17
e) Financial assets			
(i) Investment	11	1,147.49	416.49
(ii) Loans	6	1.50	2.93
(iii) Other financial assets	7	2,381.12	2,256.82
f) Current tax assets (net)	8	15.11	69.00
g) Other non current assets	9	2,509.25	3,033.45
	<b>(A)</b>	<b>2,17,041.14</b>	<b>2,20,757.84</b>
<b>2) CURRENT ASSETS</b>			
a) Inventories	10	34,015.29	35,091.42
b) Financial assets			
(i) Trade receivables	12	22,437.17	16,892.37
(ii) Cash and cash equivalents	13	7,643.73	6,943.78
(iii) Bank balances other than (i) above	14	61.62	67.99
(iv) Loans	6	2.23	3.19
(v) Other financial assets	7	838.67	1,060.19
c) Other current assets	9	3,503.57	6,859.35
	<b>(B)</b>	<b>68,502.28</b>	<b>66,918.29</b>
<b>TOTAL ASSETS</b>	<b>(A)+(B)</b>	<b>2,85,543.42</b>	<b>2,87,676.13</b>
<b>II) EQUITY AND LIABILITIES</b>			
<b>1) EQUITY</b>			
a) Equity share capital	15	2,048.69	2,048.69
b) Other equity	16	1,72,275.55	1,58,321.48
<b>TOTAL EQUITY</b>	<b>(C)</b>	<b>1,74,324.24</b>	<b>1,60,370.17</b>
<b>LIABILITIES</b>			
<b>2) NON-CURRENT LIABILITIES</b>			
a) Financial liabilities			
(i) Borrowings	17	7,051.70	9,815.85
(ii) Lease liabilities	18	3,649.03	371.41
b) Provisions	19	4,949.57	5,142.87
c) Deferred tax liabilities (net)	20	33,776.61	28,686.14
d) Other non-current liabilities	24	2,745.42	2,922.55
	<b>(D)</b>	<b>52,172.33</b>	<b>46,938.82</b>
<b>3) CURRENT LIABILITIES</b>			
a) Financial liabilities			
(i) Borrowings	17	5,901.52	29,329.38
(ii) Lease liabilities	18	360.35	314.61
(iii) Trade Payables	21		
- Total outstanding dues of micro enterprises and small enterprises		929.16	1,026.51
- Total outstanding dues of creditors other than micro enterprises and small enterprises		21,953.62	20,440.72
(iv) Other financial liabilities	22	15,025.34	13,958.62
b) Other current liabilities	23	11,834.22	11,747.01
c) Provisions	19	2,439.96	3,400.81
d) Current tax liabilities (net)	24	602.68	149.48
	<b>(E)</b>	<b>59,046.85</b>	<b>80,367.14</b>
<b>TOTAL LIABILITIES</b>	<b>(F) = (D)+(E)</b>	<b>1,11,219.18</b>	<b>1,27,305.96</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>(C)+(F)</b>	<b>2,85,543.42</b>	<b>2,87,676.13</b>
Summary of material accounting policies	2.1		

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

As per our report of even date attached

For **B S R & Associates LLP**

Chartered Accountants

ICAI firm registration number: 116231W/W-100024

**Sagar Lulla**

Partner

Membership No.: 137645

Place: New Delhi

Date: May 01, 2024

For and on behalf of Board of Directors

**CK. Birla**

Chairman  
(DIN 00118473)

**P.C. Jain**

Chief Financial Officer  
(FCA 079601)

Place: New Delhi

Date: May 01, 2024

**D.D. Khetrpal**

Managing Director & CEO  
(DIN 02362633)

**Diksha Singh**

Company Secretary  
(ACS 44999)



# STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2024

(₹ in Lacs)

Particulars	Notes	March 31, 2024	March 31, 2023
<b>I) INCOME</b>			
Revenue from operations	25	3,18,508.98	2,93,754.56
Other income	26	1,551.96	1,202.04
<b>Total income (I)</b>		<b>3,20,060.94</b>	<b>2,94,956.60</b>
<b>II) EXPENSES</b>			
Cost of materials consumed	27	45,670.36	40,346.86
Changes in inventories of finished goods and work-in-progress	28	425.90	(1,698.42)
Employee benefits expense	29	18,355.51	16,609.96
Finance costs	30	3,415.44	3,777.80
Depreciation and amortisation expense	31	14,916.45	14,681.71
Power and fuel		89,399.54	92,808.55
Packing, freight and forwarding charges		84,510.94	78,697.33
Other expenses	32	35,223.92	30,537.32
<b>Total expenses (II)</b>		<b>2,91,918.06</b>	<b>2,75,761.11</b>
<b>III) Profit before tax (I)-(II)</b>		<b>28,142.88</b>	<b>19,195.49</b>
<b>IV) Tax Expense</b>	20		
(1) Current tax		11,295.94	7,947.75
(2) Deferred tax		(638.33)	(1,033.77)
		<b>10,657.61</b>	<b>6,913.98</b>
<b>V) Profit for the year (III)-(IV)</b>		<b>17,485.27</b>	<b>12,281.51</b>
<b>VI) Other Comprehensive Income</b>			
<b>Items that will not be reclassified to profit or loss</b>			
Remeasurement (loss)/gain on defined benefit plans	34	(96.27)	202.98
Income tax effect on above	20	33.64	(70.93)
<b>Other Comprehensive Income (net of tax)</b>		<b>(62.63)</b>	<b>132.05</b>
<b>VII) Total Comprehensive Income for the year (V)+(VI)</b>		<b>17,422.64</b>	<b>12,413.56</b>
Earnings per equity share (Face value ₹ 1/- per share)	33		
(1) Basic (in ₹)		8.53	5.99
(2) Diluted (in ₹)		8.53	5.99
<b>Summary of material accounting policies</b>	2.1		

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

As per our report of even date attached

For **B S R & Associates LLP**

Chartered Accountants

ICAI firm registration number: 116231W/W-100024

**Sagar Lulla**

Partner

Membership No.: 137645

For and on behalf of Board of Directors

**CK. Birla**

Chairman  
(DIN 00118473)

**D.D. Khetrapal**

Managing Director & CEO  
(DIN 02362633)

**P.C. Jain**

Chief Financial Officer  
(FCA 079601)

**Diksha Singh**

Company Secretary  
(ACS 44999)

Place: New Delhi

Date: May 01, 2024

Place: New Delhi

Date: May 01, 2024

# STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED MARCH 31, 2024

(₹ in Lacs)

Particulars	Notes	March 31, 2024	March 31, 2023
<b>(A) OPERATING ACTIVITIES :</b>			
Profit before tax		28,142.88	19,195.49
<b>Adjustments for :</b>			
Depreciation and amortisation expense		14,916.45	14,681.71
Finance costs		3,415.44	3,777.80
Loss on sale / discard of Property, plant and equipment		27.59	3.09
Bad debts / advances written off		3.37	42.38
Loss allowance on trade receivables, advances and other receivables		0.74	-
Liabilities no longer required written back		(502.96)	(444.06)
Profit on sale of current investments		(2.11)	(0.51)
Employee stock option expense		116.64	23.33
Unrealised gain on exchange rate fluctuations (net)		-	1.50
Capital expenditure written off		-	12.12
Interest income		(287.03)	(151.64)
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>		<b>45,831.01</b>	<b>37,141.21</b>
<b>Working Capital Adjustments :</b>			
Increase/(Decrease) in Other liabilities, including financial liabilities		1,689.02	(90.29)
Increase/(Decrease) in Trade payable		1,918.51	(1,127.81)
Increase/(Decrease) in Provisions		(1,155.30)	514.55
Decrease/(Increase) in Inventories		1,076.13	(16,429.53)
Increase in Trade receivables		(5,544.80)	(4,615.58)
Decrease/ (Increase) in Other assets, including financial assets		3,804.30	(930.32)
<b>CASH GENERATED FROM OPERATIONS:</b>		<b>47,618.87</b>	<b>14,462.23</b>
Income Tax Paid (net of refund)		(5,026.42)	(3,362.57)
<b>NET CASH FLOWS FROM OPERATING ACTIVITIES</b>		<b>42,592.45</b>	<b>11,099.66</b>
<b>(B) INVESTING ACTIVITIES :</b>			
Purchase of Property, Plant and Equipment and Intangibles (including capital work-in-progress)		(7,913.55)	(13,002.15)
Proceeds from sale of Property, plant and equipment		84.60	64.88
Investment in Equity instruments		(731.00)	-
Redemption of Current Investments (net)		2.11	1,001.82
Investment in term deposits with banks		(27.40)	(795.20)
Proceeds from maturity of term deposits with banks		-	635.03
Interest received		56.63	114.95
<b>NET CASH FLOWS USED IN INVESTING ACTIVITIES</b>		<b>(8,528.61)</b>	<b>(11,980.67)</b>
<b>(C) FINANCING ACTIVITIES :</b>			
Proceeds from borrowings - Term loan		3,285.25	8,368.15
Proceeds from VAT/GST Deferment Loan		-	5,591.86
Repayment of borrowings - Term loan		(16,256.68)	(14,800.00)
Repayment of Sales tax deferment loan		-	(1,365.81)
Proceeds of borrowings (net) - working capital loans		(13,478.64)	13,483.36
Principal payments of Lease Liabilities		(310.12)	(213.16)
Finance costs paid		(3,018.49)	(2,936.02)
Dividends paid		(3,585.21)	(4,611.61)
<b>NET CASH FLOWS (USED IN)/FROM FINANCING ACTIVITIES</b>		<b>(33,363.89)</b>	<b>3,516.77</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>		<b>699.95</b>	<b>2,635.76</b>
Cash and cash equivalents at the beginning of the year	13	6,943.78	4,308.02
Cash and cash equivalents at the end of the year	13	7,643.73	6,943.78
Statement of cash flows has been prepared under the indirect method as set out in Ind AS - 7 specified under Section 133 of the Act.			
For changes in liabilities arising from financing activities refer Note 17			
<b>Summary of material accounting policies</b>			
	2.1		

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

As per our report of even date attached

For **B S R & Associates LLP**

Chartered Accountants

ICAI firm registration number: 116231W/W-100024

**Sagar Lulla**

Partner

Membership No.: 137645

Place: New Delhi

Date: May 01, 2024

**For and on behalf of Board of Directors**

**CK. Birla**

Chairman

(DIN 00118473)

**P.C. Jain**

Chief Financial Officer

(FCA 079601)

Place: New Delhi

Date: May 01, 2024

**D.D. Khetrpal**

Managing Director & CEO

(DIN 02362633)

**Diksha Singh**

Company Secretary

(ACS 44999)



# STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2024

## A) Equity Share Capital

Particulars	No. in Lacs	₹ in Lacs
Equity Shares of ₹1 each issued, subscribed and fully paid		
<b>Balance as at April 01, 2022</b>	<b>2,048.69</b>	<b>2,048.69</b>
Changes in equity share capital during 2022-23	-	-
<b>Balance as at March 31, 2023</b>	<b>2,048.69</b>	<b>2,048.69</b>
Changes in equity share capital during 2023-24	-	-
<b>Balance as at March 31, 2024</b>	<b>2,048.69</b>	<b>2,048.69</b>

## B) Other Equity

(₹ in Lacs)

Particulars	Reserves and Surplus			Total
	General Reserve	Employee Stock Options Outstanding	Retained Earnings	
<b>Balance as at April 01, 2022</b>	<b>71,056.95</b>	<b>1,168.34</b>	<b>78,268.84</b>	<b>1,50,494.13</b>
Profit for the year	-	-	12,281.51	<b>12,281.51</b>
Other Comprehensive Income for the year (Remeasurement gain on defined benefit plans)	-	-	132.05	<b>132.05</b>
<b>Total comprehensive Income for the year</b>	-	-	<b>12,413.56</b>	<b>12,413.56</b>
Transferred to retained earnings*	-	(467.34)	467.34	-
Share based payments (Note 35)	-	23.33	-	<b>23.33</b>
<b>Transactions with owners, recorded directly in equity</b>				
<b>Contributions by and distributions to owners</b>				
Dividends (Note 46)	-	-	(4,609.54)	<b>(4,609.54)</b>
<b>Balance as at March 31, 2023</b>	<b>71,056.95</b>	<b>724.33</b>	<b>86,540.20</b>	<b>1,58,321.48</b>
Profit for the year	-	-	17,485.27	<b>17,485.27</b>
Other Comprehensive Income for the year (Remeasurement gain on defined benefit plans)	-	-	(62.63)	<b>(62.63)</b>
<b>Total comprehensive Income for the year</b>	-	-	<b>17,422.64</b>	<b>17,422.64</b>
Transferred to retained earnings*	-	(701.01)	701.01	-
Share based payments (Note 35)	-	116.64	-	<b>116.64</b>
<b>Transactions with owners, recorded directly in equity</b>				
<b>Contributions by and distributions to owners</b>				
Dividends (Note 46)	-	-	(3,585.21)	<b>(3,585.21)</b>
<b>Balance as at March 31, 2024</b>	<b>71,056.95</b>	<b>139.96</b>	<b>1,01,078.64</b>	<b>1,72,275.55</b>

\*in relation to options expired after the exercised period.

**Summary of material accounting policies****Note 2.1**

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

As per our report of even date attached

For **B S R & Associates LLP**

Chartered Accountants

ICAI firm registration number: 116231W/W-100024

**Sagar Lulla**

Partner

Membership No.: 137645

For and on behalf of Board of Directors

**CK. Birla**Chairman  
(DIN 00118473)**D.D. Khetrapal**Managing Director & CEO  
(DIN 02362633)**P.C. Jain**Chief Financial Officer  
(FCA 079601)**Diksha Singh**Company Secretary  
(ACS 44999)

Place: New Delhi

Date: May 01, 2024

Place: New Delhi

Date: May 01, 2024

# NOTES TO THE IND AS FINANCIAL STATEMENTS

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 1. Corporate information

Orient Cement Limited ("the Company") having CIN: L26940OR2011PLC013933, Regd. Office : Unit VIII, Plot 7, Bhoinagar, Bhubaneswar - 751012 (Odisha), is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on National Stock Exchange of India and Bombay Stock exchange in India. The cement undertaking of Orient Paper & Industries Limited (OPIL) was transferred to the Company on a going concern basis w.e.f. 1st April 2012, pursuant to the scheme of arrangement approved by the Hon'ble High Court of Orissa.

The Company is primarily engaged in the manufacture and sale of Cement and its manufacturing facilities are located at Devapur in Telangana, Chittapur in Karnataka and Jalgaon in Maharashtra.

## 2. Basis of preparation

### A. Statement of Compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) notified under section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act.

These Ind AS financial statements are authorised for issue in accordance with a resolution of the Board of Directors on May 01, 2024.

