Indian Emulsifiers Limited
PERFORMANCE | SUSTAINABILITY | INNOVATION | CHEMISTRY

**6th September, 2025**

To,
**The Manager,**
**National Stock Exchange of India Ltd.**
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051

**NSE Symbol: IEML**

**Subject: Notice of the 05th Annual General Meeting of the Company and submission of Annual Report for the Financial Year 2024-25.**

Dear Sir/ Madam,

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company for the financial year 2024-25 along with the Notice convening the 05th Annual General Meeting scheduled to be held on Tuesday, 30th September, 2025 at 11:00 A.M. (IST) at Chancellor Hall, The National Sports Club Of India, Lala Lajpatrai Marg, Worli, Mumbai - 400018is being sent through electronic mode to the shareholders of the Company.

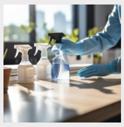
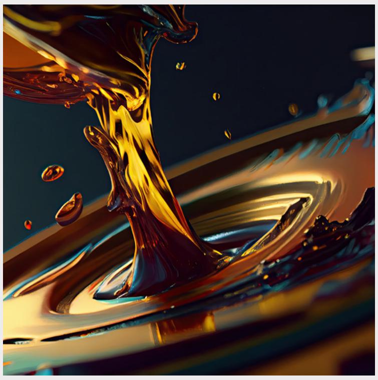
The aforesaid Annual Report is also available on website of the Company at https://indianemulsifiers.com/ and website of stock Exchange i.e., National Stock Exchange of India Limited at https://www.nseindia.com/.

Kindly take the above information on your records.

Yours faithfully,

**FOR INDIAN EMULSIFIERS LIMITED**
YASH TIKEKAR
Digitally signed by YASH TIKEKAR
Date: 2025.09.06 15:27:46 +05'30'
**YASH SUNIL TIKEKAR**
**MANAGING DIRECTOR**
**DIN - 02206485**

Indian Emulsifiers Ltd.





# Annual report
2024-2025



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# Company Overview

Indian Emulsifiers Limited ("IEL"), incorporated in 2020, is a young and dynamic specialty chemicals company that has swiftly established itself as a trusted partner across industries. The company primarily manufactures a diverse range of chemical groups including Esterification and Transesterification products, Sulphation, Quaternization, Phosphorylation, Emulsification, Imidazolines, Wax emulsions, Amphoterics, Polymerization, Poly-quaternary compounds and various specialty emulsifiers.

Operating from its state-of-the-art facility at MIDC Lote Parshuram in Ratnagiri, Maharashtra, IEL has built a scalable production base of 7,800 MTPA, complemented by advanced process control systems, in-house R&D, application labs, and stringent quality systems. Certified under ISO 9001, Kosher and Halal, IEL maintains a strong commitment to global quality benchmarks and sustainable practices.

With a presence across 9 countries and a growing domestic footprint, IEL's solutions are deeply embedded in the value chains of Food, Personal care, Textiles, Mining, Industrial and Institutional Cleaners, Metal Working, Oil & Gas Industry and Lubricants.

# **What is** Emulsification?

*An emulsifier is a functional ingredient that allows two normally non-mixable liquids, such as oil and water, to blend into a stable mixture. By reducing surface tension between these liquids, emulsifiers enable the formation of consistent and durable emulsions. They play a critical role across multiple high-growth industries - including food processing, cosmetics, pharmaceuticals, personal care, and various industrial applications - making them an essential enabler of product quality, performance and innovation.*

# Business Model & Competitive Advantage

IEL operates on a customer-centric, order-driven business model with flexibility and innovation at its core. The Company's strength lies in:

### Diversification of Portfolio:

Over 125 specialty chemicals serve a wide array of end-use industries, reducing dependence on any single sector.

### Integrated Manufacturing & R&D:

Multipurpose reactors, application labs, and advanced process monitoring allow IEL to swiftly adapt formulations to customer requirements.

### Competitive Pricing & Operational Efficiency:

By leveraging economies of scale and value engineering, IEL delivers cost-competitive yet high-performance solutions.

### Innovation & Sustainability:

Focus on water-based systems, biodiesel usage in boilers, and recycling initiatives positions IEL as an environmentally responsible player.

### Experienced Leadership:

Promoter-led expertise and a technically qualified workforce with 30+ years of collective experience strengthen execution.

This integrated approach enables IEL to not only meet existing demand but also co-develop innovative formulations with its customers, deepening long-term relationships.

# Product Portfolio & Applications

## Esters

Fatty acid esters, like mono- and diglycerides, are the most commonly used emulsifiers. These esters are made by reacting fatty acids with glycerol and they reduce the surface tension between fat and water, forming stable emulsions.

## Phosphate Esters

Phosphate esters, such as lecithin (derived from soybeans), are widely used in the food and pharmaceutical industries. They provide excellent stability in emulsions, especially in water-based systems.

## Amphoterics

Amphoteric emulsifiers, like cocamidopropyl betaine, have both positive and negative charges, making them versatile in personal care products like shampoos, soaps, and facial cleansers.





## Imidazolines

Imidazoline-based emulsifiers, such as lauryl imidazoline, are used in industrial applications, including metalworking fluids, lubricants, and agriculture products, where high temperature stability is necessary.

## Wax Emulsions

Carnauba and beeswax emulsions are used in various applications, including polishes, coatings, and cosmetics.

## Esterquats

typically used in fabric softeners, combine fatty acids with quaternary ammonium compounds. These emulsifiers provide softening properties along with their emulsifying function.

# Applications of Emulsifiers

## Food Industry

Emulsifiers stabilize and improve the texture of food products. Examples include mayonnaise, ice cream, and salad dressings. The global food emulsifier market was valued at $4.9 billion in 2021 and is expected to reach $7.5 billion by 2027, growing at a CAGR of 7.2%.

## Personal Care

In personal care, emulsifiers are essential for products like lotions, creams, shampoos, and conditioners. They ensure a smooth and consistent texture. The global personal care emulsifier market was valued at $3.5 billion in 2020 and is projected to grow to $5.2 billion by 2027.

## Industrial Cleaning

Emulsifiers help break down oils, fats, and greases in industrial cleaning applications. The industrial cleaning market, which includes emulsifiers, is valued at over $30 billion globally.

## Mining Explosives

Emulsifiers are essential for stabilizing the water-oil mixtures used in mining explosives. The global explosives market is expected to grow from $80 billion in 2020 to over $110 billion by 2027.

## Lubricants

Emulsifiers ensure effective oil-water blending in industrial lubricants, reducing friction and improving machinery performance. The global lubricants market is projected to grow from $122 billion in 2021 to $160 billion by 2027.

## Fabric Softeners (Laundry)

Emulsifiers in fabric softeners improve softness and prevent phase separation. The laundry care market is expected to grow at a CAGR of 4.8%, from $120 billion in 2020 to $170 billion by 2027.

## Rubber

In the rubber industry, emulsifiers disperse plasticizers, oils, and other additives into the rubber matrix, improving quality and consistency. The global rubber chemicals market is expected to reach $6.8 billion by 2025, growing at a CAGR of 4.9%.

## Water Treatment

Emulsifiers help break down oils and fats in wastewater treatment. The water treatment chemicals market is projected to grow from $35 billion to $55 billion by 2027.

# Southern Emulsifier Solutions Pty

The establishment of our wholly owned Australian subsidy, Southern Emulsifier, represents a key milestone in our journey. This strategic move enables us to enter a high growth mining emulsifier market in Australia, where demand remains strong and competition is relatively limited. It also supports our efforts to diversify our revenue base and lay the foundation for long term global expansion. The subsidy is projected to contribute significantly to both our revenue and profitability over the next three years with a targeted revenue of INR 75 crores during this period.





# Australian Explosive Emulsifier Market Overview

**Context:** The explosive emulsifier market was valued at approximately USD 447.3 million in 2023 and is projected to reach USD 607.58 million by 2031, growing at a CAGR of 2.6% from 2024 to 2031.

**Australian Perspective:** While specific data for Australia emulsifier market is limited, the country significant mining activities suggest a substantial demand for high- performance emulsifiers, particularly in the production of emulsion explosives.

## Economic Contribution

» Mining contributes around 10–11% of Australia's GDP.

» Total mining exports exceed AUD $400 billion annually.

» Australia is one of the world's top three mining economies, alongside China and Russia.

## Industry Structure & Verticals

» End-Users: all require stable, high-performance emulsifiers.

**Geographic Focus**

» Mining Regions: Western Australia (iron ore, gold), Queensland (coal), New South Wales, Northern Territory.

» Port Logistics: Major access via Perth, Brisbane, Darwin, and Kwinana industrial zones.

» Storage/Handling Hubs: manufacturing faciltiies closer to mining hubs away from port.

## Operational KPIs

» Product consistency

» On-time delivery (OTD) and lead times

## Market Entry Opportunities

» Gap in Supply: Only two main suppliers to the entire industry.

» Logistics challenges for western Australia from Eastern manufacturing facilities.

Southern Emulsifiers: - Plans to supply Emulsifiers to mining explosives manufacturers.

## Types of Emulsifiers in Explosives

Emulsifiers are crucial in stabilizing emulsion explosives, ensuring safety and performance. Common types include:

» PIBSA-based Emulsifiers: Derived from polyisobutylene succinic anhydride, these emulsifiers offer high stability and compatibility with various oxidizers.

» Sorbitan Ester Emulsifiers: These provide excellent stability and are effective under low shear conditions, making them suitable for various explosive formulations.

Key Manufacturers in Australian Market: Clariant, Lubrizol

## Key Product & Technical Considerations

» Critical Properties:

- Thermal stability, low CMC, low water sensitivity, long shelf life
- Customizability for varying mine and borehole conditions

**Stage 1** – Source from Indian Emulsifiers in India with Warehousing and bulk storage in Australia

**Stage 2** – Production in North - Eastern Australia close to Mining regions

# SWOT analysis

## Strength

- Company has strong experience with sales and distribution in domestic and international market.
- Company's promoter's and key executives are in chemical industry for more than 30 years.
- The Company has a Diversified Product Portfolio.

## Weakness

- The Company will have certain price volatility dependent on crude oil prices but the same will be minimized as both input and output prices will be impacted.

## Opportunity

- With expected success in these industries, we will be able to maximize capacity utilizations resulting in increased profitability. Very large market both globally and domestically leading to diverse range of opportunities.

## Risk Mitigation

- **Not depended on one industry.** Produces more than 50 products and supply to more than 8 - 9 different industries.
- Very strong technical team helps to compete with the best in the industry.
- Company has tied up with local known people in the industry to provide continuous support in product development and product marketing.

## Threat

- Competition from new technologies from large global multinationals.

# Strategic Initiatives

Company planning foray into North American and South American market and plans to set up a subsidy and marketing office in FY 26.

Company plans on synergetic inorganic growth either domestically or internationally to support growth of products, technology and markets that will provide a boost to the 5 year plan.

# Future Outlook

- Company is developing products for 2-3 new industrial segments that will provide growth opportunities over the next 3 years.
- Additional geographies addition through expansion of customer base will support growth over the next 24 months.
- Domestic expansion of customer base in Lubricant, Cleaning and Personal care segment will support growth domestically for the next 18-24 months.
- Company plans on synergetic inorganic growth either domestically or internationally to support growth of products, technology and markets that will provide a boost to the 5 year plan.
- Over the next decade the company plans to have transnational operations so as to capitalize on various global markets and opportunities.
- New capacity will support cleaning, lubricant & Mining industry products requirement and expected sales growth.

## Strategic Priorities

### Expansion of Australian Subsidiary

IEL's wholly owned subsidiary, Southern Emulsifiers Pty Ltd, provides a foothold in one of the world's top three mining economies. Australia's mining industry contributes ~10–11% to GDP and relies heavily on emulsifiers for explosives. With only a few suppliers dominating the market, IEL is strategically positioned to bridge the supply gap.

- **Revenue Potential:** The subsidiary is expected to generate approximately ₹75 crore over the next three years.
- **Gross Margin:** Expected in the range of 10–15%, with annual improvement of 200–300 basis points through product optimization and operating leverage.
- **Strategic Benefits:** Reduced logistics costs, faster lead times, deeper client integration, and strengthened partnerships with global mining explosive manufacturers.
- **Outlook:** IEL's ability to provide tailor-made emulsifiers for mining applications will reinforce its reputation as a high-performance specialty chemicals partner on a global stage.

### Operational Efficiency & Inventory Optimization

IEL targets reducing inventory days from ~90 to 60–70 by optimizing product mix and supply chain. This will release working capital and improve return ratios.

### R&D-Led Growth

Continued investment in early-stage molecule development, value engineering, and exclusive manufacturing for global customers will drive growth in both domestic and export markets.

### Sustainability Roadmap

Commitment to greener chemistry-water-based formulations, biodiesel usage, and water recycling—will align IEL with global ESG frameworks and enhance its positioning among multinational customers.

### Capacity Expansion & Market Penetration

IEL intends to scale its multipurpose facility to meet rising demand, while strengthening its presence in high-value verticals such as personal care, oil & gas, and preservatives.

## Management Guidance

For FY26, IEL expects 25–30% revenue growth, supported by incremental capacity utilization, contribution from its Australian subsidiary, and deeper penetration into global markets.

# Chairman's Message

Yask Tikekar
Managing Director



**Dear Shareholders,**

It gives me immense pride to present to you the Annual Report of Indian Emulsifiers Limited. The year gone by was marked by purposeful progress, strategic milestones, and a renewed commitment to building a future-ready organization.

From our humble beginnings in 2020, we have rapidly evolved into a trusted partner in specialty chemicals, catering to industries as diverse as personal care, oil & gas, lubricants, mining, textiles, and cleaning. Our journey so far has been guided by a simple but powerful belief — chemistry drives performance. This philosophy continues to shape our growth, innovation, and customer engagement.

FY 2024–25 was a significant year in our journey. We successfully commissioned expanded manufacturing capacity, scaling from 2,400 MTPA to 7,800 MTPA, enhancing our ability to deliver across a wide portfolio of over 125 specialty chemicals. Our state-of-the-art R&D and application development facilities further strengthened our differentiation, enabling us to respond swiftly to evolving customer needs with tailor-made, high-value solutions.

One of the most defining milestones was our entry into Australia through Southern Emulsifiers Pty Ltd, our wholly owned subsidiary. This strategic move opens a high-potential mining emulsifiers market, where demand is strong, competition is limited, and opportunities for long-term partnerships are substantial. This expansion is not only about geography — it is about positioning Indian Emulsifiers as a global player with aspirations that extend far beyond our domestic base.

Our growth is firmly anchored in sustainability which is done by ensuring compliance with the highest quality certifications including ISO 9001, 14001, 18001, Kosher and Halal. These initiatives demonstrate that profitability and responsibility are not competing goals, but complementary drivers of long-term success.

As we look ahead, our focus will remain on three pillars — innovation, operational excellence and strategic expansion. With anticipated growth of 25–30% in FY 2025–26, supported by new capacity, enhanced efficiencies, and contributions from our international subsidiary, we are confident of sustaining momentum. In parallel, we are evaluating both organic and inorganic growth opportunities that align with our long-term vision.

Our greatest strength lies in our people, whose dedication, agility, and innovation drive every achievement. I remain deeply grateful to our employees, customers, partners, investors, and all stakeholders for their continued trust and confidence. Together, we will continue to script the next chapter of Indian Emulsifiers' journey — one that is rooted in strong foundations, yet boundless in ambition.

Regards,

**Yask Tikekar**
Managing Director

# NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 5TH ANNUAL GENERAL MEETING OF THE MEMBERS OF INDIAN EMULSIFIERS LIMITED ("COMPANY") WILL BE HELD ON TUESDAY, SEPTEMBER 30, 2025 AT 11.00 A.M. AT CHANCELLOR HALL, THE NATIONAL SPORTS CLUB OF INDIA, LALA LAJPATRAI MARG WORLI, MUMBAI 400018 TO TRANSACT THE FOLLOWING BUSINESS:

**Ordinary Business:**

1. **To receive, consider and adopt:**

   a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon; and

   b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.

2. **To re- appoint Mr. Abhay Tikekar (DIN: 10425123) Whole- Time Director, liable to retire by rotation:**

   To appoint a Director in place of Mr. Abhay Tikekar (DIN 10425123) Whole- Time Director who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

**Special Business:**

3. **To appoint Secretarial Auditors of the Company**

   To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

   **"RESOLVED THAT** pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), other applicable laws/ statutory provisions, if any, as amended from time to time, Nikunj Kanabar & Associates, Practising Company Secretaries (Firm Registration Number: S2024MH981100) be and are hereby appointed as Secretarial Auditors of the Company for term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors."

4. **Ratification of remuneration payable to M/s. Narendra Peshne & Associates, Cost Auditors of the Company:**

   To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

   **"RESOLVED THAT** pursuant to the provisions of Section 148 of the Companies Act, 2013, read with Rule 14 of Companies (Audit and Auditors) Rules, 2014, and other applicable provisions ("the Act"), (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), and as per the recommendation of the Audit Committee and the Board of Directors of the Company, the Members of the Company hereby ratifies the remuneration of Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand Only) (exclusive of reimbursement of out of pocket expenses and applicable taxes) payable to M/s. Narendra Peshne & Associates, Cost Accountants (Firm Registration No.: 100269), who have been appointed by the Board of Directors, as Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company, as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended, for the Financial Year ending 31st March, 2026.

   **RESOLVED FURTHER THAT** the Directors and/or the Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with the Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution."

5. **To Increase the overall managerial remuneration limit as per the provisions of Section 197 of the Companies Act, 2013:**

   To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

   **"RESOLVED THAT**, in accordance with the provisions of Section 197 of the Companies Act, 2013, ("the Act") read with Schedule V of the Act and other applicable provisions, if any, and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for payment of remuneration to the Directors of the Company notwithstanding that aggregate remuneration of such Directors exceeds the overall limit of managerial remuneration from 11% of the net profits of the Company subject to maximum limit 20% of net profit of the Company, calculated as per the provisions of Section 198 of the Act.

   **RESOLVED FURTHER THAT,** the Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

6. **To increase the remuneration of Mr. Abhay Tikekar (DIN: 10425123), Whole-Time Director of the Company:**

   To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

   **"RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and 203 read with provisions of Schedule V and other applicable provisions, if any, of the Companies Act 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014, SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, including any statutory modifications or re-enactment(s) thereof, provisions of Articles of Association of the Company and as per recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for revision in the managerial remuneration of Mr. Abhay Tikekar (DIN: 10425123), Whole-time Director of the Company upto Rs. 4,30,000/- (Four Lakh Thirty Thousand only) per month including all perquisites, facilities etc. with effect from 1st September, 2025, unless and until revised.

   **RESOLVED FURTHER THAT** where in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the aforesaid remuneration shall be paid to Mr. Abhay Tikekar (DIN: 10425123), Whole-time Director as the minimum remuneration in accordance with the requirements as laid down under Schedule V of the Companies Act, 2013.

   **RESOLVED FURTHER THAT** any of the Director of the Company be and is hereby authorized to file, sign verify and execute all such e-forms, papers, or documents, as may be required, and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members."

7. **To increase the remuneration of Mr. Yash Tikekar (DIN: 02206485), Managing Director of the Company:**

   To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

   **"RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and 203 read with provisions of Schedule V and other applicable provisions, if any, of the Companies Act 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014, SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, including any statutory modifications or re-enactment(s) thereof, provisions of Articles of Association of the Company and as per recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for revision in the managerial remuneration of Mr. Yash Tikekar (DIN: 02206485), Managing Director of the Company upto Rs. 8,00,000/- (Eight Lakh only) per month including all perquisites, facilities etc. with effect from 1st September, 2025 unless and until revised.

   **RESOLVED FURTHER THAT** where in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the aforesaid remuneration shall be paid to Mr. Yash Tikekar (DIN: 02206485), Managing Director as the minimum remuneration in accordance with the requirements as laid down under Schedule V of the Companies Act, 2013.

   **RESOLVED FURTHER THAT** any of the Director of the Company be and is hereby authorized to file, sign verify and execute all such e-forms, papers, or documents, as may be required, and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members."

8. **To approve Material Related Party Transactions with M/s Chemical Brothers Private Limited:**

To consider and, if thought fit, to pass with or without modification(s), following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the Regulations 2(1)(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the Company's Policy on Related Party Transactions and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter/ continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with M/s Chemical Brothers Private Limited, a related party pursuant to Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during financial year 2025-26, for an aggregate value not exceeding Rs. 15,00,00,000/- (Rupees Fifteen Crore only), on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between the related party and the Company, provided that the said Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem f it at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s)."

**"RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

**By Order of the Board of Directors**

**For Indian Emulsifiers Limited**

**Sd/-**

**Yash Tikekar**

Managing Director

DIN: 02206485

Date: August 29, 2025

Place: Shop 206, Foor-2, Sumer Kendra, Shivram Seth Amrutwar Road,

Near Doordarshan Kendra, Off Pandurang Budhwar Marg,

Worli, Mumbai- 400018, Maharashtra, India.

Tel No: 022-47838021

Email: cs@indianemulsifiers.com

Website: https://indianemulsifiers.com





# NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

   A person can act as a Proxy on behalf of Members not exceeding fifty (50) and holding in aggregate not more than ten percent (10%) of the total share capital of the Company. A Member holding more than ten percent (10%) of the total share capital of the Company may appoint a single person as Proxy and such Proxy shall not act as a Proxy for any other Member.

   The Proxy form is annexed with this Notice. The instrument appointing the Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed, stamped and signed, not less than 48 hours before the commencement of the Meeting.

   Corporate Members intending to send their authorized representatives to attend the Annual General Meeting ("the Meeting") are requested to send to the Company a certified true copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.

   During the period beginning 24 hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, a Member is entitled to inspect the Proxies lodged, at any time during the business hours of the Company, provided that not less than 3 days of notice in writing is given to the Company by such Member.

2. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

3. The Members/Proxies are requested to bring the attendance slip duly filled in for attending the Meeting.

4. Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to the Directors seeking re-appointment in the Annual General Meeting is annexed to this Notice as Annexure – A.

5. The Register of Directors and Key Managerial Personnel and their Shareholding, the Register of Contracts or Arrangements in which Directors are interested will be available for inspection at the Meeting.

6. All the documents referred to in the Notice are annexed thereto including the Annual Report for the financial year 2024-25 and Notice of the Annual General Meeting are open for inspection by the Members, without any fees, at the Registered Office at Shop 206, Foor-2, Sumer Kendra, Shivram Seth Amrutwar Road, Near Doordarshan Kendra, Off Pandurang Budhwar Marg, Worli, Mumbai-400018, Maharashtra, India.of the Company between 11.00 A.M and 01.00 P.M on all working days up to the date of the Meeting and the same shall also be made available for inspection by Members at the Meeting.

   Members holding shares in physical form are requested to approach, Maashitla Securities Private Limited the Registrar and Share Transfer Agents of the Company situated at 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, Delhi 110 034, India for:

   a) intimating any change in their address and/or bank mandate;
   b) submitting requests for transfer, transmission, name change, split, consolidation, etc.;
   c) nominating any person to whom the shares shall vest in the event of death;
   d) updating/registering their e-mail address for correspondence; and
   e) Any other queries with respect to shares held by them.

7. Members holding shares in electronic form are hereby informed that the Company or its Registrar cannot act on any request received directly from them for any change of address and/or bank mandate or change in e-mail address. Such changes are to be intimated only to the Depository Participants of the Members.

8. Members who have not registered their e-mail address for receiving all communications including Annual Report, Notices and Circulars, etc. from the Company electronically, are requested to register the same with their Depository Participants (for shares held in electronic form) and with Maashitla Securities Private Limited, the Registrar and Share Transfer Agents of the Company (for shares held in physical form). Members, who have registered their e-mail address, are also entitled to receive such communication in physical form, upon request.

9. The Board of Director vide resolution dated **August 29, 2025** has appointed M/s. Nikunj Kanabar & Associates as Practicing Company Secretaries as scrutinizer for the 5th Annual General Meeting of the Company.

10. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in note no. 14 of this Notice.

11. The remote e-voting shall commence on **Saturday, 27th September, 2025 at 09:00 a.m. (IST) and shall end on Monday, 29th September, 2025** at 05:00 p.m. (IST). During this period, Members of the Company holding shares in physical or electronic form as on the **Cut-Off Date i.e. Tuesday, 23rd September, 2025** may cast their vote electronically.

12. The Annual Report for the financial year 2024-25 and Notice of the 5th Annual General Meeting, inter- alia, indicating the process and manner of voting along with Attendance Slip and Proxy Form are being sent in electronic mode to all the Members holding shares in dematerialized form and having their e-mail address registered with their Depository Participants and such other Members who have positively consented in writing to receive the same by electronic mode. Further physical copies of the above-mentioned documents are being sent to all other Members by the permitted mode. Members, who have received the above documents in electronic mode, are entitled to receive the same, free of cost, in physical form, upon making a request in this regard to Maashitla Securities Private Limited, the Registrar and Share Transfer Agents of the Company or to the Company. The abovementioned documents are also available for download on the Company's website i.e. https://indianemulsifiers.com and on the websites of the Stock Exchanges i.e., NSE of India Limited at www.nseindia.com

13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.

14. THE INTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on **Saturday, 27th September, 2025 at 09:00 a.m. (IST) and shall end on Monday, 29th September, 2025 at 05:00 p.m. (IST).** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date **(cut-off date) i.e. Tuesday, 23rd September, 2025,** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 23rd September, 2025.

**How do I vote electronically using NSDL e-Voting system?**

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

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

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

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

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





| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period<br><br>2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<br><br>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.<br><br>4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.<br><br>**NSDL Mobile App is available on**<br>App Store Google Play |

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

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

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

| Login type | Helpdesk details |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911 |





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

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

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

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

4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|---|---|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID<br><br>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<br><br>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<br><br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   **b)** **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to
2. 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 cs@indianemulsifiers.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.





**By Order of the Board of Directors**

**For Indian Emulsifiers Limited**

**Sd/-**

**Yash Tikekar**

Managing Director

DIN: 02206485

Date: August 29, 2025

Place: Shop 206, Foor-2, Sumer Kendra, Shivram Seth Amrutwar Road,

Near Doordarshan Kendra, Off Pandurang Budhwar Marg,

Worli, Mumbai- 400018, Maharashtra, India.

Tel No: 022-47838021

Email: cs@indianemulsifiers.com

Website: https://indianemulsifiers.com

# EXPLANATORY STATEMENT:

The following explanatory statement pursuant to Section 102 of the Act sets out the material facts relating to the special business mentioned in the Notice of the AGM:

**Item No. 3:**

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ('the Act'), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholders' approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on August 29, 2025, has approved the appointment of M/s. Nikunj Kanabar & Associates, Company Secretaries, (Firm Registration Number: S2024MH981100, Membership No. F12357 and CP No. 27358) as the Secretarial Auditors of the Company for a period of five (5) consecutive years, commencing from April 1, 2025 to March 31, 2030 subject to approval of the Members at the Annual General Meeting.

Furthermore, in terms of the amended regulations, M/s. Nikunj Kanabar & Associates, has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. M/s. Nikunj Kanabar & Associates has confirmed that they are not disqualified from being appointed as Secretarial Auditors and that they have no conflict of interest. M/s. Nikunj Kanabar & Associates has further furnished a declaration that they have not taken up any prohibited non secretarial audit assignments for the Company, its holding and subsidiary companies.

While recommending M/s. Nikunj Kanabar & Associates for appointment, the Board and the Audit Committee evaluated various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the Company's business segments, its industry standing, the clientele it serves, and its technical expertise. M/s. Nikunj Kanabar & Associates was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company.

M/s. Nikunj Kanabar & Associates is a peer reviewed and well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India, Mumbai. The firm is led by experienced team members, all of whom are distinguished professionals in the field of corporate governance and compliance. Their collective expertise spans corporate advisory and Secretarial Compliances. The firm also has good team with strong professional credentials who align with its core values of character, competence, and commitment. M/s. Nikunj Kanabar & Associates specializes in compliance audit and assurance services, advisory and corporate compliances.

The terms and conditions of the appointment of M/s. Nikunj Kanabar & Associates include a tenure of five (5) consecutive years, commencing from April 1, 2025 upto March 31, 2030 at a remuneration as may be mutually agreed between the Board and the Secretarial Auditors for subsequent years.

M/s. Nikunj Kanabar & Associates has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, approval of the shareholders is sought for appointment of M/s. Nikunj Kanabar & Associates as the Secretarial Auditors of the Company.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for approval by the Members.

None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

**Item No. 4:**

Based on the recommendation of the Audit Committee, the Board of Directors of the Company at their meeting held on 29th August, 2025, has approved the appointment and remuneration of M/s. Narendra Peshne & Associates, Cost Accountants (Firm Registration No.: 100269), as the Cost Auditors for audit of the cost accounting records of the Company for the Financial Year ending 31st March, 2026, at a remuneration of Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand Only) plus taxes and reimbursement of out-of-pocket expenses at actuals, if any, in connection with the audit.

In accordance with the provisions of Section 148 of the Companies Act, 2013 ("the Act") and the Companies





(Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 ("the Rules") (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), maintenance of cost records and audit thereof is applicable in respect of products in the category including of chemicals, inorganic chemicals, organic chemicals.

M/s. Narendra Peshne & Associates, have confirmed that they hold a valid certificate of practice under Sub-Section (1) of Section 6 of the Cost and Works Accountants Act, 1959.

In accordance with the provisions of Section 148 (3) of the Act read with the Rules, the remuneration payable to Cost Auditor has to be ratified by the Members of the Company. Accordingly, consent of the Members is sought for ratification of the remuneration payable to Cost Auditors for conducting the audit of the cost records of the Company, if required, for the Financial Year ending 31st March, 2026.

The Board, recommends passing of this Ordinary Resolution as set out at Item No. 4 of this notice, for your approval.

None of the Directors and/or Key Managerial Personnel of the Company and/or their respective relatives are concerned or interested financially or otherwise, either directly or indirectly, except to the extent of their respective shareholding in the Company, if any, in the Resolution mentioned at Item No. 4 of the Notice.

**Item No. 5:**

The aggregate remuneration of all Directors including Independent Directors may exceed 11% of the net profits of the Company as calculated under Section 198 of the Companies Act, 2013, during their tenure of appointment.

Accordingly, approval of members of the Company is being sought in terms of Section 197 of the Companies Act, 2013 for payment of remuneration to all Directors including Independent Directors notwithstanding that aggregate remuneration of all Directors may exceed from 11% subject to maximum limit 20% net profit of the Company, calculated as per the provisions of Section 198 of the Act.

All Directors and their relatives may be considered as interested in this resolution. Except the aforesaid, none of the Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the aforementioned Resolution except to the extent of their shareholding in the Company.

The Board of Directors recommends the Special Resolution set forth in Item No. 5 for approval of the Members.

**Item No. 6:**

The members are informed that pursuant to provisions of Articles of Association of the Company and as per recommendation of Nomination and Remuneration Committee, the Board has considered and approved the revision in the managerial remuneration of Mr. Abhay Tikekar (DIN: 10425123), Whole Time Director of the Company. The Management is of the opinion that with the growth of the Company, the leadership of the Company shall also be awarded and hence as a token of appreciation for the hard work of Mr. Abhay Tikekar, the Management of the Company decided to revise the Managerial Remuneration, subject to the approval of the Members of the Company. Accordingly, it is proposed to obtain the consent of the members of the Company for revision in the managerial remuneration of Mr. Abhay Tikekar (DIN: 10425123), Whole Time Director of the Company to Rs. 4,30,000/- (Four Lakh Thirty Thousand only) per month with effect from 1st September, 2025, unless and until revised.

The aforesaid increase in remuneration may be treated as the variation in the written memorandum setting out the appointment of Mr. Abhay Tikekar under Section 190 of the Act.

The matter has been placed before the shareholders by way of special resolution for their approval and the necessary disclosures as required in Schedule V have been enclosed with the explanatory statement.

None of the promoters, directors, key managerial personnel and their relatives except Mr. Abhay Tikekar, Whole Time Director and Mr. Yash Tikekar, Managing Director and their relatives, are considered to be concerned or interested, financially or otherwise, in the passing of above resolution.

**Item No. 7:**

The members are informed that pursuant to provisions of Articles of Association of the Company and as per recommendation of Nomination and Remuneration Committee, the Board has considered and approved the revision in the managerial remuneration of Mr. Yash Tikekar (DIN: 02206485), Managing Director of the Company. The Management is of the opinion that with the growth of the Company, the leadership of the Company shall also be awarded and hence as a token of appreciation for the hard work of Mr. Yash Tikekar, the Management of the Company decided to revise the Managerial Remuneration, subject to the approval of the Members of the Company. Accordingly, it is proposed to obtain the consent of the members of the Company for revision in the managerial remuneration of Mr. Yash Tikekar, Managing Director of the Company to Rs. 8,00,000/- (Rupees Eight Lakh Only) per month with effect from 1st September, 2025, unless and until revised.

The aforesaid increase in remuneration may be treated as the variation in the written memorandum setting out the appointment of Mr. Yash Tikekar under Section 190 of the Act.

The matter has been placed before the shareholders by way of special resolution for their approval and the necessary disclosures as required in Schedule V have been enclosed with the explanatory statement.

None of the promoters, directors, key managerial personnel and their relatives except Mr. Yash Tikekar, Managing Director and Mr. Abhay Tikekar, Whole Time Director and their relatives, are considered to be concerned or interested, financially or otherwise, in the passing of above resolution.

**Item No. 8:**

Pursuant to Regulation 23 of SEBI Listing Regulations, with effect from April 01, 2025, in case of a listed entity which has listed its specified securities on the SME Exchange, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rupees fifty crore or ten per cent. of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

As per recommendation of Audit Committee meeting held on May 30, 2025, the Board of Directors in their meeting held on May 30, 2025 had approved the Related Party Transaction regarding to supply of goods and services, working capital, Inter Corporate Loans, and other transactions for business purpose requirements with M/s Chemical Brothers Private Limited of value not exceeding of Rs. 15,00,00,000/- (Rupees Fifteen crores) for the financial years i.e. 2025-26

The information required to be disclosed in the Explanatory Statement pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, particulars of the transactions with M/s Chemical Brothers Private Limited are as follows:

| Sr. No. | Particulars | Remarks |
|---|---|---|
| 1 | Name of the Related Party | Chemical Brothers Private Limited |
| 2 | Name of the Director or KMP who is related | Mr. Yash Tikekar |
| 3 | Nature of relationship; | Mr. Yash Tikekar is interested and common Director in both the Company |
| 4 | Nature, material terms, monetary value and particulars of the contract or arrangement | Related Party Transaction regarding to supply of goods and services, working capital, Short-term Inter Corporate Loans, and other transactions for business purpose requirements for an estimate amount not exceeding of Rs. 15,00,00,000/- (Rupees Fifteen crores) for the financial years i.e. 2025-26. |
| 5 | Any other information relevant or important for the members to take a decision on the proposed resolution | All relevant information as mentioned in the Explanatory Statement setting out material facts pursuant to Section 102(1) of the Act, forming part of this Notice. |

The information required to be disclosed in the Explanatory Statement pursuant to the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are as follows:





| Sr. No. | Description | Particulars |
|---|---|---|
| 1 | Name of the Related Party | Chemical Brothers Private Limited |
| 2 | Nature of relationship [including nature of its interest (financial or otherwise)] | Mr. Yash Tikekar, Managing Director of the Company is interested and common Director in both the Companies. |
| 3 | Type and particulars of proposed transactions | Related Party Transaction regarding to supply of goods and services, working capital, Short-term Inter Corporate Loans, and other transactions for business purpose requirements for an estimate amount not exceeding of Rs. 15,00,00,000/- (Rupees Fifteen crores) for the financial years i.e. 2025-26. |
| 4 | Material terms of the proposed transactions | |
| 5 | Tenure of the proposed transactions | 1 year |
| 6 | Value of the proposed transactions during FY 2025-26 | Rs. 15,00,00,000/- (Rupees Fifteen crores) |
| 7 | Total transactions for past three years | FY 22-23: Rs. 1,872.36 Lakh<br>FY 23-24: Rs. 1,386.98 Lakh<br>FY 24-25: Rs. 1,228.23 Lakh |
| 8 | Percentage of annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction | 12.13% |
| 9 | Justification of the proposed transactions | Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. |
| 10 | A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders | Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. |
| 11 | Name of the Director or KMP who is related, if any, and the nature of their relationship | Mr. Yash Tikekar is interested and common Director in both the Company |
| 12 | Any other relevant information | All relevant information as mentioned in the Explanatory Statement setting out material facts pursuant to Section 102(1) of the Act, forming part of this Notice. |

# Annexure – A

The relevant details of Directors who is proposed to be re-appointed Directors of the Company, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by the Company Secretaries of India are as under;

| | |
|---|---|
| **Name of the Director** | **Mr. Abhay Tikekar** |
| Director Identification Number | 10425123 |
| Date of Birth | January 16, 1960 |
| Age | 65 years |
| Date of Appointment | 27/12/2023 |
| Qualification | Bachelor of Commerce (Honors Course) |
| Terms and Conditions of appointment | He has been appointed as Whole- Time Director of Company for a period of 5 years w.e.f. December 27, 2023. |
| Brief Resume of the Director | Abhay Tikekar, aged 64 years is the Whole Time Director of our Company. He has completed Bachelor of Commerce<br><br>(Honors Course) from University of Delhi in the year 1978. He appointed as the Whole Time Director of the company with effect from December 27, 2023 for a period 5 years. |
| Experience and expertise in Specific functional Area | He looks after the overall business operations of the Company. His functional responsibility in our Company mainly focused on company growth and finances. He possesses a strong work ethic, excellent problem-solving abilities, and a passion for driving growth. He has an experience of Nine year in the<br><br>Industry. |
| Other listed companies in which she holds Directorship and Membership of Committee of Board (along with listed entities from which she has resigned in the past three years) | None |
| Chairperson/ Member of Committee(s) of Board of Directors of the Company | None |
| Shareholding of non-executive directors [in the listed entity, including shareholding as a beneficial owner]; | NA |
| Shareholding in the Company (Equity) | NIL |
| Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the company | |
| The number of Meetings of the Board attended during the year | 10 |





Form No. MGT-11

# Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

**CIN:** L46691MH2020PLC351364

**Name of the Company**: Indian Emulsifiers Limited

**Registered Office:** Shop 206, Floor-2, Sumer Kendra, Shivram Seth Amrutwar Road Near Doordarshan Kendra, Off Pandurang Budhwar Marg, Worli, Mumbai 400 018, Maharashtra, India.