### B. Functional and Presentation currency

The Ind AS financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lacs (INR 00,000), except when otherwise indicated.

### C. Basis of measurement

These Ind AS financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair value and net defined benefit (asset)/liability measured as per actuarial valuation.

### D. Use of estimates and judgements

In preparing these financial statements, management has made judgements and estimates that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, Income and expenses. Actual results may differ from the estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

#### (i) Judgement

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes.

- Note 20 – Deferred tax liabilities (net).
- Note 35 - Shared Based payments – ESOPs.
- Note 36 – Leases, whether an arrangement contains leases.
- Note 38 - Contingencies.
- Note 48 - Financial instruments - Fair values and risk management.

#### (ii) Assumptions and estimation uncertainties:

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2024 is included in the following notes:

- Note 3 and 4 – Useful lives of property, plant and equipment, and Intangible assets.
- Note 20 – Deferred tax liabilities (net).





# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

- Note 34 - Measurement of defined benefit obligations and key actuarial assumptions.
- Note 38 - Contingencies.
- Note 42 – Measurement of ECL allowance for trade receivables.
- Note 48 - Financial instruments - Fair values and risk management.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

## Taxes

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses including unabsorbed depreciation can be utilised. Significant management estimate and assumptions is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Further, details on taxes are disclosed in Note 20.

## Provision for Restoration cost and rehabilitation and resettlement cost obligations relating to mines

In determining the fair value of the Restoration cost and rehabilitation and resettlement cost obligation relating to mines, assumptions and estimates are made in relation to discount rates, the expected cost to be incurred over the specified period and the expected timing of such costs. Also refer Note 19.

## Useful Lives of Property, plant and equipment

The Company uses technical expertise along with historical and industry trends for determining the economic life of an certain asset/component of an asset. The useful lives are reviewed by management yearly and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the assets.

## Defined benefit plans

The cost of defined benefit gratuity plan and its present value of the obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, an employee benefit obligation is highly sensitive to changes in these assumptions particularly the discount rate and estimate of future salary increase. All assumptions are reviewed at each reporting date.

In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases are based on expected future inflation rates.

Further details about gratuity obligations are given in Note 34.

## Share-based payments

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using the Black Scholes Model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 35.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a Discounted Cash Flow (DCF) model. The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the recoverable amounts of cash-generating units have been determined based on value in use calculations. These calculations require the use of estimates such as discount rates and growth rates.

## 2.1 Material accounting policies

### (a) Property, plant and equipment (PPE)

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if 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.

Property, plant and equipment (including capital work in progress) is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major overhaul is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Material items such as spare parts, stand-by equipment and service equipment are classified as PPE when they meet the definition of PPE as specified in Ind AS 16 – Property, Plant and Equipment.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Freehold Land and buildings are measured at historical cost less accumulated depreciation on buildings and impairment losses, if any.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of the asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company and the subsequent expenditure can be measured reliably.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Depreciation is calculated on the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives, and is generally recognised in the statement of profit and loss. Depreciation is provided under straight line basis using the estimated useful lives of the assets as follows -

Class of Assets	Useful Lives estimated by the management	Useful Lives as stated in the Companies Act, 2013
Freehold Land	No depreciation except on freehold mining land Freehold mining land is depreciated over the period of respective mining agreement (42 to 44 years).	
Factory Buildings	30 years	30 years
Non-Factory Buildings	5 to 60 years	5 to 60 years
Railway Sidings	15 years	15 years
Plant and equipment	5 to 25 years	5 to 25 years
Power plant	40 years	40 years
Furniture and Fixtures	8 to 10 years	8 to 10 years
Computers	3 years	3 years
Office Equipment	5 years	5 years
Vehicles	10 years	10 years

Depreciation on property, plant and equipment added / disposed-off during the year is provided on pro-rata basis with reference to the date of addition/disposal. The management has estimated, supported by technical assessment by experts, the useful lives of certain plant and equipment as 5 to 25 years. These lives are lower than those indicated in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The residual values, useful lives, and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

## Production stripping costs

Production stripping costs are incurred to extract the ore in the form of inventories and/or to improve access to an additional component of an ore body or deeper levels of material.

The Company recognises a stripping activity asset in the production phase if, and only if, all of the following conditions are met: it is probable that the future economic benefit (improved access to the ore body) associated with the stripping activity will flow to the Company, the Company can identify the component of the ore body for which access has been improved and the costs relating to the improved access to that component can be measured reliably.

Such costs are presented within mining assets. After initial recognition, stripping activity assets are carried at cost less accumulated amortisation and impairment, if any. The expected useful life of the identified component of the ore body is used to depreciate or amortise the stripping asset.

## (b) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalised and expenditure is reflected in the Statement of Profit and Loss in the year in which the expenditure is incurred.

Cost of an item of intangible assets comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of preparing the asset for its intended use.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

A summary of the policies applied to the Company's intangible assets is, as follows:

Class of Intangible Asset	Useful Lives estimated by the management	Amortisation method used
Specialized Software	3 years	Amortised on a straight-line basis over the period of agreement
Mining Rights	10 to 50 years	Amortised on a straight-line basis over the period of licence / agreement (reflective of usages pattern)

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the assets is derecognised.

## (c) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## (d) Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

### Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

### Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

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

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (f) Impairment of non-financial assets.

### Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset (refer Note 18).

### Short-term leases and leases of low-value assets

The Company has elected not to recognise ROU and lease liabilities for short-term leases that have a lease term of 12 months or lower and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense over the lease term. The related cash flows are classified as Operating activities in the Statement of Cash Flows.

### Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## (e) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. Impairment losses of continuing operations, including impairment on inventories, are recognised in the Statement of Profit and Loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit and Loss.

Intangible assets with indefinite useful lives are tested for impairment annually at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

## (f) Government grants and subsidies

Grants and subsidies from the government are recognised when there is reasonable assurance that (i) the Company will comply with the conditions attached to them, and (ii) the grant/subsidy will be received.

When the grant or subsidy relates to revenue, it is recognised as income on a systematic basis in the Statement of Profit and Loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it is deducted while calculating carrying amount of the asset. The grant is recognised in the Statement of Profit and Loss over the life of the depreciable asset as a reduced depreciation expense.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to the Statement of Profit and Loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities in respect of loans / assistances received.

## (g) Inventories

Raw materials, fuels, stores and spares and packing materials are valued at lower of cost and net realizable value. However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on weighted average basis which includes expenditure incurred for acquiring inventories like purchase price, import duties, taxes (net of tax credit) and other costs incurred in bringing the inventories to their present location and condition.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Work-in-progress and finished goods are valued at lower of cost and net realisable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of such inventories is computed on annual weighted average basis.

Saleable scrap, whose cost is not identifiable, is valued at net realisable value.

Net realisable value (NRV) is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. The comparison of cost and is made on item by item basis.

## (h) Revenue from contract with customer

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

### Sale of goods

Revenue from sale of goods is recognised on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods. The normal credit term is 0 to 90 days upon delivery. The revenue is measured based on the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions. As the period between the date on which the Company transfers the promised goods to the customer and the date on which the customer pays for these goods is generally one year or less, no financing components are considered.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated.

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

## (i) Retirement and other employee benefits

### Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably

### Defined contribution plans

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

### Defined benefit plans

Gratuity liability is a defined benefit obligation and is provided for on the basis of actuarial valuation done on projected unit credit method at the balance sheet date.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income in the period in which they occur. Re-measurements are not reclassified to Statement Profit and Loss in subsequent periods.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined plan when the settlement occurs.

## Other long-term employee benefits

The Company treats accumulated leaves expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the end of each financial year. The Company presents the leave as current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date. Where the Company has unconditional legal and contractual right to defer the settlement for the period beyond 12 months, the same is presented as non-current liability. Actuarial gains/losses are immediately taken to the Statement of Profit and Loss and are not deferred.

## (j) Taxes

### Income Tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in Other comprehensive income. The Group has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under Ind AS 37 Provisions, of and Contingent Assets.

### (i) Current Taxes

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

### (ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that:
  - is not a business combination; and
  - at the time of the transaction (i) affects neither accounting nor taxable profit or loss and (ii) does not give rise to equal taxable and deductible temporary differences
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.





# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. For this purpose, the carrying amount of investment property is presumed to be recovered through sale.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Minimum alternate tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax for the year. The Company recognises MAT credit available as deferred tax asset only when there is convincing evidence that sufficient taxable profit will be available to allow all or part of MAT credit to be utilised during the specified period, i.e., the period for which such credit is allowed to be utilised. In the year in which the Company recognises MAT credit as an asset, it is created by way of credit to the Statement of Profit and Loss and shown as part of deferred tax asset. The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

The Company is entitled to tax holiday under the Income Tax Act, 1961 enacted in India. No deferred tax (asset or liability) is recognised in respect of temporary differences which reverse during the tax holiday period, to the extent the concerned entity's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of temporary differences which reverse after the tax holiday period is recognised in the year in which the temporary difference originates.

## (k) Segment reporting

### Identification of segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Managing Director & CEO to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the Chief Operating Decision Maker ("CODM") evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments. The analysis of geographical segments is based on the areas in which the customers of the Company are located.

## (l) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

## (m) Provisions

A provision is recognised when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

### Mines Restoration Provision

An obligation for restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the development or ongoing extraction from mines. Costs arising from restoration at closure of the mines and other site preparation work are provided for based on their discounted net present value, with a corresponding amount being capitalised at the start of each project. The amount provided for is recognised, as soon as the obligation to incur such costs arises. These costs are charged to the Statement of Profit and Loss over the life of the operation through the depreciation of the asset and the unwinding of the discount on the provision. The costs are reviewed periodically and are adjusted to reflect known developments which may have an impact on the cost or life of operations. The cost of the related asset is adjusted for changes in the provision due to factors such as updated cost estimates, new disturbance and revisions to discount rates. The adjusted cost of the asset is depreciated prospectively over the lives of the assets to which they relate. The unwinding of the discount is shown as a finance cost in the Statement of Profit and Loss.

## (n) Contingent liabilities and Contingent Assets

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

Contingent assets are not recognised in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised. A contingent asset is disclosed, in financial statements, where an inflow of economic benefits is probable. It is reviewed at each balance sheet date.

## (o) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value and are also used for the purpose of Statement of Cash Flows, as these are considered an integral part of the Company's cash management.

## (p) Employee stock options

Certain employees of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. The cost is recognised, together with a corresponding increase in reserves, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

## (q) Financial instruments

### i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. trade receivables that do not contain a significant financing component are measured at transaction price (net of variable consideration). All other financial assets and liabilities are recognised are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A Financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

### ii. Financial assets - classification and subsequent measurement:

- Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in the statement of profit and loss.

### iii. Financial liabilities - classification and subsequent measurement:

Financial liabilities are classified as either financial liabilities at FVTPL or other financial liabilities.

- Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL. Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

- Other financial liabilities

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

#### iv. De-recognition of financial instruments

- Financial asset

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters transaction whereby it transfers assets recognised on its balance sheet but retains either all or substantially all the risks and rewards of the transferred assets, the transferred assets are not derecognised.

- Financial liability

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or the same expires.

The Company also derecognise a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the statement of profit and loss.

#### v. Offsetting

Financial assets and financial liabilities are offset and the net amount is presented in the Balance Sheet when, and only when, the Company has a legally enforceable right to set off the amount and intends to settle them on a net basis or to realise the asset and settle the liability simultaneously.

#### vi. Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

**Level 1:** Quoted (unadjusted) market prices in active markets for identical assets or liabilities

**Level 2:** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

**Level 3:** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

When the fair values of financial assets and financial liabilities recorded in the financial statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgements is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk volatility and discount rates. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

## vii. Impairment

- Financial assets (other than at fair value)

The Company assesses at each date of the balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses ('ECL') to be measured through a loss allowance. The Company recognises lifetime expected losses for trade receivables and contract assets that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. The Company write-off's the receivables only on completion of the legal proceedings or if it is certain that the balance will not be recoverable.

## (r) Statement of Cash Flows

Cash flows are reported using the indirect method, whereby the net profit before tax 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 item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

## (s) Other income

Interest income is recognised using the time proportion method, based on the underlying interest rates.

## (t) Changes in material accounting policy

### (i) Material accounting policy information

The Company adopted Disclosure of Accounting Policies (Amendments to Ind AS 1) from 01 April 2023. Although the amendments did not result in any changes in the accounting policies themselves, they impacted the accounting policy information disclosed in the financial statements.

The amendments require the disclosure of 'material' rather than 'significant' accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand other information in the financial statements.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 3. Property, plant and equipment

(₹ In lacs)

Particulars	Freehold Land (a)	Freehold Mining Land (a)	Factory Buildings	Non-Factory Buildings	Railway Sidings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computers	Total
<b>Cost</b>											
<b>April 01, 2022</b>	<b>5,809.99</b>	<b>9,622.74</b>	<b>6,531.14</b>	<b>27,191.29</b>	<b>7,469.60</b>	<b>2,29,471.77</b>	<b>1,148.31</b>	<b>766.01</b>	<b>561.26</b>	<b>1,133.91</b>	<b>2,89,706.02</b>
Additions	-	193.71	-	556.30	1,335.88	1,222.28	26.16	154.39	27.04	38.92	3,554.68
Disposals	-	-	-	-	2.63	246.60	36.33	65.78	20.21	108.85	480.40
<b>March 31, 2023</b>	<b>5,809.99</b>	<b>9,816.45</b>	<b>6,531.14</b>	<b>27,747.59</b>	<b>8,802.85</b>	<b>2,30,447.45</b>	<b>1,138.14</b>	<b>854.62</b>	<b>568.09</b>	<b>1,063.98</b>	<b>2,92,780.30</b>
Additions	-	-	-	10.01	-	12,669.12	48.56	7.47	61.00	128.78	12,924.94
Disposals	-	-	-	3.56	-	516.57	98.60	1.26	61.90	263.77	945.66
<b>March 31, 2024</b>	<b>5,809.99</b>	<b>9,816.45</b>	<b>6,531.14</b>	<b>27,754.04</b>	<b>8,802.85</b>	<b>2,42,600.00</b>	<b>1,088.10</b>	<b>860.83</b>	<b>567.19</b>	<b>928.99</b>	<b>3,04,759.58</b>
<b>Depreciation and amortisation</b>											
<b>April 01, 2022</b>	<b>-</b>	<b>718.80</b>	<b>1,449.46</b>	<b>8,038.36</b>	<b>1,556.71</b>	<b>70,683.13</b>	<b>688.14</b>	<b>290.43</b>	<b>346.97</b>	<b>909.83</b>	<b>84,681.83</b>
Charge for the year	-	420.44	222.25	1,331.74	525.78	11,371.97	74.54	63.14	77.38	78.28	14,165.52
Disposals	-	-	-	-	-	229.45	17.48	49.49	13.98	102.04	412.44
<b>March 31, 2023</b>	<b>-</b>	<b>1,139.24</b>	<b>1,671.71</b>	<b>9,370.10</b>	<b>2,082.49</b>	<b>81,825.65</b>	<b>745.20</b>	<b>304.08</b>	<b>410.37</b>	<b>886.07</b>	<b>98,434.91</b>
Charge for the year	-	421.28	222.25	1,303.09	554.26	11,517.99	66.40	67.79	67.97	68.93	14,289.96
Disposals	-	-	-	3.39	-	447.31	75.56	1.06	57.35	250.55	835.22
<b>March 31, 2024</b>	<b>-</b>	<b>1,560.52</b>	<b>1,893.96</b>	<b>10,669.80</b>	<b>2,636.75</b>	<b>92,896.33</b>	<b>736.04</b>	<b>370.81</b>	<b>420.99</b>	<b>704.45</b>	<b>1,11,889.65</b>
<b>Net book value</b>											
<b>March 31, 2024</b>	<b>5,809.99</b>	<b>8,255.93</b>	<b>4,637.18</b>	<b>17,084.24</b>	<b>6,166.10</b>	<b>1,49,703.67</b>	<b>352.06</b>	<b>490.02</b>	<b>146.20</b>	<b>224.54</b>	<b>1,92,869.93</b>
<b>March 31, 2023</b>	<b>5,809.99</b>	<b>8,677.21</b>	<b>4,859.43</b>	<b>18,377.49</b>	<b>6,720.36</b>	<b>1,48,621.80</b>	<b>392.94</b>	<b>550.54</b>	<b>157.72</b>	<b>177.91</b>	<b>1,94,345.39</b>

### Notes:

- a. The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the Company except as disclosed below –

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/ director/ employee of promoter/ director	Property held since which date	Reason for not being held in the name of the company
Property, plant and equipment	Freehold land	₹ 752.08 lacs (March 31, 2023: ₹ 752.08 lacs)	Orient Paper & Industries Ltd.	No	July 27, 2012	Mutation under progress

- b. For charge created on Property, plant and equipment of the Company towards borrowings, refer Note 17.  
c. For disclosure on capital commitments, refer Note 37.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 4. Intangible assets

(₹ In lacs)

Particulars	Computer software	Mining Rights	Total
<b>Cost</b>			
<b>April 01, 2022</b>	<b>1,077.18</b>	<b>7,515.98</b>	<b>8,593.16</b>
Additions	48.99	330.94	379.93
<b>March 31, 2023</b>	<b>1,126.17</b>	<b>7,846.92</b>	<b>8,973.09</b>
Additions	5.30	-	5.30
Disposals	746.12	-	746.12
Other adjustments	-	(440.19)	(440.19)
<b>March 31, 2024</b>	<b>385.35</b>	<b>7,406.73</b>	<b>7,792.08</b>
<b>Amortisation</b>			
<b>April 01, 2022</b>	<b>991.38</b>	<b>1,696.49</b>	<b>2,687.87</b>
Charge for the year	51.68	207.37	259.05
<b>March 31, 2023</b>	<b>1,043.06</b>	<b>1,903.86</b>	<b>2,946.92</b>
Charge for the year	40.57	238.81	279.38
Disposals	744.37	-	744.37
<b>March 31, 2024</b>	<b>339.26</b>	<b>2,142.67</b>	<b>2,481.93</b>
<b>Net book value</b>			
<b>March 31, 2024</b>	<b>46.09</b>	<b>5,264.06</b>	<b>5,310.15</b>
<b>March 31, 2023</b>	<b>83.11</b>	<b>5,943.06</b>	<b>6,026.17</b>

Notes to 3 & 4 - During the year, the Company has capitalised the following expenses to cost of capital work-in-progress

(₹ In lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
a) Pre-Operative expenses pending allocation		
Rent and hire charges	5.68	0.45
Salary and wages (incl. Contribution to provident and other funds)	126.53	6.49
Employees Welfare Expenses	0.99	-
Consultancy charges	89.76	2.03
Miscellaneous Expenses	24.05	8.34
	<b>247.01</b>	<b>17.31</b>
b) Add: Balance brought forward from previous year	975.88	970.69
c) Less: Capitalised/ Charged to Statement of Profit and Loss	95.23	12.12
<b>d) Balance pending allocation included in Capital work-in-progress (a+b-c)</b>	<b>1,127.66</b>	<b>975.88</b>

## 5 a. Movement of capital work-in-progress (CWIP)

(₹ In lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Opening balance</b>	<b>13,974.28</b>	<b>3,976.86</b>
Add : Additions during the year (net)	7,800.43	13,932.03
Less : Capitalised during the year	12,887.80	3,934.61
<b>Closing balance</b>	<b>8,886.91</b>	<b>13,974.28</b>

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## CWIP ageing schedule

(₹ In lacs)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Project in progress</b>					
Rajasthan (Shambhupura) Project	151.35	5.19	14.35	956.34	1,127.23
Waste Heat Recovery System (At Chittapur plant)	1,259.70	894.16	-	-	2,153.86
Colony expansion (At Devapur Plant)	2,340.01	330.29	1.20	-	2,671.50
Others	1,933.74	437.68	377.73	185.17	2,934.32
<b>March 31, 2024</b>	<b>5,684.80</b>	<b>1,667.32</b>	<b>393.28</b>	<b>1,141.51</b>	<b>8,886.91</b>
Rajasthan (Shambhupura) Project	5.19	14.35	95.88	860.46	975.88
Waste Heat Recovery System (At Chittapur plant)	7,427.31	1.75	-	-	7,429.06
Colony expansion (At Devapur Plant)	330.29	1.20	-	-	331.49
Fly Ash Rake Unloading System (At Chittapur Plant)	2,510.96	455.68	-	-	2,966.64
Others	1,440.14	637.16	30.62	163.29	2,271.21
<b>March 31, 2023</b>	<b>11,713.89</b>	<b>1,110.14</b>	<b>126.50</b>	<b>1,023.75</b>	<b>13,974.28</b>

### Notes -

- (a). The Company does not have any CWIP which is overdue or has exceeded its cost compared to its original plan and hence CWIP completion schedule is not applicable.
- (b). There are no suspended projects as at March 31, 2024 and March 31, 2023.

## 5 b. Right of use assets

(₹ In lacs)

Particulars	Buildings	Computers	Plant and Machinery	Total
<b>Cost</b>				
<b>April 01, 2022</b>	<b>674.42</b>	<b>-</b>	<b>-</b>	<b>674.42</b>
Additions	-	305.57	-	305.57
<b>March 31, 2023</b>	<b>674.42</b>	<b>305.57</b>	<b>-</b>	<b>979.99</b>
Other adjustments	50.42	-	-	50.42
Additions	-	-	3,583.06	3,583.06
<b>March 31, 2024</b>	<b>724.84</b>	<b>305.57</b>	<b>3,583.06</b>	<b>4,613.47</b>
<b>Depreciation</b>				
<b>April 01, 2022</b>	<b>89.54</b>	<b>-</b>	<b>-</b>	<b>89.54</b>
Charge for the year	224.81	32.33	-	257.14
<b>March 31, 2023</b>	<b>314.35</b>	<b>32.33</b>	<b>-</b>	<b>346.68</b>
Charge for the year	198.46	88.08	60.57	347.11
<b>March 31, 2024</b>	<b>512.81</b>	<b>120.41</b>	<b>60.57</b>	<b>693.79</b>
<b>Net book value</b>				
<b>March 31, 2024</b>	<b>212.03</b>	<b>185.16</b>	<b>3,522.49</b>	<b>3,919.68</b>
<b>March 31, 2023</b>	<b>360.07</b>	<b>273.24</b>	<b>-</b>	<b>633.31</b>





# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 6. Loans

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
<b>At Amortised Cost</b>		
<b>Non-current</b>		
<b>Unsecured, considered good</b>		
Loans to employees	1.50	2.93
	<b>1.50</b>	<b>2.93</b>
<b>Current</b>		
<b>Unsecured, considered good</b>		
Loans to employees	2.23	3.19
	<b>2.23</b>	<b>3.19</b>
<b>Total Loans</b>	<b>3.73</b>	<b>6.12</b>

### Notes:

- Information about the Company's exposure to credit risk, market risk and fair value measurement is included in Notes 42 and 48.
- No loans are due from directors or other officers of the Company either severally or jointly with any other person nor any loans are due from firms or private companies respectively in which any director is a partner, a director or a member.

## 7. Other financial assets

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
<b>Non-current</b>		
Security deposits	1,165.59	1,121.96
Deposit with original maturity for more than 12 months at amortised cost (Refer Note a) (Including interest accrued thereon)	1,215.53	1,134.86
	<b>2,381.12</b>	<b>2,256.82</b>
<b>Current</b>		
Interest accrued on deposits	43.66	43.79
Claims and other receivables (Refer Note b)	819.24	1,039.89
Less: Loss allowance	24.23	23.49
	<b>795.01</b>	<b>1,016.40</b>
	<b>838.67</b>	<b>1,060.19</b>
<b>Total other financial assets</b>	<b>3,219.79</b>	<b>3,317.01</b>

### Notes :

- Deposits for ₹ 1,137.72 lacs (March 31, 2023: ₹ 1,110.31 lacs) are pledged with Government Departments/Banks as security.
- Includes ₹ 576.75 lacs (March 31, 2023 : ₹ 576.75 lacs) receivable towards reimbursement of sales tax under Industrial Investment Promotion Policy (IIPP 2005-2010) Scheme of Andhra Pradesh. Other receivables are in the nature of Renewable Energy Certificates receivable, discount receivable on fuels, etc..
- Information about the Company's exposure to credit risk, market risk and fair value measurement is included in Notes 42 and 48.

## 8. Current tax assets (net)

(₹ In lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Advance Income tax (Net of Provision)	15.11	69.00
	<b>15.11</b>	<b>69.00</b>

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 9. Other assets

Particulars	March 31, 2024	March 31, 2023
(₹ In lacs)		
<b>Non-current (Unsecured)</b>		
Capital advances		
Considered good	100.41	358.67
Considered doubtful	43.27	43.27
	<b>143.68</b>	<b>401.94</b>
Less : Loss allowance	43.27	43.27
	<b>100.41</b>	<b>358.67</b>
Trade and other deposits	752.18	914.07
Deposits against demand under dispute	1,357.34	1,356.67
Prepaid expenses	299.32	404.04
	<b>2,509.25</b>	<b>3,033.45</b>
<b>Current (Unsecured)</b>		
Advance to suppliers		
Considered good	1,299.04	4,899.71
Considered doubtful	155.92	167.91
	<b>1,454.96</b>	<b>5,067.62</b>
Less : Loss allowance	155.92	167.91
	<b>1,299.04</b>	<b>4,899.71</b>
Prepaid expenses	780.26	773.00
Excess Corporate Social Responsibility (CSR) amount spent, available for carry forward (Note 45)	16.57	-
Balances with excise, customs and other government authorities	1,407.70	1,186.64
	<b>3,503.57</b>	<b>6,859.35</b>
<b>Total other assets</b>	<b>6,012.82</b>	<b>9,892.80</b>

## 10. Inventories

Particulars	March 31, 2024	March 31, 2023
(₹ In lacs)		
<b>Valued at lower of cost and net realisable value</b>		
Raw materials	3,980.81	2,638.28
Work-in-progress	3,505.75	3,916.43
Finished goods	3,051.34	2,989.10
Packing material	390.47	455.55
Stores and spares	7,934.77	9,672.44
Fuels	14,853.21	15,044.39
<b>At net realisable value</b>		
Scrap	298.94	375.23
	<b>34,015.29</b>	<b>35,091.42</b>
The above includes stock in transit:		
Raw materials	66.36	135.54
Work-in-progress	201.58	317.13
Finished goods	365.00	-
Packing material	-	26.57
Stores and spares	12.21	13.75
Fuels	5,812.82	4,116.96
	<b>6,457.97</b>	<b>4,609.95</b>

### Notes :

- a. Inventories are pledged against the borrowings of the Company as referred in Note 17.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 11. Investments

(₹ In lacs)

Particulars	Number of Shares		Face Value ₹	March 31, 2024	March 31, 2023
	March 31, 2024	March 31, 2023			
<b>Non-current investments</b>					
<b>Investment in companies at fair value through profit and loss</b>					
<b>Unquoted, equity securities, fully paid</b>					
AMP Solar Systems Private Limited (Refer Note (a))	41,624	41,624	10.00	4.16	4.16
Ardeur Renewables Private Limited (Refer Note (b))	9,13,750	-	10.00	731.00	-
<b>Unquoted, debt securities, fully paid</b>					
0.01% compulsorily-convertible debentures in AMP Solar Systems Private Limited (Refer Note (a))	41,233	41,233	1,000.00	412.33	412.33
				<b>1,147.49</b>	<b>416.49</b>
Aggregate book value of unquoted investments				1,147.49	416.49
Aggregate carrying value of unquoted investments				1,147.49	416.49

### Notes :

- The purpose of investment in AMPSolar Systems Private Limited ("AMP Solar") was to set up a solar power plant in Maharashtra under Captive Scheme for Company's grinding unit at Jalgaon.
- During the year, The Company has entered into a Share Subscription and Shareholders' Agreement (SSSHA) with Cleantech Solar India OA2 Pte. Ltd and Ardeur Renewables Private Limited ("SPV") for the purpose of setting up solar power plant with a capacity of 16 MWdc for Chittapur plant in the state of Karnataka and 3.7 MWdc for Jalgaon plant in the state of Maharashtra under Captive Scheme. The Company has paid an investment consideration of ₹ 731.00 lakhs to acquire 913,750 equity shares of Ardeur Renewables Private Limited at ₹ 80.00 (Face Value of ₹ 10.00) each constituting 29.13% stake of the SPV's equity share capital.
- Information about the Company's exposure to credit risk, market risk and fair value measurement is included in Notes 42 and 48.

As per the terms of the agreement and in-line with the guidance under the standards, These investments would not be a subsidiary or associate of the Company.