**E-mail Id:**

**Name of the Member(s):** ______________________________

**Registered address:** ______________________________

**E-mail Id:** ______________________________

**Folio No./Client ID No.** ________________ **DP ID No.** ________________

I/We, being the holder(s) of ________________ Equity Shares of Company, appoint:

**1.** Mr./Mrs. ________________ of ________________
E-mail Id: ________________ or failing him/her
Signature: ________________

**2.** Mr./Mrs. ________________ of ________________
E-mail Id: ________________ or failing him/her
Signature: ________________

**3.** Mr./Mrs. ________________ of ________________
E-mail Id: ________________ or failing him/her
Signature: ________________

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 5th Annual General Meeting of the Company, to be held on TUESDAY, SEPTEMBER 30, 2025, at Chancellor Hall, The National Sports Club of India, Lala Lajpatrai Marg Worli, Mumbai 400018, at 11t:00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution No.**

1. To receive, consider and adopt:
   a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon; and
   b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.
2. To re- appoint Mr. Abhay Tikekar (DIN: 10425123) Whole- Time Director, liable to retire by rotation
3. To appoint Secretarial Auditors of the Company

   Add below point after this:
4. Ratification of remuneration payable to M/s. Narendra Peshne & Associates, Cost Auditors of the Company
5. To Increase the overall managerial remuneration

limit as per the provisions of Section 197 of the Companies Act, 2013

6. To increase the remuneration of Mr. Abhay Tikekar (DIN: 10425123), Whole-Time Director of the Company
7. To increase the remuneration of Mr. Yash Tikekar (DIN: 02206485), Managing Director of the Company
8. To approve Material Related Party Transactions with M/s Chemical Brothers Private Limited

Signed this ........ day of 2025

Signature of Shareholder / Signature of Proxy holders(s)

**Notes:**

1) This Form of the proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2) A proxy need not be a member of the Company.
3) A person can act as a proxy on behalf of the members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carry voting rights.
4) If a member holding more than 10% of the total share capital carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other member.
5) In case of Joint holder, the vote of the senior who tender as vote, whether in person or by proxy, shall be accepted to the exclusion to the vote of other joint holders. Seniority shall be determined by the order in which the name stand in the register of members.
6) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the Meeting.
7) This is optional please put a tick mark ( ) in appropriate column against the resolution indicated above. In case of members wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns "For", "Against". In case the members leave the column(s) blank, the proxy will be entitled to vote in the manner he/she thinks appropriate.
8) An instrument of Proxy duly filled, stamped and signed, is valid only for the Meeting to which it relates including any adjournment thereof.
9) An instrument of Proxy is valid only if it is properly stamped. Unstamped or inadequately stamped Proxies or Proxies upon which the stamps have not been cancelled are invalid.
10) The Proxy-holder should prove his identity at the time of attending the meeting.
11) An authorised representative of a body corporate or of the President of India or of the Governor of a State, holding shares in a company, may appoint a Proxy under his signature.
12) A proxy form which does not state the name of the Proxy should not be considered valid.
13) If an undated Proxy, which is otherwise complete in all respects, is lodged within the prescribed time limit, it should be considered valid.
14) If a Company receives multiple Proxies for the same holdings of a Member, the proxy which is dated last is considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple Proxies should be treated as invalid.
15) If a Proxy had been appointed for the original Meeting and such Meeting is adjourned, any Proxy given for the adjourned Meeting revokes the Proxy given for the original Meeting.
16) A Proxy later in date revokes any Proxy/Proxies dated prior to such Proxy.
17) A Proxy is valid until written notice of revocation has been received by the company before the commencement of the Meeting or adjourned Meeting, as the case may be. A Proxy need not be informed of the revocation of the Proxy issued by the Member. Even an undated letter of revocation of Proxy should be accepted. Unless the Articles provide otherwise, a notice of revocation should be signed by the same person who had signed the Proxy.
18) Requisitions, if any, for inspection of Proxies should be received in writing from a Member at least three days before the commencement of the Meeting.
19) Proxies should be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting.





# ATTENDANCE SLIP

(To be surrendered at the time of entry)

Folio No. / Client ID: ..........................................................................

No. of Shares: ..........................................................................................

Name of Member/Proxy: ......................................................................

I hereby record my presence at the 5th Annual General Meeting of the Company Indian Emulsifiers Limited on TUESDAY, SEPTEMBER 30, 2025, at Chancellor Hall, The National Sports Club of India, Lala Lajpatrai Marg Worli, Mumbai 400018.

______________________________________

Member's/ Proxy's Signature

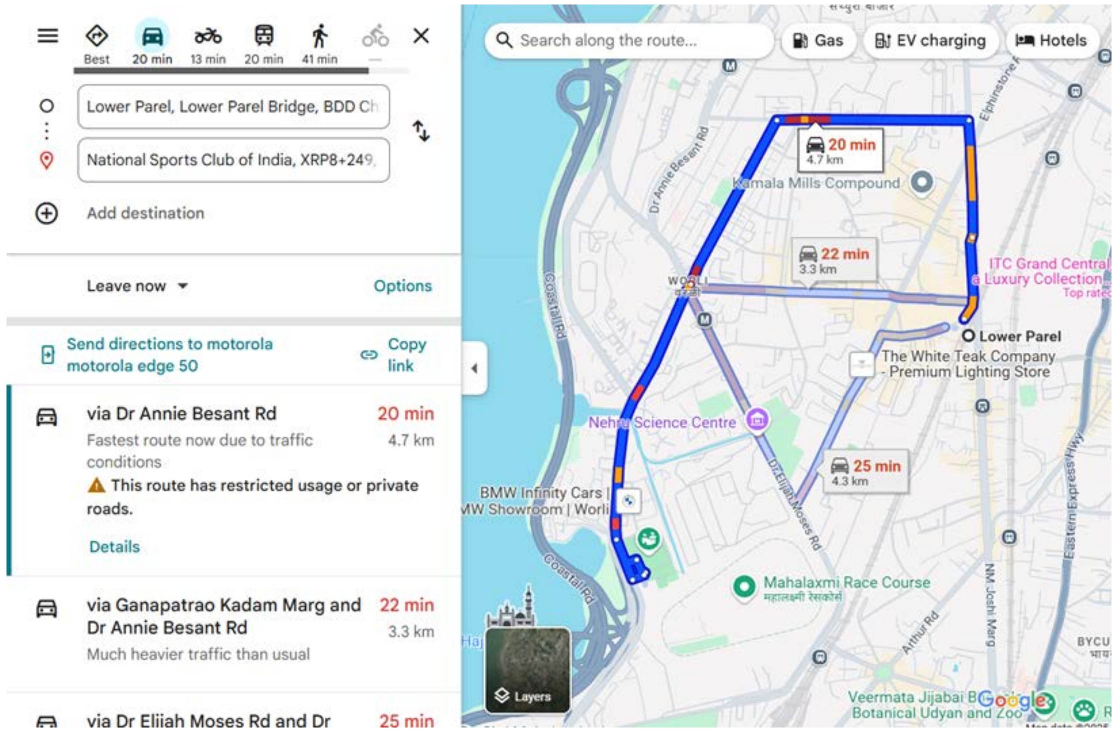
**Notes:**

1. Please refer to the instructions printed under the Notes to the Notice of the 05th Annual General Meeting.
2. Shareholders/Proxy holders are requested to bring the attendance Slip with them when they come to the meeting.
3. No attendance slip will be issued at the time of meeting.
4. Shareholders who come to attend the meeting are requested to bring their copies of the Annual Report with them, as spare copies will not be available at the meeting.

# Route Map
# 5th ANNUAL GENERAL MEETING
# Date: TUESDAY, SEPTEMBER 30, 2025
# Day: 11:00 AM

Venue: Chancellor Hall, The National Sports Club of India, Lala Lajpatrai Marg Worli, Mumbai 400018

ROUTE MAP TO THE VENUE OF THE 5TH ANNUAL GENERAL MEETING ON TUESDAY, SEPTEMBER 30, 2025 AT 11.00 A.M








# BOARD'S REPORT

**To,**
**The Members,**
**INDIAN EMULSIFIERS LIMITED**

The Board of Directors of the Company have great pleasure in presenting the 5th Board's Report of the Company together with Audited Financial Results for the year ended March 31, 2025. This report states compliance as per the requirements of the Companies Act, 2013 ("the Act"), the Secretarial Standards, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other rules and regulations as applicable to the Company.

**FINANCIAL PERFORMANCE:**
The highlight of the financial performance of the Company for the year ended March 31, 2025 is summarized as follows:

| Particulars | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Revenue from Operations | 10,122.62 | 6,667.60 |
| Other Income | 142.89 | 3.76 |
| Total Income | **10,265.51** | **6,671.36** |
| Employee Benefit Expenses | 123.94 | 72.37 |
| Financial Cost | 240.89 | 231.55 |
| Depreciation and amortisation expenses | 222.52 | 168.84 |
| Other Expenses | 8036.80 | 5116.24 |
| Total Expenses | **8,624.16** | **5,589.01** |
| Profit/(Loss) before Tax | 1,641.35 | 1,082.35 |
| Less: Exceptional items | - | - |
| Profit/(Loss) before Tax | **1,641.35** | **1,082.35** |
| Current Tax | 310.50 | 196.79 |
| Deferred Tax | 0.95 | 3.19 |
| Profit/(Loss) after tax | **1,329.90** | **882.37** |
| Other Comprehensive income/(cost) for the financial year | 3.24 | 0.08 |
| Total Comprehensive income/(loss) for the financial year | 1,333.14 | 882.45 |
| Earnings per Equity Share | | |
| (1) Basic | 11.40 | 12.41 |
| (2) Diluted | 9.35 | 12.00 |

# BUSINESS OVERVIEW

Our Company is engaged in the business of Manufacturing and Supplying of Specialty Chemicals i.e., Esters, Amphoterics, Phosphate Esters, Imidazolines, Wax Emulsions, SMO & PIBSA Emulsifiers.

### FINANCIAL PERFORMANCE OVERVIEW

During the year under review, the Company has earned a total revenue of Rs. 10,265.51 Lakhs for the year ended March 31, 2025 as against Rs. 6,671.36 Lakhs in the previous financial year.

The Company has recorded a profit (PBT) of Rs. 1,641.35 Lakhs for the year ended March 31, 2025 as compared to Rs. 1,082.35 Lakhs in the previous financial year.

The Profit/ (Loss) after Tax (PAT) for the year ended March 31, 2025 increased drastically and stood at Rs. 1,333.14 Lakhs as compared to Rs. 882.37 Lakhs in the previous financial year.

### DIVIDEND/ TRANSFER TO RESERVES:

The Dividend policy for the year under review has been formulated and taking into consideration of growth of the Company and to conserve resources, the Directors do not recommend any Dividend for the year ended March 31, 2025.

Your Company has not transferred the profits for year ended March 31, 2025 to Reserves and Surplus.

### MATERIAL CHANGES AND COMMITMENTS BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENT RELATE AND THE DATE OF THIS REPORT:

The Company's shares are listed on NSE Emerge platform with ISIN 'INE0RRU01016' & symbol 'IEML' w.e.f. 22nd May, 2024.

### DEPOSITS:

The Company has neither accepted nor renewed any deposits falling within the purview of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules 2014 as amended from time to time, during the year under review.

### CHANGE IN THE NATURE OF BUSINESS:

There has been no change in the Business of the Company during the financial year ended March 31, 2025.

### CAPITAL STRUCTURE:

During the year under review, the Company had successfully come out with its maiden SME – IPO (Initial Public Offering). The Public issue consisted of 32,11,000 Equity Shares at price of Rs. 132/- (including a premium of Rs. 122/- Equity Shares) aggregating to Rs. 4,238.52 Lakhs consisting fully of fresh issue of 32,11,000 Equity Shares aggregating to Rs. 4,238.52 Lakhs which was opened for subscription on May 10, 2024 and closed on May 16, 2024 for all the applicants. The Company received the overwhelming response for the said IPO issue and said shares got listed on the NSE – Emerge platform on May 22, 2024. After completion of IPO, the paid-up share capital of the Company increased to Rs. 12,22,22,220/-

### AUTHORIZED SHARE CAPITAL:

The Authorized Share Capital of the Company as on March 31, 2025 is Rs. 14,00,00,000/- (Rupees Fourteen Crore) divided into 1,40,00,000 Equity shares of Rs. 10/- each fully paid-up.

### ISSUED AND PAID-UP CAPITAL:

During the year under review, the Company has made an allotment of 32,11,000 Equity shares having face value of Rs. 10/- on the issue price of Rs. 132/- on 17th May, 2024 pursuant to Initial Public Offer of Company.

As on March 31, 2025 the paid-up Equity Share Capital was Rs. 9,01,12,220/- divided into 90,11, 222 Equity Shares of Rs. 10/- each.

### DISCLOSURES RELATING TO HOLDING, SUBSIDIARY, ASSOCIATE COMPANY, AND JOINT VENTURES:

As on March 31, 2025 the Company has no Holding, Subsidiaries, Associate Company, and Joint Venture, except following 1 (One) Wholly Owned Subsidiary Company:

| Sr. No. | Name of Company | CIN/ GIN | Type | % of Share Holding | Applicable Section | Applicable Section |
|---|---|---|---|---|---|---|
| 1 | M/s. Southers Emulsifiers Solutions Pty Ltd* | ACN 677 826 603 | Foreign Wholly Owned Subsidiary Company | 100% | 2(87) | 2(87) |





* M/s. Southers Emulsifiers Solutions Pty Ltd, a Foreign subsidiary company of the Company has been incorporated on May 31, 2024 at Australia. The Company has subscribed 1000 Ordinary shares of AU$ 1.00 each. The main object of the incorporated company is Manufacturing and Supplying of Specialty Chemicals. is yet to start its business activities.

Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 a statement containing salient features of the financial statement of subsidiaries or associate companies or Joint ventures in Form AOC- 1 is annexed and marked as **Annexure-A1.**

### LISTING OF SHARES:

The Company's shares are listed on NSE Emerge platform with ISIN INE0RRU01016 & IEML w.e.f. 22nd May, 2024.

### DIRECTORS & KEY MANAGERIAL PERSONNEL:

The composition of Board of Directors and Key Managerial Personnel (KMP) of the Company as on March 31, 2025 were as follows:

| Sr. No | Name of Director | Designation |
|---|---|---|
| 1. | Yash Tikekar | Chairman and Managing Director |
| 2. | Abhay Tikekar | Whole-Time Director |
| 3. | Rajesh Madhukar Joshi | Non-Executive, Director |
| 4. | Rajaram Gordhanlal Agarwal | Non-Executive, Independent Director |
| 5. | Vaishali Dipen Tarsariya | Non-Executive, Independent Director |
| 6. | Mandeep Brijkishore Pandey | Chief Financial Officer |
| 7. | Ramraj Singh Thakur | Company Secretary & Compliance Officer |

### STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS:

Pursuant to the provisions of sub-section (7) of Section 149 of the Companies Act, 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfil the criteria of Independence as specified in Section 149(6) of the Companies Act, 2013.

The Independent Director have complied with the Code of Conduct for Independent Directors prescribed in Schedule IV of the Act. In view of the available time limit, those Independent Director who are required to undertake the online proficiency self-assessment test as contemplated under Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014, had committed to perform the test within time limit stipulated under the act. The Company has received declarations from all Independent Directors of the Company confirming that they continue to meet the criteria of Independence as prescribed under Section 149 of the Companies Act 2013.

### BOARD AND COMMITTEE MEETING:

#### Number of Board Meetings

The Board of Directors met 10 times during the financial year ended March 31, 2025 in accordance with the provisions of the Companies Act, 2013 and rules made there under. The intervening gap between two Board Meeting was within the period prescribed under the Companies Act, 2013 and as per Secretarial Standard-1. The prescribed quorum was presented for all the Meetings and Directors of the Company actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

### COMMITTEES OF THE BOARD:

The Company has four committees viz; Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee which has been established as a part of the better Corporate Governance practices and is in compliance with the requirements of the relevant provisions of applicable laws and statutes.

**I. Audit Committee:**

The Audit Committee of the Company is constituted under the provisions of section 177 of the Companies Act, 2013.

Composition of the Committee is as follow:

| Sr. No. | Name | Designation |
|---|---|---|
| 1. | Rajaram Gordhanlal Agarwal | Chairman |
| 2. | Vaishali Dipen Tarsariya | Member |
| 3. | Yash Tikekar | Member |

All the recommendation made by the Audit Committee in the financial year 2024-25 was approved by the Board.