## 12. Trade receivables

(₹ In lacs)

Particulars	As at	As at
	March 31, 2024	March 31, 2023
Secured, considered good	1,264.71	1,453.49
Unsecured, considered good	20,995.73	15,373.20
Trade receivables which have significant increase in credit risk	562.90	451.85
	<b>22,823.34</b>	<b>17,278.54</b>
Less : Loss allowance	386.17	386.17
	<b>22,437.17</b>	<b>16,892.37</b>

### Notes :

- Trade receivables are pledged against the borrowings of the Company as referred in Note 17.
- For ageing analysis of trade receivables, refer Note 43(a).
- No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.
- Information about the Company's exposure to credit risk, market risk and fair value measurement is included in Notes 42 and 48.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 13. Cash and cash equivalents

Particulars	(₹ In lacs)	
	As at March 31, 2024	As at March 31, 2023
Balances with banks in current accounts	7,105.68	6,431.70
Cheques on hand	535.63	509.32
Cash on hand	2.42	2.76
	<b>7,643.73</b>	<b>6,943.78</b>

## 14. Other bank balances

Particulars	(₹ In lacs)	
	As at March 31, 2024	As at March 31, 2023
Unpaid dividend accounts (Refer Note a)	61.62	67.99
	<b>61.62</b>	<b>67.99</b>

### Note:

- a. Earmarked for payment of unpaid dividend only.

## 15. Equity share capital

Particulars	(₹ In lacs)			
	March 31, 2024		March 31, 2023	
Authorised share capital (Equity Shares of ₹ 1 each)	5,000.00	5,000.00	5,000.00	5,000.00
Issued, subscribed and fully paid-up (Equity Shares of ₹ 1 each fully paid-up)	2,048.69	2,048.69	2,048.69	2,048.69

There is no change in the number of shares in current year and corresponding previous year.

### a) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 1 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

During the year ended March 31, 2024, final dividend of ₹ 1 per share (March 31, 2023: ₹ 1.75 per share) and Interim dividend of ₹ 0.75 per share (March 31, 2023: ₹ 0.50 per share) was recognised for distribution to equity shareholders respectively.

The Board of Directors, at its meeting on May 01, 2024, have proposed a final dividend of ₹ 1.50 per equity share for the financial year ended March 31, 2024. The proposal is subject to the approval of shareholders at the forthcoming Annual General Meeting and if approved would result in a cash outflow of approximately ₹ 3,073.04 lacs. Final dividend is accounted for in the year in which it is approved by the shareholders. The proposed dividend is inclusive of Tax deducted at source.

During the five years period ended March 31, 2024, no shares have been bought back or issued for consideration other than cash and no bonus shares have been issued.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## b) Details of shareholders holding more than 5% shares in the Company

Particulars	March 31, 2024		March 31, 2023	
	No. in lacs	% holding in the class	No. in lacs	% holding in the class
<b>Equity shares of ₹ 1 each fully paid</b>				
Central India Industries Limited	498.49	24.33	498.49	24.33
Shekhavati Investments and Traders Limited	127.55	6.23	127.55	6.23

## c) Details of shareholding of the promoters

Name of the Promoter	March 31, 2024			March 31, 2023		
	No. in lacs	% holding in the class	% of change during the year	No. in lacs	% holding in the class	% of change during the year
<b>Equity shares of ₹1 each fully paid</b>						
<b>Individuals</b>						
Chandrakant Birla	31.54	1.54	-	31.54	1.54	-
Amita Birla	3.88	0.19	-	3.88	0.19	-
Nirmala Birla	30.22	1.47	-	30.22	1.47	-
Avani Birla	1.30	0.06	-	1.30	0.06	-
Avanti Birla	1.30	0.06	-	1.30	0.06	-
<b>Any Other (Bodies Corporate)</b>						
Amer Investments (Delhi) Limited	14.22	0.69	-	14.22	0.69	-
Hindusthan Discounting Company Limited	22.31	1.09	-	22.31	1.09	-
National Engineering Industries Limited	5.37	0.26	-	5.37	0.26	-
Jaipur Finance and Dairy Products Private Limited	2.08	0.10	-	2.08	0.10	-
India Silica Magnesite Works Limited	2.00	0.10	-	2.00	0.10	-
Universal Trading Company Limited	9.72	0.47	-	9.72	0.47	-
Central India Industries Limited	498.49	24.33	-	498.49	24.33	-
Rajasthan Industries Limited	5.04	0.25	-	5.04	0.25	-
Shekhavati Investments and Traders Limited	127.55	6.23	-	127.55	6.23	-
Ashok Investment Corporation Limited	3.60	0.18	-	3.60	0.18	-
Gwallior Finance Corporation Limited	15.93	0.78	-	15.93	0.78	-
Bengal Rubber Company Limited	1.95	0.10	-	1.95	0.10	-

d) For details of shares reserved for issue under the Employee Stock Option Plan (ESOP) of the Company, refer Note 35.

## 16. Other equity

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
<b>General Reserve</b>	<b>71,056.95</b>	<b>71,056.95</b>
<b>Employee Stock Options Outstanding (Note 35)</b>		
Opening Balance	724.33	1,168.34
Add: Charge for the year	116.64	23.33
Less: Transferred to Retained Earnings *	701.01	467.34
<b>Closing Balance</b>	<b>139.96</b>	<b>724.33</b>
<b>Retained Earnings</b>		
Opening Balance	86,540.20	78,268.84
Add : Profit for the year	17,485.27	12,281.51
Add : Other comprehensive income for the year	(62.63)	132.05
Less : Final dividend	2,048.69	3,585.20
Less : Interim dividend	1,536.52	1,024.34
Add : Transferred from Employee Stock Options Outstanding *	701.01	467.34
<b>Closing Balance</b>	<b>1,01,078.64</b>	<b>86,540.20</b>
<b>Total</b>	<b>1,72,275.55</b>	<b>1,58,321.48</b>

\* in relation to options expired after the exercise period.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

The Description of the nature and purpose of each reserve is as follows -

**General Reserve:** The General reserve is created by a transfer from one component of other equity to another and is not an item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to the Statement of Profit and Loss.

**Employee Stock Options Outstanding:** The Company has share option schemes under which options to subscribe for the Company's shares have been granted to certain executives and senior employees. The share based payment reserve is used to recognise the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remuneration. Refer to Note 35 for further details of these plans.

**Retained earnings:** Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends paid to shareholders. Retained earnings includes re-measurement gain/(loss) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss. Retained earnings is a free reserve available to the Company.

## 17. Borrowings

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
<b>Non-current borrowings</b>	-	-
<b>Term loans (Secured)</b>		
Bank loans	4,370.03	7,322.13
<b>From other parties</b>		
VAT/GST Tax Deferment Loan	2,681.67	2,493.72
	<b>7,051.70</b>	<b>9,815.85</b>
<b>Current borrowings (Secured)</b>		
From Banks		
Loan repayable on demand		
Cash credit	4.72	-
Working capital demand loans	-	13,483.36
Term loan from banks*	5,896.80	15,846.02
	<b>5,901.52</b>	<b>29,329.38</b>
<b>Total borrowings</b>	<b>12,953.22</b>	<b>39,145.23</b>

\* Current maturities of non current borrowings.

### Notes:

a Changes in liabilities arising from financing activities

Particulars	(₹ In lacs)			
	Non-current borrowings*	Current borrowings	Lease liabilities	Total
Opening balance as on April 01, 2023	25,868.05	13,483.36	686.02	40,037.43
Changes from financing cash flows				
Proceeds during the year	3,285.25	4.72	-	3,289.97
Repayment during the year	(16,256.68)	(13,483.36)	-	(29,740.04)
Payment of lease liabilities	-	-	(310.12)	(310.12)
Changes in fair value	187.95	-	-	187.95
Other changes				
New leases during the year	-	-	3,633.48	3,633.48
Interest expense	1,480.79	1,263.46	138.17	2,882.42
Interest paid	(1,616.86)	(1,263.46)	(138.17)	(3,018.49)
<b>Closing balance as on March 31, 2024</b>	<b>12,948.50</b>	<b>4.72</b>	<b>4,009.38</b>	<b>16,962.60</b>



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

(₹ In lacs)

Particulars	Non-current borrowings*	Current borrowings	Lease liabilities	Total
Opening balance as on April 01, 2022	31,113.27	-	593.61	31,706.88
Changes from financing cash flows				
Proceeds during the year	13,960.01	15,483.36	-	29,443.37
Repayment during the year	(16,165.81)	(2,000.00)	-	(18,165.81)
Payment of lease liabilities	-	-	(213.16)	(213.16)
Changes in fair value	(3,159.28)	-	-	(3,159.28)
Other changes				
New leases during the year	-	-	305.57	305.57
Interest expense	3,000.91	-	54.97	3,055.88
Interest paid	(2,881.05)	-	(54.97)	(2,936.02)
<b>Closing balance as on March 31, 2023</b>	<b>25,868.05</b>	<b>13,483.36</b>	<b>686.02</b>	<b>40,037.43</b>

\* including current maturities of non - current borrowings and interest accrued thereon.

b. Details of loans borrowed:

(₹ In lacs)

Name of the Lender	As at March 31, 2024	As at March 31, 2023	Purpose	Repayment terms	Interest rate	Security
HDFC Bank Limited*	-	14,800.00	Re-financing of earlier loan	Repayable in 8 quarterly installments starting from June 2022	5.94% - 9.02% p.a.	First charge on immovable and movable fixed assets, both present and future and second charge on Current Assets of Chittapur taluka unit at Gulbarga District.
HDFC Bank Limited	10,266.83	8,368.15	Reimbursement/ additional construction cost of WHRS and Fly ash rake unloading system in Chittapur.	Repayable in 8 quarterly installments starting from March 2024		
Department of Industries and Commerce, Government of Karnataka	3,798.51	3,798.51	Not applicable	Repayable in 4 annual installments starting from September, 2032.	Interest free loan	Bank Guarantee of equivalent amount
	1,793.35	1,793.35	Not applicable	Repayable in 4 annual installments starting from March, 2033.	Interest free loan	
HDFC Bank Limited	4.72	8,483.36	Working capital	Repayable on demand	7.10% - 7.80% p.a.	First charge on all the stock and book debts of the Company
Axis Bank Limited	-	5,000.00	Working capital	Repayable on demand	7.8% p.a.	
<b>Total</b>	<b>15,863.41</b>	<b>42,243.37</b>				
Less: Adjustment for fair value	(2,910.19)	(3,098.14)				
<b>Total</b>	<b>12,953.22</b>	<b>39,145.23</b>				

\* The Loan is fully repaid during the year.

c. The Company has not made defaults in repayment of principal and interest on the above loans.

d. Information about the Company's exposure to liquidity risk, market risk and fair value measurement is included in Notes 42 and 48.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 18. Lease liabilities

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
<b>Non-current</b>		
Lease Liabilities (Note 36)	3,649.03	371.41
	<b>3,649.03</b>	<b>371.41</b>
<b>Current</b>		
Lease Liabilities (Note 36)	360.35	314.61
	<b>360.35</b>	<b>314.61</b>
	<b>4,009.38</b>	<b>686.02</b>

### Notes :

- a. Information about the Company's exposure to liquidity risk, market risk and fair value measurement is included in Notes 42 and 48.

## 19. Provisions

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
<b>Non-current</b>		
<b>Provision for employee benefits</b>		
Provision for gratuity (Note 34)	2,540.99	2,531.84
<b>Provision for others</b>		
Provision for mining restoration costs	1,030.62	1,082.72
Provision for rehabilitation and resettlement obligation relating to mines	1,377.96	1,528.31
	<b>4,949.57</b>	<b>5,142.87</b>
<b>Current</b>		
<b>Provision for employee benefits</b>		
Provision for gratuity (Note 34)	253.60	207.94
Provision for compensated absences	1,708.15	1,654.15
<b>Provision for others</b>		
Provision for mining restoration costs	5.46	9.25
Provision for rehabilitation and resettlement obligation relating to mines	472.75	1,529.47
	<b>2,439.96</b>	<b>3,400.81</b>
	<b>7,389.53</b>	<b>8,543.68</b>

### Provision for mining restoration costs

The activities of the Company involve mining of land taken under lease. In terms of relevant statutes, the mining areas would require restoration at the end of the mining lease. The future restoration expenses are affected by a number of uncertainties, such as, technology, timing etc. Because of the long-term nature of the liability, the greatest uncertainty in estimating the provision is the costs that will be incurred. In particular, the Company has assumed that the mine will be restored using technology and materials that are currently available. The provision has been calculated using a discount rate of 8.50% p.a, which is the risk-free rate. As per the requirement of Ind AS 37, the management has estimated such future expenses on a best judgment basis and provision thereof has been made in the accounts at their present value. The table below gives information about movement in mining restoration cost provisions.

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
Opening balance	1,091.97	728.04
Add: Arisen during the year	-	330.93
Add: Unwinding of discount	78.92	40.31
Less: Adjustment during the year	123.23	-
Less: Utilised during the year	11.58	7.31
<b>Closing balance</b>	<b>1,036.08</b>	<b>1,091.97</b>
Current	5.46	9.25
Non-current	1,030.62	1,082.72





# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## Provision for rehabilitation and resettlement obligation relating to mines

In terms of Environment clearance given by Ministry of Environment, Forest and Climate Change (MOEF) for the Company's integrated plant at Chittapur, Karnataka, the Company is required to spend ₹ 7,261.62 lacs on socio economic welfare measures by 2025. In the current year, the Company got an extension letter from the Government of Karnataka to spend the remaining liability by September, 2028. There are no uncertainties in the Cash flows. The provision has been calculated using a discount rate of 8.50% p.a, which is the risk-free rate As per the requirement of Ind AS 37, provision thereof has been made in the accounts at their present value. The table below gives information about movement in rehabilitation and resettlement cost provisions.

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Opening balance	3,057.78	3,136.66
Add: Unwinding of discount	266.15	267.08
Less: Adjustment during the year	316.96	-
Less: Utilised during the year	1,156.26	345.96
<b>Closing balance</b>	<b>1,850.71</b>	<b>3,057.78</b>
Current	472.75	1,529.47
Non-current	1,377.96	1,528.31

## 20. Income tax

Income tax expense recognised in the Statement of Profit and Loss comprises:

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Current tax	11,092.86	7,947.75
Change in estimates related to previous year	203.08	-
Deferred tax charge	(638.33)	(1,033.77)
<b>Income tax expense</b>	<b>10,657.61</b>	<b>6,913.98</b>

Entire deferred / income tax for the year ended March 31, 2024 and March 31, 2023 relates to origination and reversal of temporary differences.