The Audit Committee members met 4 times during the year for conducting the Meeting.

**II. Nomination & Remuneration Committee:**

The Nomination & Remuneration Committee of the Company is constituted under the provisions of section 177 of the Companies Act, 2013.

Composition of the Committee is as follows:

| Sr. No. | Name | Designation |
|---|---|---|
| 1. | Rajaram Gordhanlal Agarwal | Chairman |
| 2. | Vaishali Dipen Tarsariya | Member |
| 3. | Rajesh Madhukar Joshi | Member |

The Nomination & Remuneration Committee members met 2 times during the year for conducting the Meeting.

**III. Stakeholder Relationship Committee**

The Stakeholder Relationship Committee of the Company is constituted under the provisions of section 177 of the Companies Act, 2013.

Composition of the Committee is as follow:

| Sr. No. | Name | Designation |
|---|---|---|
| 1. | Vaishali Dipen Tarsariya | Chairman |
| 2. | Yash Tikekar | Member |
| 3. | Rajaram Gordhanlal Agarwal | Member |

The Stakeholder Relationship Committee members met 2 times during the year for conducting the Meeting.

**IV. Corporate Social Responsibility Committee**

The Corporate Social Responsibility Committee of the Company is constituted under the as per the provisions of the Companies Act, 2013.





**DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:**

CSR provides an opportunity to the Companies to effectively align its values and strategy for the benefits of the society, by contributing to the social, economic and environmental development of the society at large.

The composition of Committee is as follow:

| Sr. No. | Name | Designation |
|---|---|---|
| 1. | Vaishali Dipen Tarsariya | Chairman |
| 2. | Yash Tikekar | Member |
| 3. | Rajaram Gordhanlal Agarwal | Member |

The Corporate Social Responsibility Committee members met 1 time during the year for conducting the Meeting.

Further the Board of directors has also approved the CSR policy formulated in accordance with the Act (as amended from time to time), guides the Company to serve the society which can be accessed on the website of the Company at link https://indianemulsifiers.com/

The disclosure as per provisions of Companies Act, 2013 on CSR activities forming part of this Report is attached as **Annexure – E**

**CORPORATE GOVERNANCE REPORT:**

Since the Company is listed on SME platform of NSE Emerge., the provisions of Corporate Governance are not applicable on the Company.

**NOMINATION AND REMUNERATION FORMATINGT:**

The Company believes that building a diverse and inclusive culture is integral to its success. A diverse Board, among others, will enhance the quality of decisions by utilizing different skills, qualifications, professional experience and knowledge of the Board members necessary for achieving sustainable and balanced development. In terms of SEBI Listing Regulations and Act, the Company has in place Nomination & Remuneration Policy.

The said policy of the Company, inter alia, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment of Executive, Non-Executive and Independent Directors on the Board of Directors of the Company and persons in the Senior Management of the Company, their remuneration including determination of qualifications, positive attributes, independence of directors and other matters as provided under sub-section (3) of Section 178 of the Act (including any statutory modification(s) or re- enactment(s) thereof for the time being in force). The Policy also lays down broad guidelines for evaluation of performance of Board as a whole, Committees of the Board, individual directors including the chairperson and the Independent Directors. The aforesaid Nomination and Remuneration Policy has been uploaded on the website of your Company www.indianemulsifiers.com

**FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS:**

The Board members are provided with necessary documents/ brochures, reports, and internal policies to enable them to familiarize with the Company's procedures and practices, the website link is www.indianemulsifiers.com

**ANNUAL EVALUATION:**

Pursuant to the provisions of the Companies Act and the SEBI Listing Regulations, a structured questionnaire was prepared for evaluating the performance of Board, its Committees and Individual Director including Independent Directors. The questionnaires were prepared after taking into consideration the various facets related to working of Board, its committee and roles and responsibilities of Director. The Board and the Nomination and Remuneration Committee reviewed the performance of the Individual Directors including Independent Directors on the basis of the criteria and framework adopted by the Board. Further, the performance of Board as a whole and committees were evaluated by the Board after seeking inputs from all the Directors on the basis of various criteria. The Board of Directors expressed their satisfaction with the evaluation process. In a separate meeting of Independent Directors, the performance of Non-Independent Directors, performance of Board as a whole and performance of the Chairman was evaluated, taking into account the views of the Executive Directors and Non-Executive Directors.

**VIGIL MECHANISM FOR THE DIRECTORS AND EMPLOYEES:**

The Company has established a vigil mechanism, through a Whistle Blower Policy, where Directors and employees can voice their genuine concerns or grievances about any unethical or unacceptable business practice. A whistle-blowing mechanism not only helps the Company in detection of fraud, but is also used as a corporate governance tool leading to prevention and deterrence of misconduct.

It provides direct excess to the employees of the Company to approach the Compliance Officer or the Chairman of the Audit Committee, where necessary. The Company ensures that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment or victimization. The Whistle Blower Policy is disclosed on the website of the Company at www.indianemulsifiers.com

**RISK MANAGEMENT:**

The Board of the Company has evaluated a risk management to monitor the risk management plan for the Company. The Audit Committee has additional oversight in the area of financial risk and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on continuing basis.

**PARTICULARS OF LOANS, GURANTEES OR INVESTMENTS UNDER SECTION 186:**

The details of loans, guarantees or investments covered under Section 186 of the Companies Act, 2013 are given in the Note to the Financial Statements.





**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188 OF THE ACT:**

All related party transactions that were entered into during the Period under review, were on arm's length basis and in the ordinary course of business. No materially significant related party transactions which required the approval of members, were entered into by the Company during the Period under review. Further, all related party transactions entered by the Company are placed before the Audit Committee for its approval.

The particulars of the contracts or arrangements entered by the Company with related parties as referred to in Section 134(3)(h) read with section 188(1) of the Act and rules framed thereunder, in the Form No. AOC-2 are annexed and marked as **Annexure-A.**

**STATUTORY** AUDITORS:

M/s. Dave & Dave., Chartered Accountants (Firm Registration No. 012163W) were appointed as the Statutory Auditors of Company at the 4th Annual General Meeting for the period of 5 years i.e., from F.Y. 2024-25 to 2028-29.

Further the Statutory Auditors have submitted their Report on the Financial Statements for the financial year ended March 31, 2025, forming part of this Report and there is no qualifications, reservations or adverse remarks made by the statutory auditor of Company in their Audit Report for the year under review.

The notes on accounts referred to the Auditors' Report are self-explanatory and therefore, do not call for any further explanation.

**SECRETARIAL AUDITORS**

M/s. Nikunj Kanabar & Associates, Company Secretaries, (Firm Registration Number: S2024MH981100, Membership No. F12357 and CP No. 27358) were appointed as the Secretarial Auditors of the Company for financial year 2024-2025 by the board of directors at their meeting held on March 7, 2025.

The Secretarial Audit report received from the Secretarial Auditors is annexed to this report marked as **Annexure B** and forms part of this report.

Further, pursuant to recent amendments to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholders' approval to be obtained at the Annual **General Meeting**.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on August 29, 2025 has approved the appointment of M/s. Nikunj Kanabar & Associates, Company Secretaries, (Firm Registration Number: S2024MH981100, Membership No. F12357 and CP No. 27358) as the Secretarial Auditors of the Company for a period of five (5) consecutive years, commencing from April 1, 2025 to March 31, 2030 subject to approval of the Members at the Annual General Meeting.

**INTERNAL AUDITORS**

The Board of Directors of the Company at its meeting held on May 30, 2024 has appointed Mr. Mandeep B. Pandey as Internal Auditor of the Company for F.Y. 2024-25.

**EXTRACTS OF ANNUAL RETURN**

In accordance with Section 92(3) and Section 134(3)(a) of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Annual Return as on 31st March 2025 is available on the Company's website www.indianemulsifiers.com

**MANAGEMENT DISCUSSION & ANALYSIS REPORTS:**

A detailed report on Management Discussion and Analysis (MDA) Report is included in this Report as **Annexure - C.**

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

**(A) CONSERVATION OF ENERGY**:

The Company has been continuously making efforts to reduce energy consumption. The management is striving to achieve cost reduction by economical usage of energy.

I. **The steps taken or impact on conservation of energy:** The Company has been continuously making efforts to reduce energy consumption and the management is striving to achieve cost reduction by economical usage of energy.

II. **The steps taken by the company for utilising alternate source of energy:** As the Company needs only minimum level of energy, it has not looked in to an alternative source of energy.

III. **The capital investment on energy conservation equipment:** The Company has not made any capital investment as it is not required at this stage.

**(B) TECHNOLOGY ABSORPTION:**

The Company is not utilizing any alternate source of energy.

**(C) FOREIGN EXCHANGE EARNINGS AND OUT GO:**

During the period under review, the Company has total income of Nil and Nil expenditure in the foreign currency

**STATEMENT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in this Report as Annexure D which forms part of this Report.

**HUMAN RESOURCES**

The relations with the employees and associates continued to remain cordial throughout the year. The Directors of your Company wish to place on record their appreciation for the excellent team spirit and dedication displayed by the employees of the Company.

**DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:**

The Company is committed to provide a safe and conducive work environment to its employees. There exist at the group level an Internal Complaint Committee ('ICC') constituted under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The group is strongly opposed to sexual harassment and employees are made aware about the consequences of such acts and about the constitution of ICC. During the year under review, no complaints were filed with the Committee under the provisions of the said Act in relation to the workplace/s of the Company.

**COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS:**

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

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

**MAINTENANCE OF COST RECORD:**

As per Section 148 of the Act read with Companies (Cost Records and Audit) Rules, 2014, the Board of Directors of the Company on recommendation of the Audit Committee had appointed M/s. Narendra Peshne & Associates, Cost Accountants (Firm Registration No.: 100269) to audit the cost accounts of the Company for the Financial Year ended 31st March, 2026.

In terms of the provisions of Section 148(3) of the Act, read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members, accordingly, a resolution seeking ratification by the Members for the remuneration is listed in the AGM Notice as Special Business.

The Cost Auditors have certified that their appointment is within the limits of Section 141(3)(g) of the Act and that they are not disqualified from appointment within the meaning of the said Act. Maintenance of cost records as specified by the Central Government under Sub-Section (1) of Section 148 of the Act, is required by the Company and accordingly, such accounts and records are made and maintained.

**ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS:**

The Company has in place adequate Internal Financial Controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weakness in the design or operation was observed.

**GREEN INITIATIVES**

In compliance with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website www.indianemulsifiers.com





**INSOLVENCY AND BANKRUPTCY CODE 2016:**

No application or proceeding was initiated in respect of the Company in terms of Insolvency and Bankruptcy Code 2016.

**DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134 of the Companies Act, 2013 ('the Act'), with respect to Directors Responsibility Statement it is hereby confirmed:

a. The Financial Statements of the Company - comprising of the Balance Sheet as at March 31, 2025 and the Statement of Profit & Loss for the year ended as on that date, have been prepared on a going concern basis following applicable accounting standards and that no material departures have been made from the same;

b. Accounting policies selected were applied consistently and the judgments and estimates related to these financial statements have been made on a prudent and reasonable basis, so as to give a true and fair view of the state of affairs of the Company as at March 31, 2025, and, of the profits and loss of the Company for the year ended on that date;

c. Proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, to safeguard the assets of the Company and to prevent and detect fraud and other irregularities;

d. Requisite Internal Financial Controls to be followed by the Company were laid down and that such internal financial controls are adequate and operating effectively; and

e. Proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

**ACKNOWLEDGEMENTS:**

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

**For and on behalf of the Board**
**Indian Emulsifiers Limited**

**Sd/-**
**Yash Tikekar**
Chairman and Managing Director
DIN – 02206485

**Sd/-**
**Abhay Tikekar**
Whole Time Director
DIN - 10425123

Place: Mumbai
Date: 29th August, 2025

# ANNEXURE TO THE REPORT OF THE BOARD OF DIRECTORS

**Annexure A1**

**Form AOC- 1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or Joint ventures

**Part A:**

**Subsidiaries: (Information in respect of each subsidiary to be presented with amounts in Rs.)**

| | |
|---|---|
| **Name of the subsidiary** | SOUTHERN EMULSIFIER SOLUTIONS PTY LTD |
| **The date since when subsidiary was acquired** | May 31, 2024 |
| **Reporting period for the subsidiary concerned, if different from the holding company's reporting period.** | April - March |
| **Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries** | AU$ 1 AU$ = 53.335 INR |
| **Share capital** | 53,335/ |
| **Reserves and surplus** | NIL |
| **Total assets** | NIL |
| **Total Liabilities** | |
| **Investments** | NIL |
| **Turnover** | NIL |
| **Profit before taxation** | NIL |
| **Provision for taxation** | NIL |
| **Profit after taxation** | NIL |
| **Proposed Dividend** | NIL |
| **Extent of shareholding (in percentage)** | 100% |

**Part B:**
**Associates and Joint Ventures: The Company does not have any Associate companies/ JVs.**

Notes:

1. Names of subsidiaries which are yet to commence operations: NIL

2. Names of subsidiaries which have been liquidated or sold during the year: NIL





# ANNEXURE – A - BOARD REPORT (FORM AOC–2)

**[Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]**

1. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered during the year ended March 31, 2025, which were not at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis:

| **Particulars** | **Details** |
|---|---|
| Name(s) of the related party and nature of relationship | Chemical Brothers Enterprises |
| Nature of contracts / arrangements / transactions | Sales, Purchases, Warehouse Rent, Office Rent |
| Duration of the contracts /arrangements / transactions | 2024-2025 |
| Salient terms of the contracts or arrangements or transactions including the value, if any | Sales: Rs. 1,091.75 lakh<br>Purchases: Rs. 125.69 lakh<br>Warehouse Rent: Rs. 4.80 lakh<br>Office Rent: Rs. 6.00 lakh |
| Date of approval by the Board | 30-05-2024 |
| Amount paid as advances, if any | NIL |

**For and on behalf of the Board**
**Indian Emulsifiers Limited**

**Sd/-**
**Yash Tikekar**
**Chairman and Managing Director**
**DIN – 02206485**

**Sd/-**
**Abhay Tikekar**
**Whole Time Director**
**DIN - 10425123**

**Place: Mumbai**
**Date: 29th August, 2025**

# ANNEXURE – B

Form No. MR-3

SECRETARIAL AUDIT REPORT OF

INDIAN EMULSIFIERS LIMITED

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2025

**[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]**

**To,**
**The Members,**
**Indian Emulsifiers Limited**
**No. B - Shop 206, Floor-2, Sumer Kendra,**
**Shivram Seth Amrutwar Road Near Doordarshan Kendra,**
**Off Pandurang Budhwar Marg,**
**Worli, Mumbai 400 018, Maharashtra, India.**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Indian Emulsifiers Limited (CIN: L46691MH2020PLC351364) ('hereinafter called the Company') for financial year ended March 31, 2025 (hereinafter referred to as "the Audit Period"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit and as per the explanations given to us and the representations made by the Management of the Company, we hereby report that in our opinion, the Company had during the Audit Period complied with the statutory provisions listed hereunder and also that the Company had proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms, and returns filed during the Audit Period and other records maintained by the Company for the Audit Period, according to the provisions of the following laws:

I. The Companies Act, 2013 and the Rules made there under and the applicable provisions of the Companies Act, 1956;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, to the extent was applicable to the Company as confirmed by management;

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

a. The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;

b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the audit period)

f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the audit period)





g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the Company during the audit period)

h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period)

i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period)

VI. Compliances/ processes/ systems under other specific applicable Laws (as applicable to the industry) are being relied based on Internal Report maintained by Company under internal Compliance system submitted to the Board of Directors of the Company.

We have also examined compliance with the applicable clauses of Secretarial Standards issued by the Institute of Company Secretaries of India and Listing Agreement entered by the Company with stock Exchange i.e. NSE during the Audit Period. Further the Company has also complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**WE FURTHER REPORT THAT:**

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

Adequate notices are given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance 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.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that as per the explanations given to us and the representations made by the management and relied upon by us, 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 period under review, the Company has not undertaken any specific events/ actions that can have a major bearing on the Company's compliance responsibility in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., except as follows:

Listing of Shares on SME Platform of NSE EMERGE: The Company has issued 32,11,000 Equity Shares of face value of Rs. 10 each at issue price of Rs. 132/- per share aggregating to Rs. 4,238.52 Lakhs and listed on Stock Exchange i.e. SME Platform of NSE EMERGE Limited w.e.f. May 22, 2024.

**FOR NIKUNJ KANABAR & ASSOCIATES**
**COMPANY SECRETARIES**

**DATE: JULY 30, 2025**
**PLACE: MUMBAI**

**Sd/-**
**NIKUNJ KANABAR**
**PROPRIETOR**
**FCS 12357 & CP 27358**
**UDIN: F012357G000894251**

**This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.**

# ANNEXURE – A OF MR 3

**(To the Secretarial Audit Report of Indian Emulsifiers Ltd for the financial year ended March 31, 2025)**

**To,**
**The Members,**
**Indian Emulsifiers Limited**
**No. B - Shop 206, Floor-2, Sumer Kendra,**
**Shivram Seth Amrutwar Road Near Doordarshan Kendra,**
**Off Pandurang Budhwar Marg,**
**Worli, Mumbai 400 018, Maharashtra, India.**

Our Secretarial Audit Report for the financial year 31st March, 2025 is to be read along with this letter.

**Management's Responsibility: -**

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

**Auditor's Responsibility: -**

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Company was listed on May 22, 2024 on EMERGE platform of NSE, so secretarial audit was conducted to limited extent of applicability of the provisions.

**Disclaimer: -**

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.
7. We have not verified the correctness and appropriateness of financial records and books of account of the Company.

**FOR NIKUNJ KANABAR & ASSOCIATES**
**COMPANY SECRETARIES**

**DATE: JULY 30, 2025**
**PLACE: MUMBAI**

**Sd/-**
**NIKUNJ KANABAR**
**PROPRIETOR**
**FCS 12357 & CP 27358**
**UDIN: F012357G000894251**





# MDAR
# ANNEXURE- C

**Management Discussion & Analysis Report**

### Global Economic Overview

The global macroeconomic environment in 2025 continues to navigate a landscape marked by persistent uncertainty, yet displays a degree of resilience in the face of geopolitical, trade, and fiscal challenges. According to the July 2025 update of the International Monetary Fund's (IMF) World Economic Outlook (WEO), global economic activity is holding firm in the short term, supported by tactical trade behavior and responsive fiscal and monetary policy actions.

### Global Growth Forecasts and Trends

The IMF projects global GDP growth at 3.0% in 2025 and 3.1% in 2026, representing an upward revision of 20 and 10 basis points respectively from the April 2025 forecast. The improvement primarily stems from:

- Front-loading of trade and investment ahead of anticipated tariff hikes, particularly in the United States and China,
- Lower effective U.S. tariff rates than previously announced,
- Easing of global financial conditions, including a depreciation of the U.S. dollar, and
- Fiscal expansion in key advanced and emerging economies, notably the U.S., Germany, and China.

However, despite this modest recovery, global growth remains below the pre-pandemic average of approximately 3.7%, reflecting the lingering structural headwinds in global trade and productivity.

### Regional and Country-Level Outlook

**Advanced Economies**

Growth in advanced economies is expected to moderate to 1.5% in 2025 and marginally increase to 1.6% in 2026.

- United States: Real GDP growth is forecast at 1.9% in 2025 (revised upward) and 2.0% in 2026, benefiting from improved trade terms, expansionary fiscal policy under the OBBBA Act, and investment incentives.
- Euro Area: The bloc is expected to grow at 1.0% in 2025 and 1.2% in 2026, with growth concentrated in investment and export activity. However, consumption remains muted.
- Japan and the UK: Japan is forecast to grow at 0.7%, reflecting subdued consumption and net exports. The UK is expected to post modest gains at 1.2% in 2025.

**Emerging and Developing Economies (EMDEs)**

EMDEs are projected to grow 4.1% in 2025 and 4.0% in 2026.

- India is projected to retain its status as the fastest-growing major economy, with growth forecast at 6.4% in both 2025 and 2026, aided by a stable domestic environment and a more benign external trade backdrop.
- China's growth has been revised upward to 4.8% in 2025, primarily driven by resilient export performance, currency depreciation, and fiscal support measures.
- Other regions, such as Latin America, Sub-Saharan Africa, and the Middle East and Central Asia, are expected to see steady but uneven growth depending on commodity cycles, domestic reforms, and external vulnerabilities.

### Trade and Financial Conditions

World trade volume is forecast to grow by 2.6% in 2025, with a sharp increase in the first half of the year due to anticipatory import demand. However, this momentum is expected to normalize in the latter half as inventories stabilize and trade flows revert to trend levels. The trade outlook for 2026 has been revised slightly downward to reflect this anticipated correction.

Global financial markets have stabilized, with easing monetary conditions, rebounding equity markets, and tightened corporate credit spreads. The U.S. dollar's depreciation since April has improved trade competitiveness for emerging markets, leading to stronger capital inflows and reduced external vulnerabilities in several EMDEs.

### Inflation Outlook

**Inflation is on a declining trajectory globally:**

- Headline inflation is forecast to fall to 4.2% in 2025 and 3.6% in 2026.
- Advanced economies are seeing inflation return toward target, with the exception of the United States, where tariff pass-through and fiscal stimulus are expected to keep inflation elevated into 2026.
- Emerging markets, including India and China, are witnessing more stable inflation profiles, with inflation in China projected to remain subdued and in India largely in line with target bands.

Source:https://www.imf.org/en/Publications/WEO/Issues/2025/07/29/world-economic-outlook-update-july-2025

### Indian Economy Outlook:

Indian Economic Outlook – IMF World Economic Outlook (July 2025 Update)

The global macroeconomic environment in 2025 continues to navigate a landscape marked by persistent uncertainty, yet displays a degree of resilience in the face of geopolitical, trade, and fiscal challenges. According to the July 2025 update of the International Monetary Fund's (IMF) World Economic Outlook (WEO), global economic activity is holding firm in the short term, supported by tactical trade behavior and responsive fiscal and monetary policy actions.

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- Lower effective U.S. tariff rates than previously announced,
- Easing of global financial conditions, including a depreciation of the U.S. dollar, and
- Fiscal expansion in key advanced and emerging economies, notably the U.S., Germany, and China.

However, despite this modest recovery, global growth remains below the pre-pandemic average of approximately 3.7%, reflecting the lingering structural headwinds in global trade and productivity.

**Regional and Country-Level Outlook**

**Advanced Economies**

Growth in advanced economies is expected to moderate to 1.5% in 2025 and marginally increase to 1.6% in 2026.

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**Trade and Financial Conditions**

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Global financial markets have stabilized, with easing monetary conditions, rebounding equity markets, and tightened corporate credit spreads. The U.S. dollar's depreciation since April has improved trade competitiveness for emerging markets, leading to stronger capital inflows and reduced external vulnerabilities in several EMDEs.

**Inflation Outlook**

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- Advanced economies are seeing inflation return toward target, with the exception of the United States, where tariff pass-through and fiscal stimulus are expected to keep inflation elevated into 2026.
- Emerging markets, including India and China, are witnessing more stable inflation profiles, with inflation in China projected to remain subdued and in India largely in line with target bands.

Source:https://www.imf.org/en/Publications/WEO/Issues/2025/07/29/world-economic-outlook-update-july-2025

**Indian Economy Outlook:**

Indian Economic Outlook – IMF World Economic Outlook (July 2025 Update)

India remains a standout performer in the global economic landscape, continuing to exhibit strong macroeconomic fundamentals and robust growth momentum, even as global uncertainty persists. The International Monetary Fund (IMF), in its July 2025 World Economic Outlook (WEO), has revised India's GDP growth forecast upward to 6.4% for both 2025 and 2026, reaffirming India's position as the fastest-growing major economy in the world.

**Economic Growth Trajectory**

The IMF's revised estimates reflect stronger-than-expected macroeconomic performance, with growth underpinned by a resilient domestic economy and improving external conditions. On a calendar year basis, India's real GDP is expected to grow by 6.7% in 2025, marginally moderating to 6.4% in 2026. These projections are notably higher than the global average of 3.0% and even outperform other major emerging markets.

This upward revision is attributed to:

- Better global trade conditions following the de-escalation of trade tensions and stabilization of key export markets.
- Benign financial conditions globally, which have enabled more accommodative policy environments and capital inflows into emerging markets such as India.
- A slightly weaker U.S. dollar, improving export competitiveness.

**Key Domestic Growth Drivers**

1. Private Consumption:

   The principal engine of growth continues to be domestic consumption, particularly in rural and semi-urban regions, driven by demographic dividend, improved disposable incomes, and favorable monsoon conditions. The rising penetration of formal employment and financial inclusion has further supported broad-based consumer demand.

2. Government Capital Expenditure:

   India's growth strategy remains heavily reliant on public investment in infrastructure, including roads, railways, ports, green energy, and digital infrastructure. The government has maintained a sharp focus on capital expenditure-led growth with multiplier effects across sectors.

3. Structural Reforms & Policy Continuity:

   The policy landscape remains supportive of long-term productivity improvements, with continued emphasis on ease of doing business, Make-in-India, PLI schemes, formalization of the economy, and labor code reforms.

4. Export Performance:

   Exports have remained resilient, benefiting from currency competitiveness and strong demand in key trading blocs. India's service exports, especially in IT and digital services, remain robust despite global tech moderation.

**Inflation and Monetary Policy Outlook**

Headline inflation has moderated and remains within the Reserve Bank of India's (RBI) target band of 2–6%, enabling policy space for future monetary support if needed. The RBI continues to adopt a data-dependent stance, balancing inflation control with the need to support growth.

- The decline in global commodity prices and government measures on food supply chains have helped ease inflationary pressures.
- Core inflation remains stable, though some risks persist in the form of oil price volatility and imported inflation due to global supply chain adjustments.

**External Sector and Balance of Payments**

- The current account deficit (CAD) is projected to remain manageable at ~1.3% of GDP, reflecting stable trade flows and remittance inflows.
- India's foreign exchange reserves remain healthy, providing a strong buffer against external shocks.
- The Indian rupee has seen relative stability, with the IMF continuing to classify India's exchange rate arrangement as "stabilised." This reflects prudent currency management and foreign capital flow dynamics.

**Sectoral Highlights:**

- Manufacturing and Infrastructure: Government incentives through the PLI scheme and large-scale infrastructure push are likely to boost industrial capacity in electronics, renewables, defense, and automotive sectors.
- Services: The IT and digital services sector continues to contribute significantly to exports and employment.
- Agriculture: A favorable monsoon outlook and increasing productivity are expected to support rural incomes and consumption.

The global macroeconomic environment in 2025 continues to navigate a landscape marked by persistent uncertainty, yet displays a degree of resilience in the face of geopolitical, trade, and fiscal challenges. According to the July 2025 update of the International Monetary Fund's (IMF) World Economic Outlook (WEO), global economic activity is holding firm in the short term, supported by tactical trade behavior and responsive fiscal and monetary policy actions.

**Global Growth Forecasts and Trends**

The IMF projects global GDP growth at 3.0% in 2025 and 3.1% in 2026, representing an upward revision of 20 and 10 basis points respectively from the April 2025 forecast. The improvement primarily stems from:

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- Lower effective U.S. tariff rates than previously announced,
- Easing of global financial conditions, including a depreciation of the U.S. dollar, and
- Fiscal expansion in key advanced and emerging economies, notably the U.S., Germany, and China.

However, despite this modest recovery, global growth remains below the pre-pandemic average of approximately 3.7%, reflecting the lingering structural headwinds in global trade and productivity.

**Regional and Country-Level Outlook**

**Advanced Economies**

Growth in advanced economies is expected to moderate to 1.5% in 2025 and marginally increase to 1.6% in 2026.

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**Trade and Financial Conditions**

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**Indian Economy Outlook:**

Indian Economic Outlook – IMF World Economic Outlook (July 2025 Update)

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**Economic Growth Trajectory**

The IMF's revised estimates reflect stronger-than-expected macroeconomic performance, with growth underpinned by a resilient domestic economy and improving external conditions. On a calendar year basis, India's real GDP is expected to grow by 6.7% in 2025, marginally moderating to 6.4% in 2026. These projections are notably higher than the global average of 3.0% and even outperform other major emerging markets.

This upward revision is attributed to:

- Better global trade conditions following the de-escalation of trade tensions and stabilization of key export markets.
- Benign financial conditions globally, which have enabled more accommodative policy environments and capital inflows into emerging markets such as India.
- A slightly weaker U.S. dollar, improving export competitiveness.

**Key Domestic Growth Drivers**

1. Private Consumption:

   The principal engine of growth continues to be domestic consumption, particularly in rural and semi-urban regions, driven by demographic dividend, improved disposable incomes, and favorable monsoon conditions. The rising penetration of formal employment and financial inclusion has further supported broad-based consumer demand.

2. Government Capital Expenditure:

   India's growth strategy remains heavily reliant on public investment in infrastructure, including roads, railways, ports, green energy, and digital infrastructure. The government has maintained a sharp focus on capital expenditure-led growth with multiplier effects across sectors.

The global macroeconomic environment in 2025 continues to navigate a landscape marked by persistent uncertainty, yet displays a degree of resilience in the face of geopolitical, trade, and fiscal challenges. According to the July 2025 update of the International Monetary Fund's (IMF) World Economic Outlook (WEO), global economic activity is holding firm in the short term, supported by tactical trade behavior and responsive fiscal and monetary policy actions.

**Global Growth Forecasts and Trends**

The IMF projects global GDP growth at 3.0% in 2025 and 3.1% in 2026, representing an upward revision of 20 and 10 basis points respectively from the April 2025 forecast. The improvement primarily stems from:

- Front-loading of trade and investment ahead of anticipated tariff hikes, particularly in the United States and China,
- Lower effective U.S. tariff rates than previously announced,
- Easing of global financial conditions, including a depreciation of the U.S. dollar, and
- Fiscal expansion in key advanced and emerging economies, notably the U.S., Germany, and China.

However, despite this modest recovery, global growth remains below the pre-pandemic average of approximately 3.7%, reflecting the lingering structural headwinds in global trade and productivity.

**Regional and Country-Level Outlook**

**Advanced Economies**

Growth in advanced economies is expected to moderate to 1.5% in 2025 and marginally increase to 1.6% in 2026.

- United States: Real GDP growth is forecast at 1.9% in 2025 (revised upward) and 2.0% in 2026, benefiting from improved trade terms, expansionary fiscal policy under the OBBBA Act, and investment incentives.
- Euro Area: The bloc is expected to grow at 1.0% in 2025 and 1.2% in 2026, with growth concentrated in investment and export activity. However, consumption remains muted.
- Japan and the UK: Japan is forecast to grow at 0.7%, reflecting subdued consumption and net exports. The UK is expected to post modest gains at 1.2% in 2025.

**Emerging and Developing Economies (EMDEs)**

The global macroeconomic environment in 2025 continues to navigate a landscape marked by persistent uncertainty, yet displays a degree of resilience in the face of geopolitical, trade, and fiscal challenges. According to the July 2025 update of the International Monetary Fund's (IMF) World Economic Outlook (WEO), global economic activity is holding firm in the short term, supported by tactical trade behavior and responsive fiscal and monetary policy actions.

**Global Growth Forecasts and Trends**

The IMF projects global GDP growth at 3.0% in 2025 and 3.1% in 2026, representing an upward revision of 20 and 10 basis points respectively from the April 2025 forecast. The improvement primarily stems from:

- Front-loading of trade and investment ahead of anticipated tariff hikes, particularly in the United States and China,
- Lower effective U.S. tariff rates than previously announced,
- Easing of global financial conditions, including a depreciation of the U.S. dollar, and
- Fiscal expansion in key advanced and emerging economies, notably the U.S., Germany, and China.

However, despite this modest recovery, global growth remains below the pre-pandemic average of approximately 3.7%, reflecting the lingering structural headwinds in global trade and productivity.

**Regional and Country-Level Outlook**

**Advanced Economies**

Growth in advanced economies is expected to moderate to 1.5% in 2025 and marginally increase to 1.6% in 2026.

- United States: Real GDP growth is forecast at 1.9% in 2025 (revised upward) and 2.0% in 2026, benefiting from improved trade terms, expansionary fiscal policy under the OBBBA Act, and investment incentives.
- Euro Area: The bloc is expected to grow at 1.0% in 2025 and 1.2% in 2026, with growth concentrated in investment and export activity. However, consumption remains muted.
- Japan and the UK: Japan is forecast to grow at 0.7%, reflecting subdued consumption and net exports. The UK is expected to post modest gains at 1.2% in 2025.

**Emerging and Developing Economies (EMDEs)**

EMDEs are projected to grow 4.1% in 2025 and 4.0% in 2026.

- India is projected to retain its status as the fastest-growing major economy, with growth forecast at 6.4% in both 2025 and 2026, aided by a stable domestic environment and a more benign external trade backdrop.
- China's growth has been revised upward to 4.8% in 2025, primarily driven by resilient export performance, currency depreciation, and fiscal support measures.
- Other regions, such as Latin America, Sub-Saharan Africa, and the Middle East and Central Asia, are expected to see steady but uneven growth depending on commodity cycles, domestic reforms, and external vulnerabilities.

**Trade and Financial Conditions**

World trade volume is forecast to grow by 2.6% in 2025, with a sharp increase in the first half of the year due to anticipatory import demand. However, this momentum is expected to normalize in the latter half as inventories stabilize and trade flows revert to trend levels. The trade outlook for 2026 has been revised slightly downward to reflect this anticipated correction.

Global financial markets have stabilized, with easing monetary conditions, rebounding equity markets, and tightened corporate credit spreads. The U.S. dollar's depreciation since April has improved trade competitiveness for emerging markets, leading to stronger capital inflows and reduced external vulnerabilities in several EMDEs.

**Inflation Outlook**

**Inflation is on a declining trajectory globally:**

- Headline inflation is forecast to fall to 4.2% in 2025 and 3.6% in 2026.
- Advanced economies are seeing inflation return toward target, with the exception of the United States, where tariff pass-through and fiscal stimulus are expected to keep inflation elevated into 2026.
- Emerging markets, including India and China, are witnessing more stable inflation profiles, with inflation in China projected to remain subdued and in India largely in line with target bands.

Source:https://www.imf.org/en/Publications/WEO/Issues/2025/07/29/world-economic-outlook-update-july-2025

**Indian Economy Outlook:**

Indian Economic Outlook – IMF World Economic Outlook (July 2025 Update)

India remains a standout performer in the global economic landscape, continuing to exhibit strong macroeconomic fundamentals and robust growth momentum, even as global uncertainty persists. The International Monetary Fund (IMF), in its July 2025 World Economic Outlook (WEO), has revised India's GDP growth forecast upward to 6.4% for both 2025 and 2026, reaffirming India's position as the fastest-growing major economy in the world.

**Economic Growth Trajectory**

The IMF's revised estimates reflect stronger-than-expected macroeconomic performance, with growth underpinned by a resilient domestic economy and improving external conditions. On a calendar year basis, India's real GDP is expected to grow by 6.7% in 2025, marginally moderating to 6.4% in 2026. These projections are notably higher than the global average of 3.0% and even outperform other major emerging markets.

This upward revision is attributed to:

- Better global trade conditions following the de-escalation of trade tensions and stabilization of key export markets.
- Benign financial conditions globally, which have enabled more accommodative policy environments and capital inflows into emerging markets such as India.
- A slightly weaker U.S. dollar, improving export competitiveness.

**Key Domestic Growth Drivers**

1. Private Consumption:

   The principal engine of growth continues to be domestic consumption, particularly in rural and semi-urban regions, driven by demographic dividend, improved disposable incomes, and favorable monsoon conditions. The rising penetration of formal employment and financial inclusion has further supported broad-based consumer demand.

2. Government Capital Expenditure:

   India's growth strategy remains heavily reliant on public investment in infrastructure, including roads, railways, ports, green energy, and digital infrastructure. The government has maintained a sharp focus on capital expenditure-led growth with multiplier effects across sectors.

3. Structural Reforms & Policy Continuity:

   The policy landscape remains supportive of long-term productivity improvements, with continued emphasis on ease of doing business, Make-in-India, PLI schemes, formalization of the economy, and labor code reforms.

4. Export Performance:

   Exports have remained resilient, benefiting from currency competitiveness and strong demand in key trading blocs. India's service exports, especially in IT and digital services, remain robust despite global tech moderation.

**Inflation and Monetary Policy Outlook**

Headline inflation has moderated and remains within the Reserve Bank of India's (RBI) target band of 2–6%, enabling policy space for future monetary support if needed. The RBI continues to adopt a data-dependent stance, balancing inflation control with the need to support growth.