Income tax expense recognised in the Other Comprehensive Income comprises:

Particulars	March 31, 2024			March 31, 2023		
	Before tax	Tax (expense) / benefit	Net of tax	Before tax	Tax (expense) / benefit	Net of tax
<b>Items that will not be reclassified to profit or loss</b>						
Remeasurement on defined benefit plans	(96.27)	33.64	(62.63)	202.98	(70.93)	132.05
	<b>(96.27)</b>	<b>33.64</b>	<b>(62.63)</b>	<b>202.98</b>	<b>(70.93)</b>	<b>132.05</b>

A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarised below:

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Profit before Income Tax	28,142.88	19,195.49
Enacted Tax rates in India	34.94%	34.94%
Tax using the enacted rate	9,834.25	6,707.67
<b>Effect of non-deductible expenses</b>		
CSR expenses disallowed under the Income tax Act, 1961	218.13	204.27
Benefit of section 80IA under the Income tax Act, 1961	59.15	(249.68)
Depreciation on mining land	147.21	146.92
Others	(49.17)	(58.51)
ESOP Reversal	244.96	163.31
Change in estimates related to previous year	203.08	-
<b>Income Tax expense</b>	<b>10,657.61</b>	<b>6,913.98</b>

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

The Company, based on assessment and evaluations carried out by the management, continues to pay income tax under older tax regime during the year ended March 31, 2024. The Company did not opt for lower tax rate of 25.17% (inclusive of surcharge and cess) under section 115BAA of the Income Tax Act, 1961 pursuant to Taxation Law (Amendment) Ordinance, 2019, considering accumulated MAT credit, and other benefits under the Income Tax Act, 1961.

The significant temporary differences that resulted in deferred income tax assets and liabilities are as follows:

(₹ In lacs)

Particulars	As at March 31, 2024	As at March 31, 2023	Recognised in Statement of Profit and Loss	Recognised in OCI
<b>Deferred tax liability</b>				
Property, plant and equipment	36,839.29	36,952.30	(113.01)	-
Intangible assets	435.95	637.68	(201.73)	-
Right of use of assets	3,919.68	633.31	3,286.37	-
<b>Gross deferred tax liability (a)</b>	<b>41,194.92</b>	<b>38,223.29</b>	<b>2,971.63</b>	<b>-</b>
<b>Deferred tax asset</b>				
Provisions	2,144.99	1,820.82	290.53	33.64
Impact of business loss and unabsorbed depreciation	1,050.92	1,050.92	-	-
Lease liabilities	4,009.38	686.02	3,323.36	-
Provision for doubtful debts and advances	213.02	216.95	(3.93)	-
<b>Gross deferred tax asset (b)</b>	<b>7,418.31</b>	<b>3,774.71</b>	<b>3,609.96</b>	<b>33.64</b>
<b>Deferred tax liability (a-b)</b>	<b>33,776.61</b>	<b>34,448.58</b>	<b>(638.33)</b>	<b>(33.64)</b>
Less: MAT Credit entitlement	-	5,762.44	-	-
<b>Net deferred tax liability</b>	<b>33,776.61</b>	<b>28,686.14</b>		

(₹ In lacs)

Particulars	As at March 31, 2023	As at March 31, 2022	Recognised in Statement of Profit and Loss	Recognised in OCI
<b>Deferred tax liability</b>				
Property, plant and equipment and Intangible assets	36,952.30	37,825.57	(873.27)	-
Intangible assets	637.68	593.61	44.07	-
Right of use of assets	633.31	584.88	48.43	-
<b>Gross deferred tax liability (a)</b>	<b>38,223.29</b>	<b>39,004.06</b>	<b>(780.77)</b>	<b>-</b>
<b>Deferred tax asset</b>				
Provisions	1,820.82	1,731.00	160.75	(70.93)
Impact of business loss and unabsorbed depreciation	1,050.92	1,050.92	-	-
Lease liabilities	686.02	593.61	92.41	-
Provision for doubtful debts and advances	216.95	217.11	(0.16)	-
<b>Gross deferred tax asset (b)</b>	<b>3,774.71</b>	<b>3,592.64</b>	<b>253.00</b>	<b>(70.93)</b>
<b>Deferred tax liability (a-b)</b>	<b>34,448.58</b>	<b>35,411.42</b>	<b>(1,033.77)</b>	<b>70.93</b>
Less: MAT Credit entitlement	5,762.44	10,239.20	-	-
<b>Net deferred tax liability</b>	<b>28,686.14</b>	<b>25,172.22</b>		



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 21. Trade payables

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
<b>Trade payables</b>		
• Total outstanding dues of micro enterprises and small enterprises (refer Note 40 for details of dues to micro and small enterprises)	929.16	1,026.51
• Total outstanding dues of creditors other than micro enterprises and small enterprises	21,953.62	20,440.72
	<b>22,882.78</b>	<b>21,467.23</b>

### Notes:

- Refer Note 43(b) for ageing schedule.
- Information about the Company's exposure to liquidity risk, market risk and fair value measurement is included in Notes 42 and 48.
- Refer Note 39 for Related party transactions

## 22. Other financial liabilities (Current)

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Interest accrued but not due on borrowings	-	206.18
Unpaid dividend	61.62	67.99
Trade and other deposits	11,401.45	10,424.85
Capital creditors	1,441.67	1,770.59
Employee benefits payable	2,119.82	1,488.22
Others	0.78	0.79
	<b>15,025.34</b>	<b>13,958.62</b>

### Notes:

- Information about the Company's exposure to liquidity risk, market risk and fair value measurement is included in Notes 42 and 48.
- Refer Note 39 for Related party transactions

## 23. Other liabilities

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
<b>Non-current</b>		
Deferred income on VAT/GST deferred loan	2,745.42	2,922.55
	<b>2,745.42</b>	<b>2,922.55</b>
<b>Current</b>		
Advances from customers	3,727.66	3,581.69
Deferred income on VAT/GST deferred loan	177.12	177.12
Liability towards Corporate Social Responsibility (Note 45)	219.90	284.39
Statutory Liabilities	7,709.54	7,703.81
	<b>11,834.22</b>	<b>11,747.01</b>

## 24. Current tax liabilities (net)

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Provision for income tax (net of advance income tax)	602.68	149.48
	<b>602.68</b>	<b>149.48</b>

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 25. Revenue from operations

(₹ In lacs)		
Particulars	March 31, 2024	March 31, 2023
<b>Sale of products</b>		
Finished goods	3,36,919.59	3,13,844.36
Semi-finished goods	1,788.83	321.54
	<b>3,38,708.42</b>	<b>3,14,165.90</b>
Less: Cash discount, rebates, incentives etc.	21,054.51	20,739.87
	<b>3,17,653.91</b>	<b>2,93,426.03</b>
<b>Other operating revenue</b>		
Scrap sales	552.76	208.37
Sale of power	302.31	120.16
	<b>3,18,508.98</b>	<b>2,93,754.56</b>

### Notes:

- The Company is primarily in the business of manufacture and sale of cement. The product shelf life being short, all sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch/delivery. There is no significant financing component in any transaction with the customers.
- The Company does not have any remaining performance obligation as contracts entered for sale of goods are for a shorter duration.
- The Company does not provide performance warranty for products, therefore there is no liability towards performance warranty.
- The management determines that there is only one business segment viz. Manufacturing and Sales of Cement as per the segment information reported under Note 34 Segment reporting, hence there is no requirement to disclose disaggregation of revenue under Ind AS 115 Revenue from contract with Customers separately.

## Movement in contract liabilities\* during the year

(₹ In lacs)		
Particulars	March 31, 2024	March 31, 2023
<b>Balance at the beginning of the year</b>	<b>3,581.69</b>	<b>3,917.74</b>
Less: Revenue recognised from above	(3,581.69)	(3,917.74)
Add: Addition during the year	3,727.66	3,581.69
<b>Balance at the end of the year</b>	<b>3,727.66</b>	<b>3,581.69</b>

\*Contract Liabilities represent Advance from customers

## 26. Other income

(₹ In lacs)		
Particulars	March 31, 2024	March 31, 2023
<b>Interest on financial assets that are measured at amortised cost</b>		
Loans, deposits, others, etc.	109.91	92.03
<b>Other non-operating income</b>		
Insurance and other claims	0.26	412.41
Rent and hire charges	15.57	17.50
Liabilities no longer required written back	502.96	444.06
Gain on exchange rate fluctuations (net)	407.32	-
Profit on sale of investments in mutual fund (net)	2.11	0.51
VAT/GST Deferment Loan	177.12	59.61
Other miscellaneous income	336.71	175.92
	<b>1,551.96</b>	<b>1,202.04</b>



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 27. Cost of materials consumed

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Raw material inventory at the beginning of the year	2,638.28	2,574.31
Add: Purchases	47,012.89	40,410.83
	<b>49,651.17</b>	<b>42,985.14</b>
Less: Raw material inventory at the end of the year	3,980.81	2,638.28
	<b>45,670.36</b>	<b>40,346.86</b>

## 28. Change in inventories of finished goods and work in progress

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
<b>Inventories at the end of the year</b>		
Work-in-progress	3,505.75	3,916.43
Finished goods	3,050.17	2,989.10
Scrap	298.94	375.23
	<b>6,854.86</b>	<b>7,280.76</b>
<b>Inventories at the beginning of the year</b>		
Work-in-progress	3,916.43	3,431.32
Finished goods	2,989.10	1,965.63
Scrap	375.23	185.39
	<b>7,280.76</b>	<b>5,582.34</b>
	<b>425.90</b>	<b>(1,698.42)</b>

## 29. Employee benefits expense

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Salaries and wages *	15,806.31	14,173.79
Contribution to provident and other funds *	835.01	790.24
Gratuity expense (Note 34) *	718.95	677.22
Compensated absences *	321.52	371.77
Share-based payments -Equity Settled (Note 35) *	116.64	23.33
Staff welfare expenses	557.08	573.61
	<b>18,355.51</b>	<b>16,609.96</b>

\* Refer Note 39 for Related party transactions

## 30. Finance costs

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Interest on borrowings (at amortised cost)		
- From Banks	2,128.19	2,786.43
Interest on deposits from dealers	469.73	414.53
Interest others	91.42	88.69
Other borrowing costs	54.91	64.65
Unwinding of interest on provisions, lease liabilities and VAT/GST loan (Note 17 and 19)	671.19	423.50
	<b>3,415.44</b>	<b>3,777.80</b>

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 31. Depreciation and amortisation expense

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
Depreciation of property, plant and equipment (Note 3)	14,289.96	14,165.52
Amortisation of intangible assets (Note 4)	279.38	259.05
Depreciation of Right of use assets (Note 5 b)	347.11	257.14
	<b>14,916.45</b>	<b>14,681.71</b>

## 32. Other expenses

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
Consumption of stores and spares	8,682.78	7,319.03
Handling and other charges to contractors	3,192.09	3,070.65
Rent and hire charges (Note 36)	1,132.92	1,232.76
Rates and taxes	713.79	677.98
Insurance	877.25	860.47
Repairs and maintenance		
Plant and machinery	5,202.13	4,021.28
Buildings	454.76	466.71
Others	1,197.09	1,361.98
Corporate social responsibility expenditure (Note 45)	624.22	584.57
Advertising and sales promotion	4,372.16	3,370.73
Commission on sales	2,762.75	2,301.76
Payment to auditor		
As Auditor:		
Audit fee	33.00	33.00
Limited review	27.00	27.00
Tax Audit fee	8.00	8.00
In other capacity:		
Certificates and other services	2.50	3.00
Reimbursement of expenses	9.81	5.90
Professional and consultancy charges	2,364.82	1,471.87
Donations*	300.00	-
Directors' commission	200.00	150.00
Directors' sitting fees	105.50	80.50
Bad debts / advances written off (net of reversals)	3.37	42.38
Loss on exchange rate fluctuations (net)	-	657.37
Loss allowance on trade receivables, advances and other receivables	0.74	-
Loss on sale/discard of property, plant and equipment (net)	27.59	3.09
Capital expenditure written off	-	12.12
Miscellaneous expenses	3,120.37	2,883.12
Self-consumption of cement	(190.72)	(107.95)
	<b>35,223.92</b>	<b>30,537.32</b>

\* Donations include ₹ 300 Lacs (March 31, 2023: Nil) contribution made to Prudent Electoral Trust.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 33. Earnings per share (EPS)

The following table reflects the profit and earning per share data used in the basic and diluted EPS computations:

(₹ In lacs)

Particulars	March 31, 2024		March 31, 2023	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Profit after tax	17,485.27	12,281.51		
<b>Net Profit for calculation of basic and diluted EPS</b>	<b>17,485.27</b>	<b>12,281.51</b>		
Weighted average number of equity shares in calculating basic EPS (in absolute terms)	20,48,68,760	20,48,68,760		
<b>Effect of dilution:</b>				
Add: Potential Equity share on exercise of options (Nos.) *	68,882	-		
Weighted average number of equity shares in calculating diluted EPS (in absolute terms)	20,49,37,642	20,48,68,760		
<b>Earnings per equity share [nominal value of share ₹1] (March 31, 2023 : ₹ 1)</b>				
<b>Basic (in ₹)</b>	<b>8.53</b>	<b>5.99</b>		
<b>Diluted (in ₹)</b>	<b>8.53</b>	<b>5.99</b>		

\* As at March 31, 2024 3,49,976 options (March 31, 2023: 9,04,737) were excluded from the diluted weighted-average equity shares calculations because their effect would have been anti-dilutive.

## 34. Gratuity and other post-employment benefit plans

The Company has a defined benefit gratuity plan. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Payment of Gratuity Act, 1972, employee who has completed five years of service is entitled to specific benefit. The scheme is funded with insurance companies in the form of qualifying insurance policy for own employees and unfunded for contractor and school employees.

The following tables summarise the components of net benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the plan.