- The decline in global commodity prices and government measures on food supply chains have helped ease inflationary pressures.
- Core inflation remains stable, though some risks persist in the form of oil price volatility and imported inflation due to global supply chain adjustments.

**External Sector and Balance of Payments**

- The current account deficit (CAD) is projected to remain manageable at ~1.3% of GDP, reflecting stable trade flows and remittance inflows.
- India's foreign exchange reserves remain healthy, providing a strong buffer against external shocks.
- The Indian rupee has seen relative stability, with the IMF continuing to classify India's exchange rate arrangement as "stabilised." This reflects prudent currency management and foreign capital flow dynamics.

**Sectoral Highlights:**

- Manufacturing and Infrastructure: Government incentives through the PLI scheme and large-scale infrastructure push are likely to boost industrial capacity in electronics, renewables, defense, and automotive sectors.
- Services: The IT and digital services sector continues to contribute significantly to exports and employment.
- Agriculture: A favorable monsoon outlook and increasing productivity are expected to support rural incomes and consumption.

- Brand IP still maturing: Ongoing trademark process (one objected, one accepted & advertised) underscores early stage of brand protection.
- SME-stage systems scale: Rapid capacity additions and inventory optimization ambitions imply execution demands on processes, working capital and talent depth (management acknowledges focus on operational efficiency and inventory days reduction).

**Opportunities**

- Structural growth in specialty chemicals: India's specialty chemicals market expected to outpace broader chemicals, driven by innovation, import substitution and export opportunities; sector policies (e.g., redesigned PCPIR) and sustained end-market growth provide tailwinds.
- Deeper penetration in mining explosives and industrials: Australia entry (low competition, logistics advantages, customer proximity) with field trials and initial orders expected—creates pathway to global relationships and customized emulsifier solutions.
- Portfolio expansion and contract/exclusive manufacturing: Strategy to expand SKUs/capacity, value engineer, and co-develop new molecules with customers can unlock cross-selling and higher-margin, stickier accounts.
- Leverage integrated R&D to accelerate new product commercialization: Established processes (esterification, quaternisation, phosphorylation, polymerization, etc.) and application labs enable faster customization and qualification for diverse industries.

**Threats**

- Competitive intensity and pricing pressure: Competition from domestic and multinational players on price, customization and innovation could compress margins and slow share gains.
- Raw-material supply shocks: Shortages, delays or quality issues in third-party sourced inputs can disrupt production schedules, inflate costs, and affect customer commitments.
- Regulatory and compliance risk: Changes in Indian or export-market regulations (including environmental, taxes, anti-dumping, product norms) could require process changes, capex, or lead to approval delays and potential shutdowns if non-compliant.
- Operational risk from site events: Any extended outage or safety incident at the sole plant could materially impact deliveries and financials; insurance shortfalls would exacerbate impacts.

**Financial Highlights – FY25**

During FY25, Indian Emulsifiers Limited delivered a strong financial performance, marked by robust topline and bottom-line growth. Total income increased by 53.9% to ₹102.66 crore as compared to ₹66.71 crore in FY24, driven by higher volumes, an expanded product portfolio, and incremental contributions from international markets. EBITDA grew by ~42.0% year-on-year to ₹21.05 crore, with margins at a healthy 20.5%. Net profit rose by 50.7% to ₹13.30 crore, reflecting operational efficiencies and disciplined cost management, even as raw material prices remained volatile. The company's net worth strengthened significantly to ₹82.03 crore in FY25 from ₹28.44 crore in FY24, supported by strong internal accruals and improved profitability. Overall, FY25 showcased the company's ability to scale its operations efficiently while maintaining margin resilience, laying a solid foundation for sustained growth.



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# ANNEXURE –D

**Details of Remuneration under Section 197(12)**

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**1. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2023-24:**

| Sr. No. | Name of the Director / Key Managerial Person (KMP) and Designation | % increase/ (decrease) in remuneration in the financial year 2024-25 | Ratio of remuneration of each Director to median remuneration of employees |
|---|---|---|---|
| 1 | YASH SUNIL TIKEKAR | 100 | 20.41 |
| 2 | ABHAY TIKEKAR | NA* | 15.65 |
| 3 | VAISHALI DIPEN TARSARIYA | NA# | 0.68 |
| 4 | RAJESH MADHUKAR JOSHI | NA# | 0.74 |
| 5 | RAJARAM GORDHANLAL AGARWAL | NA# | 0.91 |
| 6 | MANDEEP BRIJKISHORE PANDEY | 46 | 4.42 |
| 7 | RAMRAJ SINGH THAKUR | NA# | 1.36 |

**2. The percentage increase in the median remuneration of employees of the Company in the financial year:**

During the financial year 2024-25, the median remuneration of employees of the Company was increased by 1.73%

**3. The number of permanent employees on the rolls of Company:**

As on March 31, 2025, there were 46 permanent employees on the rolls of the Company.

**4. Average percentile decrease made in the salaries of employees other than managerial personnel in the last financial year i.e. 2024-25 was** 37.75%.

**5. It is affirmed that the remuneration paid is as per the remuneration policy of the Company.**

**Sd/-**
**Yash Tikekar**
**Chairman and Managing Director**
**DIN – 02206485**

**Sd/-**
**Abhay Tikekar**
**Whole Time Director**
**DIN - 10425123**

**Place: Mumbai**
**Date: 29th August, 2025**

# ANNEXURE – E

## ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company: The Company has set high ethical standards for all its dealings and believes in inspiring trust and confidence. We strongly believe that, we exist not only for doing good business, but equally for the betterment of the Society. The Company has implemented its CSR policy / charter to focus inter-alia on the following areas:
2. Composition of CSR Committee:

| Sl. No | Name of Director | Designation/ Nature of Directorship | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---|---|---|---|---|
| 1 | Vaishali Dipen Tarsariya | Chairman | 1 | 1 |
| 2 | Yash Tikekar | Member | 1 | 1 |
| 3 | Rajaram Gordhanlal Agarwal | Member | 1 | 1 |

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 https://indianemulsifiers.com/
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.
5. (a) Average net profit of the company as per sub-section (5) of section 135: Rs. 5,19,68,566/-
   (b) Two percent of average net profit of the company as per sub-section (5) of section 135: Rs. 10,39,371.32/-
   (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: N. A
   (d) Amount required to be set-off for the financial year, if any: N. A
   (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs. 10,39,371.32/-
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs. 7,00,000/-
   (b) Amount spent in Administrative Overheads: Rs. 0/-
   (c) Amount spent on Impact Assessment, if applicable: Rs. 0/-
   (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 7,00,000/-
   (e) CSR amount spent or unspent for the Financial Year: Unspent Rs. 3,39,371.32/-

| Total Amount Spent for the Financial Year. (in Rs.) | Amount Unspent (in Rs.) | | | | |
|---|---|---|---|---|---|
| | Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135. | | Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135. | | |
| | Amount. | Date of transfer. | Name of the Fund | Amount. | Date of transfer. |
| Rs. 7,00,000/- | N. A | N. A | N. A | N. A | N. A |



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

| Sl. No. | Particular | Amount (in Rs.) |
|---|---|---|
| (1) | (2) | (3) |
| (i) | Two percent of average net profit of the company as per sub-section (5) of section 135 | 10,39,371.32 |
| (ii) | Total amount spent for the Financial Year | 7,00,000 |
| (iii) | Excess amount spent for the Financial Year [(ii)-(i)] | N. A |
| (iv) | Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any | N. A |
| (v) | Amount available for set off in succeeding Financial Years [(iii)-(iv)] | N. A |

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

| 1 | 2 | 3 | 4 | 5 | 6 | | 7 | 8 |
|---|---|---|---|---|---|---|---|---|
| Sl. No. | Preceding Financial Year(s) | Amount transferred to Unspent CSR Account under sub-section (6) o section 135 (in Rs.) | Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in Rs.) | Amount Spent in the Financial Year (in Rs) | Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if an | | Amount remaining to be spent in succeeding Financial Years (in Rs) | Deficiency, if any |
| | | | | | Amount (in Rs) | Date of Trans-fer | | |
| 1 | 2022-23 | N. A | N. A | N. A | N. A | N. A | N. A | N. A |
| 2 | 2023-24 | N. A | N. A | N. A | N. A | N. A | N. A | N. A |
| 3 | 2024-25 | N. A | N. A | 7,00,000 | N. A | N. A | 3,39,371.32 | N. A |

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

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

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

| Sl. No. | Short particulars of the property or asset(s) [including complete address and location of the property] | Pincode of the property or asset(s) | Date of creation | Amount of CSR amount spent | Details of entity/ Authority/ beneficiary of the registered owner | | |
|---|---|---|---|---|---|---|---|
| (1) | (2) | (3) | (4) | (5) | (6) | | |
| | N. A | N. A | N. A | N. A | CSR Registration Number, if applicable | Name | Registered address |
| | N. A | N. A | N. A | N. A | N. A | N. A | N. A |

(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 the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135 – Out of the prescribed CSR expenditure of Rs.10.39 lacs for FY 2024-25, Rs. 7 lacs was utilised due to limited availability of the sustainable programs of projects which meet the vision of the Company. The company has been continuously and persistently exploring novel opportunities and possibilities in the form of sustainable programs or projects for CSR activities to create larger social impact and positive changes in the lives of the community.

**Sd/-**
**Yash Tikekar**
Managing Director
Place: Mumbai
Date: 29th August, 2025

**Sd/-**
**Vaishali Dipen Tarsariya**
Chairman of CSR committee

# Standalone Auditor's Report

**Independent Auditor's Report**
**to the Members of,**
**Indian Emulsifier Limited**

### Report on the Financial Statements

We have audited the financial statements of INDIAN EMULSIFIER LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2025, and the statement of profit and loss, (statement of changes in equity) and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information therein.

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 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit, (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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the other information. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards 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 Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are 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:





a. 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.

b. 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

e. 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 & Regulatory Requirements

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 Statement on the matters specified in paragraph 3 and 4 of the Order.

As required by section 143(3) of the Act, we report that:

a. We have obtained all the information and the explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books;

c. The Balance Sheet , statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;

d. In our opinion, the Balance Sheet, Statement of profit and loss, and Cash flow Statement comply with the accounting standards referred to in section 133 of the companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 except for the Accounting Standard 15 on the Employee Benefits in as much as there is no acturial valuation of the Gratuity is made and also no provision is made for the leave encashment.

e. On the basis of written representations received from the Directors as on 31st March 2025 and taken on record by Board of Directors, we report that none of the directors is disqualified as on 31st March 2025 from being appointed as a director in terms of section 164(2) of the Companies Act, 2013;

f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in Annexure "B".

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

   i. The Company does not have any pending litigations which would impact its financial position.

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

   iii. There has no delay in transferring amounts, required to be transferred, to the investor education and protection fund by the Company.

iv. a. The management has represented that, to the best of its knowledge and belief that no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

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

whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

v. The Company has not declared any dividend during year

vi. The company has used such accounting software for maintaining its books of accounts which has the feature of recording audit trail (edit log facility) and the same has been operated throughtout the year for all the transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for the record retention.

h. With respect to the matters to be included in the Auditor's Report under section 197(16) of the Act, in our opinion and according to the information and explanation given to us, the managerial remuneration has been provided within the limit prescribed by Section 197 for maximum permissbile managerial remuneration.

For Dave and Dave

Chartered Accountants

FRN: 102163W

Sd/-

**CA Lilashankar Dave**

Partner

Membership No. 042889

Mumbai, 16th May 2025

UDIN: 25042889BMLEFV6863





# Annexure to the Auditor's Report

Referred to in paragraph 1 of the report of even date

i. a. The Company has maintained proper records showing full particular including quantitative details & situation of the fixed assets of the Company.

b. According to the information & explanations given by the management, all the assets have been physically verified by the management at reasonable interval. No material discrepancies were noticed on such verification.

c. According to the information and explanation given to us, 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) disclosed in the financial statements are held in the name of company.

d. The Company has not revalued any of its Property, Plant and Equipment or intangible assets or both during the year.

e. According to the information and explanations given by the management, no proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988

ii. a. The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable. The procedures of physical verification of inventories followed by the management are reasonable in relation to the size of the company and the nature of its business.

On the basis of our examination of the records of inventory, we are of the opinion that the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.

b. According to the information and explanations given to us the company has been sanctioned working capital limit in excess of Rs. 5 Crores from the banks and financial institutions on the basis of security of current assets and the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of accounts of the Company.

iii. According to the information and explanations given to us and our own verification of the books of accounts , the company has not made any investments, provided any guaratee or security or granted any loans to or advances companies, firms, LLPs and other parties covered in the Register maintained under Section 189 of the Companies Act, 2013 and accordingly the provisions of the clauses 3(iii) (a) (b) (c) (d) (e) and (f) of the Order are not applicable to the company.

iv. According to the information and explanations given to us and our own verification of the books of accounts , the company has not granted any loans to Directors or provided any guarantees or securities and accordingly the provisions of the clauses 3(iv) of the Order are not applicable to the company

v. In our opinion and according to the information and explanations given to us, the company has not accepted deposits from public in contravention of the provisions of Sections 73 to 76 of the Companies Act, 2013 and the Companies Rules, made thereunder.

vi. The Central Government has not prescribed maintenance of cost records under section 148 (1) (d) of the Companies Act, 2013 for the products of the Company.

vii. a. According to the records of the company, the company is not generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, Goods and Service Tax, custom duty, excise-duty, cess and other statutory dues applicable to it. There were no undisputed dues outstanding for more than six months at as at 31st March, 2025, from the date they became payable.

b. According to the records of the Company there are no disputed statutory dues which have not been deposited during pendency of the concerned matters before the authorities or courts.

viii. According to the information and explanations given to us, there are no amounts that are in the nature of undisclosed transactions or amounts surrendered as income in assessments under the Income Tax Act, 1961

xi. a. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.

b. According to the information and explanation given to us by the management, the company is not declared wilful defaulter by any bank or financial institution or other lender.

c. For the Year the company has availed the Term Loan from Bank of India of Rs. 10.01 Crores against the security of Factory - Land, Building, Machinery located at E-10 Lote Parashuram Industrial Zone MIDC, Tal –Khed, Ratnagiri 415722. To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.

d. According to the information and explanation given to us by the management, no long term loans were applied by the Company during the year for short term purposes.

e. According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

f. According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not raised loans during the year on the pledge of securities held in subsidiary, associates or joint ventures.

x. a. During the year under consideration the company has raised money by way of issue of 32,11,000 equity shares.

b. The Company has not made any prefential allotment or private placement of shares or convertible debentures during the year, hence the provisions of the clause 3(x)(b) of the Order are not applicable to the company.

xi. a. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

b. No report under section 143(12) of the Act has been filed in form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules 2014 with Central Government during the year and up to the date of this report.

c. As represented to us by the management, there were no whistle blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company and hence the provisions of the clause 3(xii) of the Order are not applicable to the company

xiii. In our opinion and according to the information and explanations given to us, all the transactions with the related parties seems to be in compliance with section 177 and 188 of Companies Act 2013

xiv. a. In our opinion and according to the information and explanations given to us, the Company has an adequate internal audit system which commensurates with the size and nature of the business.

b. According to the information and explanations given to us and provisions of section 138 of Companies Act, 2013, internal audit was performed for the current year and report of the Internal Auditors for the period under audit have been considered by us.

xv. The Company has not entered into any non - cash transactions with Directors or persons connected with them and hence the provisions of the clause 3(xv) of the Order are not applicable to the company.

xvi. In our opinion and according to the information and explanations given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934

xvii According to the information and explanations given to us, the Company has not incurred cash losses in the current and immediately preceding finnacial year.

xviii. There has been no instance of any resignation of Statutory Auditors occurred during the year, hence reporting under clause 3(xviii) of the Order are not applicable.

xix 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, and our knowledge of the Board of Directors and management plans, we are of opinion that no material uncertainty exists as on the date of our audit report that company is capable of meeting its liabilities at the date of balance sheet and when they fall due within a period of one year from the balance sheet date- Refer Note no. 3(6)(n) to the financial statements.

xx. a. There were no amounts required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2025

b. There were no certian amounts remaining unspent, pursuant to ongoing project, required to be transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act.

xxi. According to the information and explanation given to us, the company does has invested in foreign subsdiary concern named Southern Emulsifiers Solutions and hence it is required to present the consolidated financial statements.

For Dave and Dave
Chartered Accountants
FRN: 102163W

Sd/-
**CA Lilashankar Dave**
Partner
Membership No. 042889
Mumbai, 16th May 2025
UDIN:25042889BMLEFV6863





# Annexure B to the Auditor's Report

**Report on the Internal Financial controls under clause (i) of sub-section 3 of Section 143 of the Companies Act , 2013 ('the act")**

We have audited the internal financial controls of the INDIAN EMULSIFIERS LIMITED ("the Company"), as of 31st March, 2025, in conjuction with our audit of the financial statements of the Company for the year ended on that date.

### Management's Responsibility for the Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the giudance note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI") . These responsibilities include the design, implementation and maintainence of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safegaurding 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 Indian Companies Act, 2013.

### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the guidance note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') and the standards on Auditing , issued by the ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting were established and maintained and if such controls operated effectively in all material aspects.

Our Audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 auditors' 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 system over financial reporting.

### Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintainence 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 the Management and directors of the Company and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 over Financial reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st march 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial reporting issued by the Institute of Chartered Accountants of India

For Dave and Dave
Chartered Accountants
FRN: 102163W

Sd/-
**CA Lilashankar Dave**
Partner
Membership No. 042889
Mumbai, 16th May 2025
UDIN:25042889BMLEFV6863



Indian Emulsifiers Ltd. Corporate Overview || Statutory Reports || Financial Statements

# Standalone Balance Sheet
as at 31st March 2025

| | PARTICULARS | Note No. | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|---|---|
| I | **ASSETS** | | | |
| 1 | **Non Current Assets** | | | |
| | a) Property Plant and Equipment | 4 | **1,898.03** | 1,721.55 |
| | b) Capital work in progress | | **2,138.50** | 275.63 |
| | c) Financial Assets | | | |
| | i. Investments | 5 | **0.55** | - |
| | ii. Other Financial Assets | 6 | **91.73** | 83.75 |
| | **Total Non-Current Asset** | | **4,128.26** | 2,080.93 |
| 2 | **Current assets** | | | |
| | a) Inventories | 7 | **3,641.41** | 2,099.40 |
| | b) Financial Assets | | | |
| | i. Trade receivables | 8 | **3,060.95** | 1,852.70 |
| | ii. Cash and cash equivalents | 9 | **6.72** | 8.64 |
| | iii. Loans | 10 | **5.89** | - |
| | iv. Other Financial Asset | 11 | **50.07** | 25.35 |
| | c) Other Current Assets | 12 | **846.67** | 320.17 |
| | **Total Current Asset** | | **7,612.26** | 4,306.27 |
| | **TOTAL ASSETS** | | **11,740.52** | 6,387.20 |
| II | **EQUITY AND LIABILITIES** | | | |
| 1 | **Equity** | | | |
| | a) Equity Share Capital | 13 | **1,222.22** | 901.12 |
| | b) Other Equity | 14 | **6,981.24** | 1,942.63 |
| | **Total Equity** | | **8,203.47** | 2,843.75 |
| 2 | **Liabilities** | | | |
| | **Non-current liabilities** | | | |
| | a) Financial Liabilities | | | |
| | i. Borrowings | 15 | **674.36** | 1,324.24 |
| | b) Provisions | | **3.17** | 4.29 |
| | c) Deferred Tax Liabilities (Net) | 16 | **11.35** | 10.40 |
| | **Total Non-Current Liabilties** | | **688.88** | 1,338.94 |
| 3 | **Current Liabilities** | | | |
| | a) Financial Liabilities | | | |
| | i. Borrowings | 17 | **1,885.03** | 1,036.24 |
| | ii. Lease Liabilities | | | |
| | iii. Trade Payable | 18 | | |
| | Total Outstanding dues of Micro Enterprises and Small Enterprises | | **-** | - |
| | Total Outstanding dues of creditors other than dues to Micro and Small Enterprises | | **640.89** | 892.50 |
| | iv. Other Financial Liabilities | 19 | **17.68** | 26.69 |
| | b) Other Current Liabilities | 20 | **32.85** | 56.77 |
| | c) Provisions | 21 | **271.72** | 192.31 |
| | **Total Current Liabilties** | | **2,848.17** | 2,204.51 |
| | **TOTAL EQUITY AND LIABILITIES** | | **11,740.52** | 6,387.20 |

Significant accounting policies & other notes to accounts 1 to 3
See accompanying notes to the financial statements

**For Dave and Dave**
Chartered Accountants
FRN: 102163W

**CA Lilashankar Dave**
Partner
Membership No. 042889
Mumbai, 16th May 2025

**FOR INDIAN EMULSFIERS LIMITED**

**Yash Tikekar**
Director
DIN: 02206485

**Abhay Tikekar**
Director
DIN: 10425123

Mandeep Pandey
CFO

Ramraj Singh Thakur
Company Secretary

# Standalone Profit and Loss Statement

for the year ended 31st March 2025

| | Particulars | Refer Note No. | For the period ending March 31, 2025 Amount (in lacs) | For the period ending March 31, 2024 Amount (in lacs) |
|---|---|---|---|---|
| I | Revenue from operations | 22 | 10,122.62 | 6,667.60 |
| II | Other income | 23 | 142.89 | 3.76 |
| III | **Total Income** | | 10,265.51 | 6,671.36 |
| IV | **Expenses** | | | |
| | Cost of Material Consumed | 24 | 7,427.02 | 5,116.10 |
| | Change in Inventory of Finished Goods & W.I.P | 25 | -239.91 | -387.26 |
| | Employee Benefit Expense | 26 | 123.94 | 72.37 |
| | Finance Cost | 27 | 240.89 | 231.55 |
| | Depreciation and amortization expense | 4 | 222.52 | 168.84 |
| | IPO Related Expenses | | 77.10 | - |
| | Other Expenses | 28 | 772.58 | 387.40 |
| | **Total Expenses** | | 8,624.16 | 5,589.01 |
| V | **Profit Before Tax and Exceptional Items and tax** | | 1,641.35 | 1,082.35 |
| VI | **Exceptional Items** | | - | - |
| VII | **Profit Before Tax** | | 1,641.35 | 1,082.35 |
| VIII | Tax expense: | | | |
| | Current tax | | 299.26 | 196.79 |
| | Deferred tax | | 0.95 | 3.19 |
| | Earlier Year Tax | | 11.24 | - |
| IX | **Profit For the Year** | A | 1,329.90 | 882.37 |
| X | **Other Comprehensive Income** | | | |
| | **Items that will not be reclassified to profit or loss** | | | |
| | (i) Remeasurement of gains/ (loss) on the defined benefit plans | | 3.24 | 0.08 |
| | (ii) Income tax relating to items that will not be reclassified to profit or loss | | - | - |
| XI | **Total Other Comprehensive Income** | B | 3.24 | 0.08 |
| XII | **Total Comprehensive Income** | (A+B) | 1,333.14 | 882.45 |
| XIII | **Earnings per equity share:** | | | |
| | (1) Basic | | 11.40 | 12.41 |
| | (2) Diluted | | 9.35 | 12.00 |

Significant Accounting Policies & Other Notes to Accounts 1 to 3
See accompanying notes to financial statements

Sd/-
**For Dave and Dave**
Chartered Accountants
FRN: 102163W

**CA Lilashankar Dave**
Partner
Membership No. 042889
Mumbai, 16th May 2025
UDIN:25042889BMLEFV6863

**FOR INDIAN EMULSFIERS LIMITED**

**Yash Tikekar**
Director
DIN: 02206485

**Abhay Tikekar**
Director
DIN: 10425123

Mandeep Pandey
CFO

Ramraj Singh Thakur
Company Secretary





# Standalone Cash Flow Statement

for the year ended 31st March 2025

| | | Amount in lacs 31.03.2025 | | Amount in lacs 31.03.2024 |
|---|---|---|---|---|
| A.Cash Flow From Operating Activites | | | | |
| Profit / (Loss) Before Tax | | 1,644.59 | | 1,082.44 |
| Adjusted for : | | | | |
| Depreciation | 222.52 | | 168.84 | |
| IPO fees | 77.10 | | | |
| Interest Income | -7.93 | | -3.72 | |
| Finance Cost | 240.89 | 532.59 | 231.55 | 396.67 |
| Operating Profit Before Working Capital Changes | | 2,177.18 | | 1,479.11 |
| Changes In : | | | | |
| Inventories | -1,542.01 | | -1,224.28 | |
| Trade Receivables | -1,208.25 | | -1,047.72 | |
| Other Current Assets | -532.38 | | 76.41 | |
| Other Financial Assets (Current) | -24.72 | | 47.53 | |
| Other Financial Assets (Non-Current) | -7.98 | | -81.25 | |
| Trade Payables | -251.60 | | 801.78 | |
| Other financial liabilities | -9.01 | | 10.49 | |
| Other Current Liabilities | -53.87 | | 49.31 | |
| Other Non- Current Liabilities | -1.12 | -3,630.94 | 1.96 | -1,365.78 |
| Cash Generated From Operation | | -1,453.76 | | 113 |
| Direct Taxes Paid | | -201.15 | | -78 |
| Net Cash From Operating Activites | (A) | -1,654.91 | (A) | 35 |
| B. Cash Flow From Investing Activites | | | | |
| Purchase of Fixed Assets | | -2,261.87 | | -894.04 |
| Investment Made | | -0.55 | | - |
| Proceeds from investment redeemed | | - | | 5.45 |
| Borrowings- short term loan taken | | 848.79 | | 168.51 |
| Loan Repaid | | -649.88 | | - |
| Interest Paid | | -240.89 | | -231.55 |
| IPO Fees | | -77.10 | | |
| Loan Taken | | - | | 161.53 |
| Net Cash From Investing Activites | (B) | -2,380.96 | (B) | -790.09 |
| C. Cash Flow From Financing Activites | | | | |
| Interest Income | | 7.93 | | 3.72 |
| Share Capital Infused | | 4,026.57 | | 756.94 |
| Net Cash From Financing Activites | (C) | 4,034.50 | (C) | 760.66 |
| Net Increase / (Decrease) in cash & | | -1.37 | | 5.89 |
| Cash Equivalents (A+B+C) | | | | |
| Cash & Cash Equivalents As at beginning of year | | 8.64 | | 2.75 |
| Cash & Cash Equivalents As at end of the year | | 6.72 | | 8.64 |

a) The Cash flow has been prepred under the "Indirect Method" as set out in Indian Accounting Standard- 3 on Cash Flow Statement notified by the Companies (Accounting Standard) Rules.
b) Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activites.

Note- For the year under consideration the company has raised money from its listing on the Stock Exchange. The money was raised for the purpose of expansion of business and the installation of new modern machineries. As a result of this deployment of funds the cash flow from the operating activities is showing negative balance as business activity expanded whereas the same was funded by the positive cash flow from the share capital raised shown in financing activity

The accompanying notes are an integral part of the financial statements.
As per our Report of Even Date

Sd/-
**For Dave and Dave**
Chartered Accountants
FRN: 102163W

**CA Lilashankar Dave**
Partner
Membership No. 042889
Mumbai, 16th May 2025
UDIN:25042889BMLEFV6863

**FOR INDIAN EMULSFIERS LIMITED**

**Yash Tikekar**
Director
DIN: 02206485

**Abhay Tikekar**
Director
DIN: 10425123

Mandeep Pandey
CFO

Ramraj Singh Thakur
Company Secretary

# Statement of Changes in Equity

for the period ended 31st March 2025

Amount in Lacs

## A. Share Capital

| Particulars | Equity Share Capital | Preference Share Capital |
|---|---|---|
| As on 1st April 2023 | 601 | 210 |
| Changes in Share Capital | 300 | -210 |
| As on 31st March 2024 | **901** | - |
| Changes in Share Capital | 321 | - |
| As on 31st March 2025 | **1,222** | - |

## B. Other Equity

| Particular | Reserve and Surplus | | | | Items of Other Comprehensive Income | Total |
|---|---|---|---|---|---|---|
| | Security Premium | General Reserve | Reserve for Preference Share | Retained Earning | Remeasurement of net defined benefit Plans | |
| Balance at 1st April 2024 | 666.83 | - | - | 1,275.75 | 0.05 | 1,942.63 |
| Changes in accounting policy or prior period errors | - | | | | | |
| Additions during the year | 3,917.42 | - | - | - | - | 3,917.42 |
| Restated balance at the beginning of the reporting period, | - | - | - | - | - | - |
| Profit for the year | - | - | - | 1,329.90 | 3.24 | 1,333.14 |
| Other Comprehensive Income for the year | - | - | - | - | - | - |
| Transfer in retained earnings | - | - | - | - | - | - |
| Expenses Related to issuance of equity* | -211.95 | - | - | - | - | -211.95 |
| **Balance as at March 31, 2025** | **4,372.30** | **-** | **-** | **2,605.65** | **3** | **6,981.24** |

### Note-

Paragraph 37 of Ind AS 32 Financial Instruments requires that the transaction costs of an equity transaction are accounted for as deduction from equity to the extent they are incremental cost directly attributable to the equity transaction that otherwise ould have been avaoided

Underwriting fees is one of the transaction costs that are directly attributable to the equity transaction and according to Ind AS 32 it has been clarified that the said costs should be deducted from the equity and therefore the expenses amounting to Rs.2,11,95,000/- should be deducted from equity

| Particular | Reserve and Surplus | | | | Items of Other Comprehensive income | Total |
|---|---|---|---|---|---|---|
| | Security Premium | General Reserve | Reserve for Preference Share | Retained Earning | Remeasurement of net defined benefit Plans | |
| Balance at 1st April 2023 | - | - | - | 393.38 | -0.04 | 393.34 |
| Changes in accounting policy or prior period errors | - | | | | | - |
| Restated balance at the beginning of the reporting period, | 666.83 | - | - | - | - | 666.83 |
| Profit for the year | - | - | - | - | - | - |
| Other Comprehensive Income for the year | - | - | - | 882.37 | 0.08 | 882.45 |
| Transfer in retained earnings | - | - | - | - | - | - |
| Any other change to be specified( Ind AS Adjustment) | - | - | - | - | - | - |
| **Balance as at March 31,2024** | **666.83** | **-** | **-** | **1,275.75** | **0** | **1,942.63** |





# Notes to the Standalone Financial Statements

for the year ended 31st March 2025

### 1 CORPORATE INFORMATION

The Company is engaged in the business of manufacturing of chemical.

### 2 BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

a) The Financial statements have been prepared under the historical convention and on the accounting principles of going concern. Accounting policies not specifically referred to otherwise are in accordance with the generally accepted accounting principles and materially comply with the mandatory Ind AS issued by the Institute of Chartered Accountants of India.

b) The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of financial statements and reported amount of income and expenses during the year. The management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Future results could differ from these estimates.

c) The Company follows mercantile system of accounting and recognises significant items of income and expenditure on accrual basis.

d) The company is complying with the Indian Accounting-Standards (Ind-AS) issued by the ICAI, as per the requirements of the Companies Act, 2013.

**First Time Adoption of Ind AS**

In accordance with the Companies (Indian Accounting Standards), Rules 2015 of the Companies Act 2013, read with Section 133 of the Companies Act 2013, the Company adopted the Indian Accoutng Standards (Ind AS) for preparation of its financial statements with effect from 1st April 2024

### I PROPERTY PLANT AND EQUIPMENT

a) Expenditure of capital nature are capitalized at cost comprising of purchase price (net of GST, rebates and discounts) and any other cost which is directly attributable to bring the assets to its working condition for the intended use. All Property, plant & Equipments are carried at cost less depreciation. But when an asset is scraped or otherwise disposed off, the cost and related depreciation are written off from the books of accounts and resultant profit or loss, if any is reflected in profit and loss account. The Company capitalized Inward Freight of Capital Asset at the end of month.

### II DEPRECIATION

The charge in respect of depreciation is derived after estimating the asset's expected useful life and the expected residual value at the end of its life. The depreciation method, useful lives and residual values of the Company's assets are estimated by the management at the time the asset is acquired and reviewed at financial year end.

Depreciation has been provided on the method and at the rates in the manner prescribed in schedule II to the Companies Act. 2013,

### III FOREIGN EXCHANGE TRANSACTIONS

a) All the Monetary assets and liabilities in foreign currencies are translated in Indian rupees at the exchange rates prevailing at the Balance Sheet date as notified. The resultant gain / loss are accounted for in the Profit & Loss account.

b) The outstanding foreign exchange transactions are stated at the prevailing exchange rate as on the date of balance sheet.

c) Items of Income and expenditure relating to foreign exchange transactions are recorded at exchange rates prevailing on the date of the transactions.

### IV INVENTORY VALUATION

a) Stock of raw materials, stores & spares are valued at lower of purchase cost or net realizable value.

b) Finished goods are valued at cost of production or net realisable value whichever is less. Cost for the purpose of valuation includes raw material consumption, manufacturing expenses and other appropriate overheads there on in accordance with IND AS-2 issued by ICAI

## V REVENUE RECOGNITION

a) **Sales**

Revenue on Sale of is recognized on the basis of dispatches from factory gates.

b) **Interest Income**

Interest income is recognized as it accrues on a time proportion basis taking in to account the amount of investment and rate applicable.

## VI GST

Liabilities for GST occur and accounted for as when the materials get dispatched.

## VII IMPAIRMENT OF ASSETS

At the end of each year, the company determines whether a provision should be made for impairment loss on fixed assets by considering the indications that impairment loss may have occurred and where the recoverable amount of any fixed asset is lower than the carrying amount, a provision for impairment loss on fixed assets is made for the difference. Recoverable amount is generally measured using discounted estimated cash flows. Post impairment, depreciation is provided on the revised carrying value of asset over its remaining useful life. Management is of the view that no such assets exists in the Company.

## VIII TAXATION

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax for timing difference between the book profits and tax profits is recognized using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date. Deferred tax assets arising from the timing differences are recognized to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

## IX EARNING PER SHARE

Basic EPS is calculated by dividing the net profit 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 the year is adjusted for events of bonus issue and share split.

For the purpose of calculating Diluted Earnings per Share, the Net Profit for the year attributable to Equity Shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effect of all dilutive potential equity shares. The Company does not have any diluted equity shares at the year end.

## X PROVISION AND CONTIGENCIES

A Provision is recognized when the company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (including retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not recognized in profit & loss account but are disclosed in Notes to the Accounts.

## XI BORROWING COST

Borrowing Cost that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A Qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

## XII CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of non-cash nature and any

deferrals or accruals of past of future cash receipts and payments. The cash flows from operating, investing and financing activities of the Company are segregated.