### Statement of Profit and Loss

Net employee benefit expense recognised in the employee cost

(₹ In lacs)

Particulars	Gratuity - Funded		Gratuity - Non Funded	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Service cost	288.67	283.58	225.73	228.64
Net Interest cost on the net defined benefit liability	47.87	22.80	156.68	142.20
<b>Net benefit expense</b>	<b>336.54</b>	<b>306.38</b>	<b>382.41</b>	<b>370.84</b>
<b>Return on plan assets</b>	<b>168.72</b>	<b>148.56</b>	<b>-</b>	<b>-</b>

Other comprehensive income

(₹ In lacs)

Particulars	Gratuity - Funded		Gratuity - Non Funded	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Actuarial (gains) / losses				
- change in financial assumptions	140.85	(18.88)	56.44	(91.73)
- experience variance (i.e. Actual experience vs assumptions)	(34.18)	24.05	(54.03)	(120.18)
Return on plan assets, excluding amount recognised in net interest expense	(12.81)	3.76	-	-
<b>Components of defined benefit costs recognised in other comprehensive income</b>	<b>93.86</b>	<b>8.93</b>	<b>2.41</b>	<b>(211.91)</b>

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## Balance sheet

### Benefit asset/ liability

(₹ In lacs)

Particulars	Gratuity - Funded		Gratuity - Non Funded	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Present value of defined benefit obligation	3,130.34	2,729.49	2,422.99	2,098.58
Fair value of plan assets	2,758.74	2,088.29	-	-
<b>Net liability</b>	<b>371.60</b>	<b>641.20</b>	<b>2,422.99</b>	<b>2,098.58</b>
Current	-	30.26	253.60	177.68
Non Current	371.60	610.94	2,169.39	1,920.90

### Changes in the present value of the defined benefit obligation are as follows:

(₹ In lacs)

Particulars	Gratuity - Funded		Gratuity - Non Funded	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Opening defined benefit obligation	2,729.49	2,503.50	2,098.58	2,163.58
Current service cost	288.67	283.58	225.73	228.63
Interest cost	203.78	175.12	156.68	142.20
Remeasurement (or actuarial) (gain) / loss arising from:				
- change in financial assumptions	140.85	(18.88)	56.44	(91.73)
- experience variance (i.e. Actual experience vs assumptions)	(34.18)	24.05	(54.03)	(120.18)
Benefits paid	(198.27)	(237.88)	(60.41)	(223.92)
<b>Closing defined benefit obligation</b>	<b>3,130.34</b>	<b>2,729.49</b>	<b>2,422.99</b>	<b>2,098.58</b>

### Changes in the fair value of plan assets are as follows:

(₹ In lacs)

Particulars	Gratuity - Funded		Gratuity - Non Funded	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Opening fair value of plan assets	2,088.29	2,177.61	-	-
Expected return / Investment Income	155.91	152.32	-	-
Employers contribution	700.00	-	-	-
Benefits paid	(198.27)	(237.88)	-	-
Return on plan assets, excluding amount recognised in net interest expense	12.81	(3.76)	-	-
<b>Closing fair value of plan assets</b>	<b>2,758.74</b>	<b>2,088.29</b>	<b>-</b>	<b>-</b>

### The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

Particulars	March 31, 2024	March 31, 2023
Investments with insurer	100%	100%





# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars		March 31, 2024	March 31, 2023
Discount rate		7.20%	7.45%
Turnover rate			
Upto 30 years		10.00%	10.00%
31 - 45 years		7.00%	7.00%
Above 45 years		2.00%	2.00%
Expected rate of return on assets		7.00%	7.00%
Future salary increases:			
Management staff	1st year	10.00%	10.00%
	Thereafter	7.00%	7.00%
Other than Management staff		7.00%	7.00%
Method		Projected Unit credit Method	
Mortality Rate (% of IALM 2012-14) (March 31, 2023 : % of IALM 2012-14)		100%	100%
Weighted average duration of defined benefit obligation		7 Years	7 Years

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.

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

## Maturity Profile of Defined Benefit Obligation

Particulars	March 31, 2024	March 31, 2023
1 year	1,384.97	1,102.24
2 to 5 years	2,140.95	2,070.57
6 to 10 years	2,487.93	2,313.25
More than 10 years	8,492.98	7,819.53
<b>Total</b>	<b>14,506.83</b>	<b>13,305.59</b>

(₹ In lacs)

## Funded

A quantitative sensitivity analysis for significant assumptions is as below:

Assumptions	March 31, 2024		March 31, 2023	
	Discount rate		Discount rate	
Sensitivity level	1% increase ₹ In Lacs	1% decrease ₹ In Lacs	1% increase ₹ In Lacs	1% decrease ₹ In Lacs
(Decrease)/increase in gratuity defined benefit obligation	(217.03)	249.67	(192.89)	222.02

Assumptions	March 31, 2024		March 31, 2023	
	Turnover rate		Turnover rate	
Sensitivity level	1% increase ₹ In Lacs	1% decrease ₹ In Lacs	1% increase ₹ In Lacs	1% decrease ₹ In Lacs
(Decrease)/increase in gratuity defined benefit obligation	(1.43)	(0.11)	5.82	(9.90)

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Assumptions	March 31, 2024 Future salary		March 31, 2023 Future salary	
	1% increase ₹ In Lacs	1% decrease ₹ In Lacs	1% increase ₹ In Lacs	1% decrease ₹ In Lacs
Increase/(decrease) in gratuity defined benefit obligation	246.84	(218.57)	220.06	(194.70)

## Non-Funded

A quantitative sensitivity analysis for significant assumptions is as below:

Assumptions	March 31, 2024 Discount rate		March 31, 2023 Discount rate	
	1% increase ₹ In Lacs	1% decrease ₹ In Lacs	1% increase ₹ In Lacs	1% decrease ₹ In Lacs
(Decrease)/increase in gratuity defined benefit obligation	(213.45)	249.78	(183.29)	214.49

Assumptions	March 31, 2024 Turnover rate		March 31, 2023 Turnover rate	
	1% increase ₹ In Lacs	1% decrease ₹ In Lacs	1% increase ₹ In Lacs	1% decrease ₹ In Lacs
(Decrease)/increase in gratuity defined benefit obligation	2.42	(5.67)	8.44	(15.09)

Assumptions	March 31, 2024 Future salary		March 31, 2023 Future salary	
	1% increase ₹ In Lacs	1% decrease ₹ In Lacs	1% increase ₹ In Lacs	1% decrease ₹ In Lacs
Increase/(decrease) in gratuity defined benefit obligation	233.10	(215.53)	210.14	(185.61)

These defined benefit plans expose the Company to actuarial risks, such as Interest rate risk, Liquidated risk, Salary Escalation risk, Demographic risk and Regulatory Risk.

**Asset Liability matching strategy:** The money contributed by the Company to the Gratuity fund to finance the liabilities of the plan has to be invested. The trustees of the plan have outsourced the investment management of the fund to an insurance Company. The insurance Company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it is not possible to explicitly follow an asset liability matching strategy. There is no compulsion on the part of the Company to fully prefund the liability of the Plan. The Company's philosophy is to fund these benefits based on its own liquidity and the level of underfunding of the plan.

## Defined Contribution Plan :

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
Contribution to Provident / Pension Funds	814.86	758.81
Contribution to Superannuation Fund	2.95	1.73
	<b>817.81</b>	<b>760.54</b>



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 35. Employee stock option scheme

The Company provides share-based payment schemes to its employees. The Company had formulated an employee stock option scheme, namely Employee Stock Option Scheme 2015 (ESOP) in an earlier year. The relevant details of the scheme and grant are as below:

- (a). On May 8, 2015, the Board of Directors approved the Employee Stock Option Scheme 2015 for issue of stock options to the key employees of the Company. According to the scheme, the employee selected by the remuneration committee from time to time will be entitled to options, subject to satisfaction of the prescribed vesting conditions viz, continuing employment on the roll of the Company as on April 01, 2015 as well as new employees who replaces the old eligible employee and joins the employment of the Company before June 30, 2017 and continuing employment till grant date.

Particulars	Details
Date of Grant	August 04, 2015
Vesting Period	40% vest after 3 years 60% vest after 4 years
Exercise Period (In Years)	4 Years
Expected Life (In Years)	5.6
Exercise Price on grant date (₹)	135.00
Market price as on August 4, 2015 (₹)	183.25

The number and weighted average exercise prices of share options under the share option plans is as below:

Particulars	March 31, 2024		March 31, 2023	
	No of options	Weighted average exercise price	No of options	Weighted average exercise price
Outstanding at the beginning of the year	6,63,600	105.64	11,06,000	105.64
Expired during the year	6,63,600	105.64	4,42,400	105.64
Outstanding at the end of the year	-	-	6,63,600	105.64
Exercisable at the end of the year	-	-	6,63,600	105.64

The exercise period for the aforesaid Employee stock options was lapsed on 04 August 2023 without any options being exercised. Accordingly, the Company reversed the amount accumulated in Employee stock option outstanding reserve for the aforesaid grant to Retained Earnings.

- (b). On November 09, 2022, the Board of Directors, additionally, granted 310,099 stock options under Employee Stock Option Scheme 2015 out of which award letters for 241,137 stock options have been issued to the Eligible Employees. According to the scheme, the employee selected by the remuneration committee from time to time will be entitled to options, subject to satisfaction of the prescribed vesting conditions.

The fair value of the employee stock option plan has been measured using the Black Scholes formula. Service and non-market conditions attached to the arrangements were not taken into account in measuring fair value. The inputs used in the measurement of the fair value at the grant date is as follows:

Particulars	Details
Date of Grant	November 9, 2022
Vesting Period	100% vest after 2 years
Exercise Period (In Years)	0.71
Expected Life (In Years)	2.36
Exercise Price on grant date (₹)	136.75
Market price as on November 9, 2022 (₹)	136.75
Fair value on grant date (₹)	38.14
Dividend yield (%)	1.83%
Expected volatility (%)	40.33%
Risk-free Interest rate (%)	7%

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Expected volatility has been based on an evaluation of the historical volatility of the Company's share price, particularly over the historical period commensurate with the expected term. The expected term of the instrument has been based on historical experience and general option holder behaviour.

The number and weighted average exercise prices of share options under the share option plans is as below:

Particulars	March 31, 2024		March 31, 2023	
	No of options	Weighted average exercise price	No of options	Weighted average exercise price
Outstanding at the beginning of the year	2,41,137	136.75	-	-
Granted during the year	-	-	2,41,137	136.75
Outstanding at the end of the year	2,41,137	136.75	2,41,137	136.75
Exercisable at the end of the year	-	-	-	-

The weighted average remaining contractual life of the stock options is 0.97 years (March 31, 2023: 1.97 years).

- (c). On November 09, 2023, the Board of Directors, additionally, granted 349,976 stock options under Employee Stock Option Scheme 2015 to the Eligible Employees. According to the scheme, the employee selected by the remuneration committee from time to time will be entitled to options, subject to satisfaction of the prescribed vesting conditions.

The fair value of the employee stock option plan has been measured using the Black Scholes formula. Service and non-market conditions attached to the arrangements were not taken into account in measuring fair value. The inputs used in the measurement of the fair value at the grant date is as follows:

Particulars	Details
Date of Grant	November 9, 2023
Vesting Period	100% vest after 1.39 years
Exercise Period (In Years)	4.00
Expected Life (In Years)	1.39
Exercise Price (₹)	209.70
Market price as on November 8, 2023 (₹)	209.70
Fair value on grant date (₹)	73.25
Dividend yield (%)	0.70%
Expected volatility (%)	38.21%
Risk-free Interest rate (%)	7.17%

Expected volatility has been based on an evaluation of the historical volatility of the Company's share price, particularly over the historical period commensurate with the expected term. The expected term of the instrument has been based on historical experience and general option holder behaviour.

Particulars	March 31, 2024		March 31, 2023	
	No of options	Weighted average exercise price	No of options	Weighted average exercise price
Granted during the year	3,49,976	209.70	-	-
Outstanding at the end of the year	3,49,976	209.70	-	-
Exercisable at the end of the year	-	-	-	-

The weighted average remaining contractual life of the stock options is 3 years (March 31, 2023: Nil).

## Effect of Employee Stock Option Plans on the Company's profit and loss for the year and on its financial position:

- For details of the related employee benefits expense, see Note 29.
- For details of the related Employee stock option outstanding reserve, see Note 16.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 36. Leases

The Company has lease contracts for various items of plant and machinery, Computers and buildings used in its operations with lease terms between 1 and 16 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets. The Company is restricted from assigning and subleasing the leased assets.

The Company also has certain leases of machinery with lease terms of 12 months or less and leases of office equipment with low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

### Company as a lessee

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

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Opening balance	633.31	584.88
Additions	3,633.48	305.57
Depreciation expense	347.11	257.14
<b>Closing balance</b>	<b>3,919.68</b>	<b>633.31</b>

Set out below are the carrying amounts of lease liabilities and the movements during the year:

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Opening balance	686.02	593.61
Additions	3,633.48	305.57
Interest expense	138.17	54.97
Payments including Interest expense	448.29	268.13
<b>Closing balance</b>	<b>4,009.38</b>	<b>686.02</b>
Current	360.35	314.61
Non-current	3,649.03	371.41

The effective interest rate for lease liabilities is 7.5%-8.55%, with maturity between 2024-2039

The following are the amounts recognised in Statement of Profit and Loss:

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Depreciation expense of right of use assets	347.11	257.14
Interest expense on lease liabilities	138.17	54.97
<b>Total amount recognised in Statement of Profit and Loss</b>	<b>485.28</b>	<b>312.11</b>

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Expense relating to short term leases (included in other expenses)	1,132.92	1,232.76
<b>Total amount recognised in Statement of Profit and Loss</b>	<b>1,132.92</b>	<b>1,232.76</b>

Impact on Statement of Cash Flows:

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Payment of principal portion of lease liabilities	310.12	213.16
Payment of interest portion of lease liabilities	138.17	54.97
<b>Net cash flows used in financing activities</b>	<b>448.29</b>	<b>268.13</b>

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Undiscounted contractual maturities of lease liabilities:

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
Less than one year	697.89	364.53
One to five years	1,853.36	399.87
More than five years	4,402.97	-
<b>Total undiscounted lease liabilities</b>	<b>6,954.22</b>	<b>764.40</b>

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.

## 37. Capital Commitments

Estimated amount of contracts remaining to be executed on Capital Account and not provided for (net of advances) ₹ 3,748.95 lacs (March 31, 2023: ₹ 7,189.90 lacs).

## 38. Contingent liabilities

Particulars	Brief Description of Matter	(₹ In lacs)	
		March 31, 2024	March 31, 2023
Claims against the Company not acknowledged as debt :			
Excise Duty and Customs	Related to CENVAT credit on Structural Steel and Differential Custom Duty on Steam Coal.	203.73	768.87
Sales Tax (including Entry Tax)	Related to levy of Sales Tax on Debit Note issued to Customers towards Railway Freight Reimbursement and levy of Entry Tax and Penalty thereon on Diesel and Lubricants etc purchased from outside Telangana State which is consumed for other than notified purpose.	809.20	809.20
Income Tax	Related to income tax appeals on disallowance of ESOP expenses, depreciation and others.	1,424.05	1,038.19
Electricity Duty	Refer note 'a' below.	1,691.31	1,691.31
Goods and Service Tax	Related to ITC on schemes, ineligible ITC credits etc.	101.78	27.20
Others	Related to power fuel surcharge adjustment, deduction of liquidatory damages and others.	1,683.25	1,683.25
		<b>5,913.32</b>	<b>6,018.02</b>

### Note :

- The plea by the Company challenging the constitutional validity of Electricity duty demand of ₹ 1,691.31 lacs had been dismissed by the Hon'ble High Court, Hyderabad in an earlier year. The Company, along with other industry members, had appealed the matter before Hon'ble Supreme Court of India by paying a protest money of ₹ 1,005.76 lacs, where the hearing is pending. Based on management's internal assessment and also considering advice of an external legal counsel, the Company believes that the demand shall not sustain under law.
- Based on discussions with the solicitors/ favorable decisions in similar cases/legal opinions taken by the Company, the management believes that the Company has a good chance of success in above-mentioned cases and hence, no provision there against is considered necessary. The timing of outflow of resources is not ascertainable.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 39. Related party disclosures

List of members of Board of Directors/key managerial personnel and other related parties with whom there are transactions during the year.

Chairman and Non-Executive Director	Mr. CK. Birla
Managing Director & Chief Executive Officer	Mr. Desh Deepak Khetrpal
Other Directors	Mrs. Amita Birla
	Mr. Rajeev Jhawar
	Mr. Rabindranath Jhunjhunwala
	Mr. Janat Shah
	Mr. Swapan Dasgupta
Relatives of Directors	Mr. I.Y.R Krishna Rao
	Mrs. Varsha Vasant Purandare
	Mrs. Nirmla Birla
	Mrs. Avani Birla
	Ms. Avanti Birla
Chief Financial Officer	Mr. Prakash Chand Jain (Appointed w.e.f January 31, 2023)
	Mr. Soumitro Bhattacharya (Resigned w.e.f September 3, 2022)
Company Secretary	Mrs. Diksha Singh (Appointed w.e.f September 2, 2023)
	Mrs. Nidhi Bisaria (Resigned w.e.f September 1, 2023)
Firms in which a director, manager or his relative is a partner	Khaitan & Co LLP
	Khaitan & Co, Mumbai
Public limited companies in which a director or manager is director and holds along with his relatives, more than two percent of its paid-up share capital	Orient Paper & Industries Limited
	Orient Electric Limited
Investing Company	Central India Industries Limited
	Orient Cement Limited Employees Superannuation Fund
Entity that is a post-employment benefit plan for the benefit of employees.	Orient Cement Limited Employees Gratuity Fund
Other related entities	Birlasoft Limited
	CK Birla Corporate Services Limited *
	GMMCO Limited *
	HIL Limited *
	National Engineering Industries Limited *

\* These companies are not 'related parties' under the applicable provisions of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the applicable accounting standards. However, since these companies are being considered as part of CK Birla group, from a good governance perspective the Company has disclosed transactions with such parties.

## Related party transactions

The details of related parties transactions entered into by the Company for the year ended March 31, 2024 and March 31, 2023, and the details of amounts due to or due from related parties as at March 31, 2024 and March 31, 2023:

(₹ In lacs)

Particulars	Year Ended	Transaction during the period	Amount owed to related parties
<b>Members of Board of Directors/key managerial personnel</b>			
<b>Non-Executive Directors</b>			
Sitting fees and Commission	31-Mar-24	305.50	180.00
Sitting fees and Commission	31-Mar-23	230.50	135.00
<b>Directors</b>			
Dividend payment	31-Mar-24	61.98	-
Dividend payment	31-Mar-23	79.69	-

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

(₹ In lacs)

Particulars	Year Ended	Transaction during the period	Amount owed to related parties
<b>Managing Director &amp; Chief Executive Officer</b>			
Salary, variable pay and contribution to provident fund (PF)	31-Mar-24	1,052.80	266.76
Gratuity and compensated absences	31-Mar-24	71.18	454.76
Salary, variable pay and contribution to provident fund (PF)	31-Mar-23	935.41	234.00
Gratuity and compensated absences	31-Mar-23	67.94	383.58
<b>Chief Financial Officer</b>			
- Mr. Prakash Chand Jain			
Salary, bonus and contribution to PF	31-Mar-24	154.82	59.52
Gratuity and compensated absences	31-Mar-24	4.77	21.96
Share based payment	31-Mar-24	13.90	13.90
Salary, bonus and contribution to PF	31-Mar-23	16.29	1.45
Gratuity and compensated absences	31-Mar-23	0.80	17.19
- Mr. Soumitra Bhattacharyya			
Salary, bonus and contribution to PF	31-Mar-23	103.82	-
<b>Company Secretary</b>			
- Mrs. Diksha Singh			
Salary, bonus and contribution to PF	31-Mar-24	19.36	1.97
Gratuity and compensated absences	31-Mar-24	0.89	0.89
- Mrs. Nidhi Bisaria			
Salary, bonus and contribution to PF	31-Mar-24	29.20	2.00
Gratuity and compensated absences	31-Mar-24	0.95	-
Salary, bonus and contribution to PF	31-Mar-23	39.39	3.97
Gratuity and compensated absences	31-Mar-23	1.60	8.61
<b>Relatives of Director</b>			
Dividend payment	31-Mar-24	57.43	-
Dividend payment	31-Mar-23	73.84	-
<b>Firms in which a director, manager or his relative is a partner</b>			
- Khaitan & Co LLP			
Purchase of services	31-Mar-24	5.30	-
Purchase of services	31-Mar-23	12.21	3.31
- Khaitan & Co - Mumbai			
Purchase of services	31-Mar-24	8.11	-
Purchase of services	31-Mar-23	40.49	-
<b>Public limited companies in which a director or manager is a director and holds along with his relatives, more than two percent of its paid-up share capital.</b>			
- Orient Paper & Industries Limited			
Payment of Rent	31-Mar-24	28.31	-
Payment of Rent	31-Mar-23	28.31	-
- Orient Electric Limited			
Purchase of Goods	31-Mar-24	4.38	0.67
Purchase of Goods	31-Mar-23	11.08	11.08
<b>Investing Company</b>			
- Central India Industries Limited			
Dividend payment	31-Mar-24	872.36	-
Dividend payment	31-Mar-23	1,121.60	-





# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

(₹ In lacs)

Particulars	Year Ended	Transaction during the period	Amount owed to related parties
<b>Entity that is a post-employment benefit plan for the benefit of employees.</b>			
- Orient Cement Limited Employees Superannuation Fund			
Superannuation Fund Contribution	31-Mar-24	3.46	-
Superannuation Fund Contribution	31-Mar-23	0.25	-
- Orient Cement Limited Employees Gratuity Fund			
Gratuity Fund Contribution	31-Mar-24	700.00	-
Gratuity Fund Contribution	31-Mar-23	-	-
<b>Other related entities</b>			
- Birlasoft Limited			
Purchase of services	31-Mar-24	22.12	4.33
Purchase of services	31-Mar-23	17.14	1.76
- CK Birla Corporate Services Limited			
Purchase of services	31-Mar-24	1,114.71	135.80
Purchase of services	31-Mar-23	801.52	97.00
- GMMCO Limited			
Purchase of goods	31-Mar-24	50.48	0.01
Purchase of services	31-Mar-24	2.05	-
Payment of Rent and office maintenance*	31-Mar-24	22.20	-
Purchase of goods	31-Mar-23	37.61	1.19
Purchase of services	31-Mar-23	21.51	-
Payment of Rent and office maintenance*	31-Mar-23	23.33	-
- HIL Limited			
Purchase of goods	31-Mar-24	0.51	-
Payment of Rent and office maintenance*	31-Mar-24	69.46	-
Purchase of goods	31-Mar-23	1.71	-
Payment of Rent and office maintenance*	31-Mar-23	69.36	-
- National Engineering Industries Limited			
Payment of Rent and office maintenance*	31-Mar-24	18.41	0.06
Dividend payment	31-Mar-24	9.40	-
Purchase of services	31-Mar-23	54.08	-
Dividend payment	31-Mar-23	12.09	-

**Note:**

- (a). The basis of the provision made for the gratuity and compensated absences to the key managerial personnel are determined on the actuarial report obtained by the Company.

\* Accounted as per Indian Accounting Standard 116 ('Ind AS 116')

**Terms and conditions of transactions with related parties**

The sales to and purchases from related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash and cash equivalents. There has been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2024 and March 31, 2023, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 40. Details of dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	929.16	1,026.51
Interest due on above	-	-
	<b>929.16</b>	<b>1,026.51</b>
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting period	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-

**41.** The management has considered that the Company has a single reportable segment based on nature of products, production process, regulatory environment, customers and distribution methods. Further, the Company is engaged in single product line of manufacturing and selling cement and its customers and non-current assets are located in India only. No customer individually accounted for more than 10% of the revenues during the year ended March 31, 2024 and March 31, 2023.

## 42. Financial risk management objectives and policies

The Company's financial liabilities primarily comprise borrowings, lease liabilities, security deposits, and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's financial assets primarily include trade and other receivables, cash and cash equivalents and Investments.

The Company is exposed to market risk, credit risk and liquidity risk. The Company has a Risk management policy and its management is supported by a Risk management committee that advises on risks and the appropriate financial risk governance framework for the Company. The Risk management committee provides assurance to the Company's management that the Company's risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

### Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk, such as commodity price risk and equity price risk. Financial instruments affected by market risk include trade payables, trade receivables, borrowings, etc.

### Commodity Price Risk

The Company is exposed to commodity price risk arising out of fluctuation in prices of raw materials (flyash, gypsum and laterite) and fuel (coal and pet coke). Such price movements, mostly linked to external factors, can affect the production cost of the Company. To manage this risk, the Company take steps such as monitoring of prices, optimising fuel mix and pursue longer and fixed price contracts, where considered necessary. Additionally, processes and policies related to such risks are controlled by central procurement team and reviewed by the senior management.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## Interest rate risk

The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates.

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowing with floating interest rates. [March 31, 2024: Rs 10,271.55 lakhs (March 31, 2023: Rs 36,651.51 lakhs)]. The Company has not used any interest rate derivatives. Further, the Company has exposure to risk of changes in market interest rates on fixed instruments such as bank deposits and security deposits from dealers. However, these are not considered to be material. Accordingly, no separate disclosure is made.

## Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows.

(₹ In lacs)

Year	Profit or loss before tax		Equity, net of tax	
	Increase in 100 basis points	Decrease in 100 basis points	Increase in 100 basis points	Decrease in 100 basis points
March 31, 2024	(177.16)	177.16	(115.26)	115.26
March 31, 2023	(249.79)	249.79	(162.50)	162.50

## Foreign currency risk

The Company's exposure to the risk of changes in foreign exchange rates is not significant.

## Credit risk

Credit risk arises when a customer or counterparty does not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing / investing activities, including deposits with banks and investments in equity and debt securities. The Company has no significant concentration of credit risk with any counterparty.

## Trade receivables

Customer credit risk is managed by the respective department subject to Company's policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on individual credit limits as defined by the Company. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis. The calculation is based on historical data of credit losses.

The Company does not have higher concentration of credit risks since no single customer accounted for 10% or more of the Company's net sales.

## Expected credit loss assessment

The Company has used a practical expedient by computing the expected loss allowance for financial assets based on historical credit loss experience and adjustments for forward looking information. As per simplified approach, the Company makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk. Quantitative disclosure of trade receivables bucket wise along with ECL has been provided in Note 43(a). Ageing Schedule.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## Movement in expected credit loss allowance of trade receivables:

(₹ In lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Balance as at beginning of the year</b>	<b>386.17</b>	<b>398.37</b>
Add: provided during the year	-	30.00
Less: reversal of Loss allowance	-	<b>42.20</b>
<b>Balance as at end of the year</b>	<b>386.17</b>	<b>386.17</b>

## Financial assets other than trade receivables

Credit Risk on cash and cash equivalent and term deposits is generally low as these are kept with banks who have been assigned high credit rating by international and domestic rating agencies. Investments of surplus funds are made only with approved Financial Institutions approved by Reserve Bank India.

Balances with banks were not past due or impaired as at year end. Other than the details disclosed below, other financial assets are not past due and not impaired, there were no indications of default in repayment as at year end.

Loans: All of the Company's loans at amortised cost are considered to have low credit risk, and the loss allowance, if any, is limited to 12 months' expected losses. Management considers instruments to be low credit risk when they have a low risk of default and the borrower has a strong capacity to meet its contractual cash flow obligations in the near term.

## Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of cash credits, bank loans among others.

## Maturity profile of Financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

(₹ In lacs)

Particulars	0-1 year	2-5 years	Above 5 years	Total
<b>March 31, 2024</b>				
Borrowings *	6,513.02	4,556.89	5,591.86	16,661.77
Trade Payables	22,882.78	-	-	22,882.78
Lease liabilities	697.89	1,853.36	4,402.97	6,954.22
Other financial liabilities	15,025.34	-	-	15,025.34
<b>Total</b>	<b>45,119.03</b>	<b>6,410.25</b>	<b>9,994.83</b>	<b>61,524.11</b>
<b>March 31, 2023</b>				
Borrowings *	30,922.41	7,973.93	5,591.86	44,488.20
Trade Payables	21,467.23	-	-	21,467.23
Lease liabilities	364.53	399.87	-	764.40
Other financial liabilities	13,958.62	-	-	13,958.62
<b>Total</b>	<b>66,712.79</b>	<b>8,373.80</b>	<b>5,591.86</b>	<b>80,678.45</b>

\* including future interest of ₹ 873.18 lacs (March 31, 2023: ₹ 2,245.69 lacs).



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 43 (a). Ageing Schedule

### Trade receivables ageing schedule

As at March 31, 2024

(₹ In lacs)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables - Considered Good	13,968.44	8,261.72	30.28	-	-	-	22,260.44
Undisputed Trade receivables - which have significant increase in Credit risk	-	-	-	68.68	47.66	71.07	187.41
Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - Considered Good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in Credit risk	-	-	-	-	-	375.49	375.49
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>13,968.44</b>	<b>8,261.72</b>	<b>30.28</b>	<b>68.68</b>	<b>47.66</b>	<b>446.56</b>	<b>22,823.34</b>
Less : Impairment Allowance							386.17
<b>Trade receivables</b>							<b>22,437.17</b>

As at March 31, 2023

(₹ In lacs)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables - Considered Good	13,295.13	3,391.20	-	-	-	-	16,686.33
Undisputed Trade receivables - which have significant increase in Credit risk	-	-	80.32	51.95	10.92	78.95	222.14
Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - Considered Good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in Credit risk	-	-	-	-	-	370.07	370.07
Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>13,295.13</b>	<b>3,391.20</b>	<b>80.32</b>	<b>51.95</b>	<b>10.92</b>	<b>449.02</b>	<b>17,278.54</b>
Less : Impairment Allowance							386.17
<b>Trade receivables</b>							<b>16,892.37</b>

There are no Unbilled receivables, Hence the same is not disclosed in the above.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## (b). Trade payables ageing schedule

As at March 31, 2024

(₹ In lacs)

Particulars	Unbilled dues	Billed but not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	254.20	657.15	-	-	-	-	911.35
Others	15,311.74	4,244.38	2,113.65	105.04	22.00	156.81	21,953.62
Disputed Dues - MSME	-	-	-	-	-	17.81	17.81
Disputed Dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>15,565.94</b>	<b>4,901.53</b>	<b>2,113.65</b>	<b>105.04</b>	<b>22.00</b>	<b>174.62</b>	<b>22,882.78</b>

As at March 31, 2023

(₹ In lacs)

Particulars	Unbilled dues	Billed but not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	405.44	603.26	-	-	-	-	1,008.70
Others	14,961.50	3,911.47	1,254.41	74.72	34.26	204.36	20,440.72
Disputed Dues - MSME	-	-	-	-	-	17.81	17.81
Disputed Dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>15,366.94</b>	<b>4,514.73</b>	<b>1,254.41</b>	<b>74.72</b>	<b>34.26</b>	<b>222.17</b>	<b>21,467.23</b>

## 44. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders and issue new shares. The Company monitors capital using debt-equity ratio, which is total debt less cash and cash equivalents and current investments divided by total equity.

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Total debt (Note 17)	12,953.22	39,145.23
Less : Cash and cash equivalents (Note 13)	(7,643.73)	(6,943.78)
<b>Net debt (A)</b>	<b>5,309.49</b>	<b>32,201.45</b>
Equity Share Capital (Note 15)	2,048.69	2,048.69
Other Equity (Note 16)	1,72,275.55	1,58,321.48
<b>Total Capital</b>	<b>1,74,324.24</b>	<b>1,60,370.17</b>
<b>Total Capital plus Net debt (B)</b>	<b>1,79,633.73</b>	<b>1,92,571.62</b>
<b>Gearing Ratio ((A)/(B))</b>	<b>0.03</b>	<b>0.17</b>



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 45. Details of Corporate Social Responsibility expenditure

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023	
(a) Gross amount required to be spent by the Company during the year	624.22	584.57	
(b) Amount approved by the Board to be spent during the year	624.22	660.00	
	<b>In cash</b>	<b>Yet to be paid in cash</b>	<b>Total</b>
(c) Amount spent during the year ending on March 31, 2024:			
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	705.28	-	705.28
(d) Amount spent during the year ending on March 31, 2023:			
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	228.63	284.39	513.02

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
(e) Details related to spent obligations:		
i) Promoting education *	382.52	523.16
ii) Other rural development and socio-economic activities, etc.,	322.76	61.41
	<b>705.28</b>	<b>584.57</b>

\* Amount for March 31, 2023 includes an amount of ₹ 71.55 lacs which was spent in excess last year and adjusted in the previous year.

(f) Details of ongoing project and other than ongoing project

(₹ In lacs)

Particulars	Opening Balance as at April 01, 2023	Amount required to be spent during the year	Amount spent during the year	Closing Balance as at March 31, 2024
Ongoing project	284.39	-	64.49	219.90
Other than ongoing project	-	624.22	640.79	(16.57)

(₹ In lacs)

Particulars	Opening Balance as at April 01, 2022	Amount required to be spent during the year	Amount spent during the year	Closing Balance as at March 31, 2023
Ongoing project	-	513.02	228.63	284.39
Other than ongoing project	(71.55)	71.55	-	-

### Note:

- The amount remained unspent as at the year end March 31, 2024 and March 31, 2023 due to delay in receiving certain administrative approvals from authorities in relation to the on-going school project. The entire unspent amount has been deposited into an "Unspent CSR account" within the due dates as mentioned in the Section 135 of the Companies Act, 2013.
- In view of the ongoing CSR commitments of the Company towards promoting education, healthcare and rural development, vis a vis, the statutory CSR obligations of the Company calculated as per the provisions of Section 135 of the Companies Act, 2013, it is likely that the amount available for set off would be utilised by the Company during the succeeding three financial years.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## 46. Distribution of Dividend

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
<b>Dividend on equity shares declared and paid :</b>		
Final dividend for the year ended March 31, 2023 : ₹ 1 per share (March 31, 2022: ₹ 1.75 per share)	2,048.69	3,585.20
Interim dividend for the year ended March 31, 2024 : ₹ 0.75 per share (March 31, 2023: ₹ 0.50 per share)	1,536.52	1,024.34
	<b>3,585.21</b>	<b>4,609.54</b>
<b>Proposed Dividend on equity shares : *</b>		
Proposed dividend on equity shares for the year ended on March 31, 2024 : ₹ 1.50 per share (March 31, 2023 : ₹ 1 per share)	3,073.04	2,048.69
	<b>3,073.04</b>	<b>2,048.69</b>

\* The proposed dividend is inclusive of Tax deducted at source.

## 47. Ratios as per the Schedule III requirements

### a) Current Ratio = Current Assets divided by Current Liabilities

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
Current Assets	68,502.28	66,918.29
Current Liabilities (excluding current maturities of long term borrowings amounting to ₹ 5,896.8 lacs (March 31, 2022: ₹ 15,846.02 lacs))	53,150.05	64,521.12
<b>Ratio</b>	<b>1.29</b>	<b>1.04</b>
<b>% Change from previous year</b>	<b>24%</b>	

### b) Debt Equity Ratio = Total debt divided by Shareholder's equity where total debt refers to sum of current and non-current borrowings

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
Total Debt	12,953.22	39,145.23
Shareholder's equity	1,74,324.24	1,60,370.17
<b>Ratio</b>	<b>0.07</b>	<b>0.24</b>
<b>% Change from previous year</b>	<b>-71%</b>	

Debt equity ratio has improved due to repayment of debt in the current year owing to improved EBITDA and cash flows.

### c) Debt Service Coverage Ratio = Earnings available for debt services divided by Debt service

Particulars	(₹ In lacs)	
	March 31, 2024	March 31, 2023
Earnings available for debt service	35,345.90	30,342.43
Debt Service	17,708.04	18,269.08
<b>Ratio</b>	<b>2.00</b>	<b>1.66</b>
<b>% Change from previous year</b>	<b>20%</b>	





# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

## d) Return on Equity Ratio = Profit after tax divided by Average Shareholder's equity

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Profit after OCI	17,422.64	12,413.56
Average Shareholder's equity	1,67,347.21	1,56,456.50
<b>Ratio</b>	<b>10.41%</b>	<b>7.93%</b>
<b>% Change from previous year</b>	<b>31%</b>	

Return on equity has increased due to increase in current year's profit mainly on account of increase in sales volume and reduction in power and fuel costs.

## e) Inventory Turnover Ratio = Sales divided by Average Inventories

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Sale of product	3,17,653.91	2,93,426.03
Average Inventories	34,553.36	26,876.66
<b>Ratio</b>	<b>9.19</b>	<b>10.92</b>
<b>% Change from previous year</b>	<b>-16%</b>	

## f) Trade Receivables Turnover Ratio = Credit sales divided by closing trade receivables

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Revenue from operations	3,18,508.98	2,93,754.56
Trade Receivables	22,437.17	16,892.37
<b>Ratio</b>	<b>14.20</b>	<b>17.39</b>
<b>% Change from previous year</b>	<b>-18%</b>	

## g) Trade Payables Turnover Ratio = Purchases divided by closing trade payables

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Purchases and expenses	2,53,405.24	2,39,416.60
Trade Payables	22,882.78	21,467.23
<b>Ratio</b>	<b>11.07</b>	<b>11.15</b>
<b>% Change from previous year</b>	<b>-1%</b>	

## h) Net Capital Turnover Ratio = Revenue divided by Net working capital where net working capital = current assets - current liabilities

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Revenue from operations	3,18,508.98	2,93,754.56
Net working capital	9,455.43	(13,448.85)
<b>Ratio</b>	<b>33.69</b>	<b>(21.84)</b>
<b>% Change from previous year</b>	<b>-254%</b>	

Net capital turnover ratio has declined due to increase in inventory and receivables during the year

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

**i) Net Profit Ratio = Profit after tax divided by Sales**

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Profit after tax	17,485.27	12,281.51
Revenue from operations	3,18,508.98	2,93,754.56
<b>Ratio</b>	<b>5.49%</b>	<b>4.18%</b>
<b>% Change from previous year</b>	<b>31%</b>	

Net profit ratio has increased due to increase in the profit for the current year on account of increase in sales volume and reduction in power and fuel costs.

**j) Return on Capital Employed = EBIT divided by Capital Employed**

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Earnings before interest and taxes (EBIT)	31,558.32	22,973.29
Capital Employed	2,21,054.07	2,28,201.54
<b>Ratio</b>	<b>14.28%</b>	<b>10.07%</b>
<b>% Change from previous year</b>	<b>42%</b>	

Return on capital employed has increased due to increase in profit in current year.

**k) Return on Investment = Income generated from Invested funds / Average invested Funds in Treasury Investment**

(₹ In lacs)

Particulars	March 31, 2024	March 31, 2023
Income generated from Invested funds	2.11	0.51
Average invested Funds in Treasury Investment	33.97	10.97
<b>Ratio</b>	<b>6.20%</b>	<b>4.65%</b>
<b>% Change from previous year</b>	<b>33%</b>	

Return on Investment improved on account of higher yields from investments.

## 48. Fair Value

### Accounting classification and fair values

Set out below, is the comparison of the fair values of the financial assets and liabilities included at the amount at which the instrument could be exchanged in an orderly transaction in the principal (or most advantageous) market at measurement date under the current market condition regardless of whether that price is directly observable or estimated using other valuation techniques.

The Company has established the following fair value hierarchy that categorises the values into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

**Level 1:** This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities. The fair value of all securities which are traded in the stock exchanges is valued using the closing price or dealer quotations as at the reporting date.

**Level 2:** The fair value of financial instruments that are not traded in an active market (For example traded bonds, over the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company specific estimates. The mutual fund units are valued using the closing Net Asset Value. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

The fair value of the financial assets and liabilities approximates their carrying amounts as at the balance sheet date. Accordingly, They are present together below

March 31, 2024

Particulars	Carrying amount and Fair value			Fair Value Level
	FVTPL*	Other Financial Assets - amortised cost	Other Financial liabilities - amortised cost	
<b>Financial assets measure at fair value</b>				
Investments in equity instruments	735.16	-	-	Level 3
Investments in debt instruments	412.33	-	-	Level 3
	<b>1,147.49</b>	<b>-</b>	<b>-</b>	
<b>Financial assets not measured at fair value</b>				
Trade receivables	-	22,437.17	-	
Cash and cash equivalents	-	7,643.73	-	
Bank balances	-	61.62	-	
Loans	-	3.73	-	
Other financial assets	-	3,219.79	-	
	<b>-</b>	<b>33,366.04</b>	<b>-</b>	
<b>Financial liabilities not measured at fair value</b>				
Borrowings	-	-	12,953.22	
Lease liabilities	-	-	4,009.38	
Trade Payables	-	-	22,882.78	
Other financial liabilities	-	-	15,025.34	
	<b>-</b>	<b>-</b>	<b>54,870.72</b>	

\* Fair value through profit or loss.

March 31, 2023

Particulars	Carrying amount and Fair value			Fair Value Level
	FVTPL*	Other Financial Assets - amortised cost	Other Financial liabilities - amortised cost	
<b>Financial assets measure at fair value</b>				
Investments in equity instruments	4.16	-	-	Level 3
Investments in debt instruments	412.33	-	-	Level 3
	<b>416.49</b>	<b>-</b>	<b>-</b>	
<b>Financial assets not measured at fair value</b>				
Trade receivables	-	16,892.37	-	
Cash and cash equivalents	-	6,943.78	-	
Bank balances	-	67.99	-	
Loans	-	6.12	-	
Other financial assets	-	3,317.01	-	
	<b>-</b>	<b>27,227.27</b>	<b>-</b>	
<b>Financial liabilities not measured at fair value</b>				
Borrowings	-	-	39,145.23	
Lease liabilities	-	-	686.02	
Trade Payables	-	-	21,467.23	
Other financial liabilities	-	-	13,958.62	
	<b>-</b>	<b>-</b>	<b>75,257.10</b>	

\* Fair value through profit or loss.

# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

Investments in Equity and debt instruments, which are classified as FVTPL are measured using Discounted Cash flow method at the reporting date. The discount rates used is based on management estimates.

## Valuation techniques and significant unobservable inputs:

The following tables show the valuation techniques used in measuring Level 3 fair values for financial instruments in the Balance sheet, as well as the significant unobservable input used in measuring Level 3 fair values for financial instruments:

### Financial instruments measured at Fair Value (Level 3)

#### Description of significant unobservable inputs to valuation

March 31, 2024

Particulars	Valuation Technique	Significant unobservable inputs	Sensitivity of the input to fair value	
			Increase by 0.50%	Decrease by 0.50%
Investments in Unquoted Equity instruments accounted for as fair value through Profit and Loss	Discounted Cash Flows: The Valuation model considers the present value of the expected future payments discounted using a risk adjusted discount rate.	Discount rate for AMP Solar	(98.38)	36.18
Investments in Unquoted Debt instruments accounted for as fair value through Profit and Loss		-12.50% p.a and Ardeur-12.90% p.a	(5.20)	5.47

March 31, 2023

Particulars	Valuation Technique	Significant unobservable inputs	Sensitivity of the input to fair value	
			Increase by 0.50%	Decrease by 0.50%
Investments in Unquoted Equity instruments accounted for as fair value through Profit and Loss	Discounted Cash Flows: The Valuation model considers the present value of the expected future payments discounted using a risk adjusted discount rate.	Discount rate for AMP Solar	(0.30)	0.02
Investments in Unquoted Debt instruments accounted for as fair value through Profit and Loss		-13.00% p.a	(29.28)	2.30

**49.** The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

## 50. Other Statutory Information:

- i. The Company do not have any Benami property and neither any proceedings have been initiated or is pending against the Company for holding any Benami property.
- ii. The Company do not have any transactions with companies struck off.
- iii. The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- iv. The Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority or any other lender during the current period.



# NOTES TO THE IND AS FINANCIAL STATEMENTS (Contd.)

AS AT AND FOR THE YEAR ENDED MARCH 31, 2024

- v. The Company have 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 Company (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- vi. The Company has not received any fund 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 on behalf of the Ultimate Beneficiaries.
- vii. All quarterly returns or statements of current assets are filed by the Company with banks or financial institutions and are in agreement with the books of accounts.
- viii. The loan has been utilised for the purpose for which it was obtained and no short term funds have been used for long term purpose.
- ix. The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
- x. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- xi. The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- xii. The Company has complied with the number of layers prescribed under the Companies Act, 2013.
- xiii. The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

As per our report of even date attached

For **B S R & Associates LLP**

Chartered Accountants

ICAI firm registration number: 116231W/W-100024

**Sagar Lulla**

Partner

Membership No.: 137645

Place: New Delhi

Date: May 01, 2024

**For and on behalf of Board of Directors**

**CK. Birla**

Chairman

(DIN 00118473)

**D.D. Khetrpal**

Managing Director & CEO

(DIN 02362633)

**P.C. Jain**

Chief Financial Officer

(FCA 079601)

**Diksha Singh**

Company Secretary

(ACS 44999)

Place: New Delhi

Date: May 01, 2024











**Orient Cement Limited**

CIN : L26940OR2011PLC013933

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