## XIII RETIREMENT AND OTHER EMPLOYEE BENEFITS

**1. Gratuity**

The Company provides for the gratuity of defined benefit retirement plan covering qualifying employees. The plan provides for lump sum payments to employees upon death while employment or on separation from employment after serving for the stipulated period mentioned under The Payment of Gratuity Act, 1972





# 1.2 Details of defined benefit plans as per actuarial valuation:

Rs. in Lacs

### Table 1: Assets and Liabilities

| Particulars | 31-Mar-2025 | 31-Mar-2024 |
|---|---|---|
| Defined Benefit Obligation | 3.37 | 4.31 |
| Fair Value of Plan Assets | - | - |
| Effect of Assets Ceiling if any | - | - |
| **Net Liability(Asset)** | **3.37** | **4.31** |

### Table 2: Bifurcation of Liability

| Particulars | 31-Mar-2025 | 31-Mar-2024 |
|---|---|---|
| Current Liability | 0.20 | 0.02 |
| Non-Current Liability | 3.17 | 4.29 |
| **Net Liability(Asset)** | **3.37** | **4.31** |

### Table 3: Income/Expenses Recognized during the period

| Particulars | 31-Mar-2025 | 31-Mar-2024 |
|---|---|---|
| Employee Benefit Expense | 2.31 | 2.05 |
| Other Comprehensive Income | -3.24 | (0.08) |

### 3.1: Funded status of the plan

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| Present value of unfunded obligations | 3.37 | 4.31 |
| Present value of funded obligations | - | - |
| Fair value of plan assets | - | - |
| **Net Defined Benefit Liability/(Assets)** | **3.37** | **4.31** |

### 3.2: Profit and loss account for the period

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| Service cost: | | |
| Current service cost | 1.99 | 1.88 |
| Past service cost | - | - |
| loss/(gain) on curtailments and settlement | - | - |
| Net interest cost | 0.31 | 0.17 |
| **Total included in 'Employee Benefit Expenses/(Income)** | **2.31** | **2.05** |

### 3.3: Other Comprehensive Income for the period

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| **Components of actuarial gain/losses on obligations:** | | |
| Due to Change in financial assumptions | 0.17 | 0.10 |
| Due to change in demographic assumption | - | - |
| Due to experience adjustments | -3.41 | -0.19 |
| Return on plan assets excluding amounts included in interest income | - | - |
| **Amounts recognized in Other Comprehensive (Income)/Expense** | **-3.24** | **-0.08** |

### 3.4: Reconciliation of defined benefit obligation

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| Opening Defined Benefit Obligation | 4.31 | 2.34 |
| Transfer in/(out) obligation | - | - |
| Current service cost | 1.99 | 1.88 |
| Interest cost | 0.31 | 0.17 |
| Components of actuarial gain/losses on obligations: | | |
| Due to Change in financial assumptions | 0.17 | 1.00 |
| Due to change in demographic assumption | - | - |
| Due to experience adjustments | -3.41 | (0.19) |
| Past service cost | - | - |
| Loss (gain) on curtailments | - | - |
| Liabilities extinguished on settlements | - | - |
| Liabilities assumed in an amalgamation in the nature of purchase | | |
| Exchange differences on foreign plans | | |
| Benefit paid from fund | - | - |
| Benefits paid by company | - | - |
| **Closing Defined Benefit Obligation** | **3.37** | **4.31** |

### 3.5: Reconciliation of plan assets

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| Opening value of plan assets | - | - |
| Transfer in/(out) plan assets | - | - |
| Expenses deducted from assets | - | - |
| Interest Income | - | - |
| Return on plan assets excluding amounts included in interest income | - | - |
| Assets distributed on settlements | - | - |
| Contributions by Employer | - | - |
| Contributions by Employee | - | - |
| Exchange differences on foreign plans | - | - |
| Benefits paid | - | - |
| **Closing value of plan assets** | **-** | **-** |

### 3.6: Reconciliation of Net Defined Benefit Liability/(Assets)

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| Net opening provision in books of accounts | 4.31 | 2.34 |
| Transfer in/(out) obligation | - | - |
| Transfer (in)/out plan assets | - | - |
| Employee Benefit Expense as per 3.2 | 2.31 | 2.05 |
| Amounts recognized in Other Comprehensive (Income)/Expense | -3.24 | -0.08 |
| | 3.37 | 4.31 |
| Benefits paid by the Company | - | - |
| Contributions to plan assets | - | - |
| **Closing provision in books of accounts** | **3.37** | **4.31** |





### 3.7: Sensitivity to key assumptions

| Particulars | 31-Mar-2025 | 31-Mar-2024 |
|---|---|---|
| **Discount rate Sensitivity** | | |
| Increase by 0.5% | 3.18 | 4.07 |
| (% change) | -5.61% | -5.65% |
| Decrease by 0.5% | 3.58 | 4.58 |
| (% change) | 6.19% | 6.22% |
| **Salary growth rate Sensitivity** | | |
| Increase by 0.5% | 3.55 | 4.51 |
| (% change) | 5.30% | 4.70% |
| Decrease by 0.5% | 3.20 | 4.11 |
| (% change) | -5.24% | -4.73% |
| **Withdrawal rate (W.R.) Sensitivity** | | |
| W.R. x 110% | 3.32 | 4.26 |
| (% change) | -1.46% | -1.18% |
| W.R. x 90% | 3.42 | 4.36 |
| (% change) | 1.47% | 1.05% |

### Risks associated with Defined Benefit Obligation

**A. Actuarial Risk:**
It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:
Adverse Salary Growth Experience: Salary hikes that are higher than the assumed salary escalation will result into an increase in Obligation at a rate that is higher than expected.
Variability in mortality rates: If actual mortality rates are higher than assumed mortality rate assumption then the Gratuity Benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.
Variability in withdrawal rates: If actual withdrawal rates are higher than assumed withdrawal rate assumption then the Gratuity Benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

**B. Investment Risk:**
For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter- valuation period.

**C. Liquidity Risk:**
Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cashflows.

**D. Market Risk:**
Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/ government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

**E. Legislative Risk:**
Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

## NOTE TO ACCOUNTS :

### 1) CONTINGENT LIABILITIES NOT PROVIDED FOR

| | AS AT 31ST MARCH 2025 | AS AT 31ST MARCH, 2024 |
|---|---|---|
| | Nil | Nil |

### 2) Amounts due to Small Scale Industrial undertakings and Micro, Small and Medium Enterprises

Based on the information and records available with the Company, no amounts are payable to small scale industrial undertakings as at March 31, 2025, which are outstanding for more than 30 days.

Disclosure under Micro, Small and Medium Enterprises Development (MSMED) Act 2006*

| Sr NO | Particulars | Amount |
|---|---|---|
| 1 | Delayed payments due as at the end of each accounting year on account of principal | NIL |
| 2 | Total interest paid on all delayed payments during the year under the provision of the act | NIL |
| 3 | Interest due on principal accounts paid beyond the due date during the year but without the interest amounts under this act | NIL |
| 4 | Interest accrued but not due | NIL |
| 5 | Total interest due but not paid | NIL |

* The company is in the process of compiling information on Micro, Small & Medium Enterprises under the Micro, Small & Medium Enterprises Act, 2006, and does not expect any material disclosures there under.

### 3 Earnings Per Share

Rs in Lacs

| Particulars | 3/31/2025 | 3/31/2024 |
|---|---|---|
| Net Profit/ (Loss) as per Profit & Loss Account | Rs. 1,333.14 | Rs. 882.45 |
| Weighted average number of equity shares outstanding during the year | 122 | 90 |
| **Earnings Per Share** | **11.40** | **12.41** |

### 4 Deffered Taxes

| Particulars | 3/31/2025 | 3/31/2024 |
|---|---|---|
| Difference between book depreciation and depreciation under Income-tax Act, 1961 | Rs. 5.52 | Rs. 18.61 |
| **Deffered Tax Liability ( 17.16% )** | **Rs 0.95** | **Rs. 3.19** |





### 5 Auditor's remuneration

The Auditor's remuneration paid and provided during the year is as under:

| Particulars | 3/31/2025 | 3/31/2024 |
|---|---|---|
| Statutory Audit Fees | Rs. 1.25 | Rs. 1.25 |
| Tax Audit Fees | Rs. 0.75 | Rs. 0.75 |
| **Total** | **Rs. 2.00** | **Rs. 2.00** |

### 6 Related Party Disclosure

| List of Related Party | Relation |
|---|---|
| **(i) Key Management Personnel** | |
| Mr. Yash Tikekar | Director |
| Mr. Abhay Tikekar | Director |
| **(ii) Associate Concern** | |
| Chemical Brothers Private Limited | Associate Concern |
| YST Life Sciences Private Limited | Associate Concern |
| YST Surfactants Private Limited | Associate Concern |
| VRT Enterprises Private Limited | Associate Concern |

Rs in Lacs

| Related Party Transaction: | 2024-25 | 2023-24 |
|---|---|---|
| **a) Key Management Personnel** | | |
| 1. Remuneration paid to Yash Tikekar | 48.00 | 36.00 |
| Unsecured Loan Taken | 72.14 | 131.97 |
| Unsecured Loan Repaid | 295.01 | 0.31 |
| **Balance Outstanding at the end of year** | | |
| Unsecured Loan | 20.44 | 243.31 |
| Remuneration Payable | - | 18.90 |
| 2. Remuneration paid to Abhay Tikekar | 48.50 | - |
| **Balance Outstanding at the end of year** | | |
| Advance Paid | 4.60 | |
| **b) Transaction with YST Lifesciences Pvt Ltd** | | |
| Sales | 57.17 | 457.89 |
| Purchases | 58.63 | 159.64 |
| Technical Fees | - | - |
| **Balance Outstanding at the end of year** | | |
| Trade Payables | 0.004 | - |
| Trade Receivable | - | 0.43 |
| **c) Transaction with Chemical Brothers Enterprises Pvt Ltd** | | |
| Sales | 1,091.75 | 988.35 |
| Purchases | 125.69 | 398.63 |
| Warehouse Rent | 4.80 | - |
| Office Rent | 6.00 | - |
| **Balance Outstanding at the end of year** | | |
| Advances to suppliers | - | - |
| Trade Receivable | 206.87 | 0.32 |

| | | |
|---|---|---|
| **d) Transaction with VRT Enterprises Pvt Ltd** | | |
| Unsecured Loan Taken | 18.01 | 310.04 |
| Unsecured Loan Repaid | 272.28 | 335.25 |
| **Balance Outstanding at the end of year** | | |
| Unsecured Loan | 1.48 | 255.76 |
| Advances to Supliers | | |
| **e) Transaction with YST Surfactants Pvt Ltd** | | |
| | | |
| Purchases | 3.72 | 3.72 |
| **Balance Outstanding at the end of year** | | |
| Trade Payable | 2.19 | 2.19 |

4) Previous Years figures have been regrouped and reclassified wherever necessary to confirm current years classification & groupings.

5) Balances of Sundry Creditors and Loans & Advances are subject to confirmation.





## Annual Report on Corporate Social Responsibility (CSR) Activities [Pursuant to clause (o) of sub section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014

### Company's CSR Policy

**1 A brief outline of the Company's CSR Policy**

Indian Emulsifiers Limited firmly believes that it has a commitment to all its stakeholders, customers, employees and the community in which it operates and it can fulfill this commitment only by sustainable and inclusive growth. The Company aims to improve quality of life through its positive intervention in the community. The Company's key CSR initiatives are undertaken with a long term view and are sustainable having a long term benefits to the society at large which do not results in business benefits.

**2 Composition of CSR Committee**

a) Vaishali Dipen Tarsariya- Chairman

b) Yash Tikekar- Member

c)- Rajaram Gordhanlal Agarwal- Member

**3 Average Net Profit of the Company for the last three financial years**

Average Net Profit of the Company for the last three financial years is Rs.5,19,68,566.

**4 Prescribed CSR expenditure (2% of the amount as in ite no 3 above)**

The Company was required to spend Rs.10,39,371 based on the average net profit mentioned in item no 3 above.

**5 Details of CSR spent during the financial year**

i. Total amount spent by the Company for the financial year is Rs.7,00,000.

ii. Amount unspent: Out of the prescribed CSR expenditure of Rs.10.39 lacs for FY 2024-25, Rs. 7 lacs was utilised due to limited availability of the sustainable programs of projects which meet the vision of the Company. The company has been continuously and persistently exploring novel opportunities and possibilities in the form of sustainanble programs or projects for CSR activities to create larger social impact and positive changes in the lives of the community.

**6 Manner in which the amount spent during the financial year is detailed below**

Rs. In Lacs

| Sno | CSR Activity/ Project | Sector under which project is covered | Location of project | Amount spent | Amount spent: Direct or through any agency |
|---|---|---|---|---|---|
| 1 | Promote awareness Medical and Educational Programs | Medical and educational activity | Maharashtra ad Gujrat | 7.00 | Through Anvi Medical and Educational Foundation |

**7 Responsibility Statement**

The CSR Committee confirms that the implementation and monitoring of CSR activities of the Company are in compliance with the CSR ojectives and CSR policy of the Company.

## NOTE 3(7) : ADDITIONAL REGULATORY INFORMATION

With Regard to the Additional Regulatory Information as mandated under the Companies Act the following disclosures are made :

a The funds borrowed by the Company from Banks and financial institutions have been used for the specific purpose for which they were raised.

b The Company does not have any Benami property, and no proceeding has been initiated or is pending against the Company for holding any Benami property.

c 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) title deeds are held in the name of the company and Company is the sole owner of these immovable properties

d The Company has not revalued its Property, Plant and Equipments during the year.

e The Company has not granted any loans or advances to promoters, directors, KMPs or Related Parties either severally or jointly.

f There is capital asset in progress as at the date of the balance sheet and whose ageing schedule is as follows-

| CWIP | Amount in CWIP for a period of | | | | Total |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 Years | More than 3 years | |
| Projects in progress | 2,007.67 | 130.84 | - | - | 2,138.50 |
| Projects temporarily suspended | - | - | - | - | - |

g The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

h The Company does not have any transactions with companies struck off.

i The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

j The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

k The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

l The Company has not issued any such type of security for a specific purpose.

m The Company has not proposed or declare dividend during the year.

**For Dave and Dave**
Chartered Accountants
FRN: 102163W

**FOR INDIAN EMULSFIERS LIMITED**

**Sd/-**
**CA Lilashankar Dave**
Partner
Membership No. 042889
Mumbai, 16th May 2025
UDIN:25042889BMLEFV6863

**Yash Tikekar**
Director
DIN: 02206485

**Abhay Tikekar**
Director
DIN: 10425123

Mandeep Pandey
CFO

Ramraj Singh Thakur
Company Secretary





## Note No.(n) Ratio Analysis

| Sno | Ratios | 2024-25 | 2023-24 | variation | Ratio Formulae | Remarks |
|---|---|---|---|---|---|---|
| 1 | **Current Ratio** | **2.67** | **1.95** | **37%** | Current Assets / Current Liabilities | Current Ratio of the company has been healthy all throughout the years and above the industry-wide accepted ratio of 1.33 times. The company is expected to better the said ratio in the coming years with better working capital management and better product mix. |
| | **Current Asset** | 7,612 | 4,306 | | | |
| | **Current Liabilities** | 2,848 | 2,205 | | | |
| 2 | **Debt-Equity Ratio** | **0.08** | **0.47** | **-82%** | Long Term Debt / Equity Shareholders Fund | The company has been able to reduce the debt burden of the company consistently all throughout the years. With higher equity infusion and better profitability in the coming years the ratio is expected to be improving further more as well. |
| | Debt | 674 | 1,324 | | | |
| | Equity | 8,203 | 2,844 | | | |
| 3 | **Debt Service Coverage Ratio** | **3.12** | **1.12** | **179%** | Earnings Available for debt service / Debt Service | Higher Profitability of the company and consistent endeavour of the company to reduce the debt burden in the financials resulted in the better servicing of the Debt. |
| | Earnings Available for Debt Service | 2,104.77 | 1,482.74 | | | |
| | Debt Service | 674.36 | 1,324.24 | | | |
| 4 | **Return on Equity** | **16.25%** | **31.03%** | **-48%** | Profit after Tax / Equity Shareholders Fund | Increase in the equity infusion in the company resulted in reducing the return on equity. Despite the fact that profitability of the company has increased in the current year the higher the capital base resulted in the declining ratio as compared to the earlier years. The company however shall be endeavouring to achive a meaningful increase in the return on the capital base in the coming quarters by focusing on the higher profitability. |
| | Net Profit after tax | 1,333 | 882 | | | |
| | Average Shareholders equity | 8,203 | 2,844 | | | |
| 5 | **Inventory Turnover Ratio** | **2.04** | **2.44** | **-16%** | Cost of Goods Sold / Inventory | NIL |
| | Cost of Goods Sold | 7,427 | 5,116 | | | |
| | Inventory | 3,641 | 2,099 | | | |
| 6 | **Trade Receivable Turnover Ratio** | **4.12** | **5.02** | **-18%** | Credit Sales / Trade Receivables | NIL |
| | Net Credit Sales | 10,123 | 6,668 | | | |
| | Average Trade Receivables | 2,457 | 1,329 | | | |
| 7 | **Trade Payable Turnover Ratio** | **11.39** | **12.11** | **-6%** | Credit Purchase / Trade Payables | NIL |
| | Net Credit Purchases | 8,729 | 5,953 | | | |
| | Average Trade Payables | 767 | 492 | | | |

| | | | | | | |
|---|---|---|---|---|---|---|
| 8 | **Net Capital Turnover Ratio** | 2.12 | 3.17 | -33% | Revenue from operations / Working Capital | Higher capital base in the current year resulted in the declining ratio. As company has kept a higher level of inventory to meet the market needs the working capital of the company has increased considerably in the current reporting period resulted in the higher capital base. In the coming quarters as the market conditions normalise the ratio shall improve significantly in the coming quarters. |
| | Net sales | 10,123 | 6,668 | | | |
| | Working Capital | | | | | |
| | Current Assets | 7,612 | 4,306 | | | |
| | Current Liabilities | 2,848 | 2,205 | | | |
| | | 4,764 | 2,102 | | | |
| 9 | **Net Profit Ratios** | 13.17% | 13.23% | -0% | Net Profit / Turnover | NIL |
| | **Net Profit after tax** | 1,333 | 882 | | | |
| | **Net Sales** | 10,123 | 6,668 | | | |
| 10 | **Return on Capital Employed** | 22.94% | 46.20% | -50% | Earning before Interest and Tax / Capital Employed | Higher Capital infusion resulted in the decline ratio despite the fact that profitability of the company increased significantly. Also the ratio is one of the best in the industry and the company shall strive to maintain the said percentage in the coming quarters as well. |
| | **Earning Before Interest and Tax** | 1,882 | 1,314 | | | |
| | **Capital Employed** | | | | | |
| | Share Capital | 1,222 | 901 | | | |
| | Reserves and Surplus | 6,981 | 1,943 | | | |
| | | 8,203 | 2,844 | | | |
| 11 | **Return on Investments** | 11.36% | 13.82% | | Profit after Tax / Total Assets | Higher Profitability due to the beter product mix resulted in the better ratios. |
| | Profit After Tax | 1,333 | 882 | | | |
| | Total Assets | 11,741 | 6,387 | | | |





## Note 4 : Property, Plant and Equipments

Amount in Lacs

| Particulars | Land | Building | Plant and Machinery | Office Equipments (Incl Computer and Laptop) | Furniture & Fixtures | Total |
|---|---|---|---|---|---|---|
| **Gross Carrying Value as on April 1, 2024** | 182.69 | 712.89 | 1,118.86 | 10.63 | 4.38 | 2,029.45 |
| Additions | - | 144.79 | 250.69 | 1.89 | 1.62 | 399.00 |
| Adjustments/ Transfer | | | | | | - |
| Deletions | | | | | | - |
| **Gross Carrying Value as on March 31, 2025** | 182.69 | 857.68 | 1,369.55 | 12.52 | 6.00 | 2,428.45 |
| **Accumulated depreciation as on April 1, 2024** | - | 84.99 | 216.24 | 5.56 | 1.12 | 307.90 |
| Depreciation | - | 63.23 | 155.76 | 2.50 | 1.04 | 222.52 |
| Accumulated depreciation on deletions | | | | | | - |
| **Accumulated depreciation as on March 31, 2025** | - | 148.22 | 372.00 | 8.05 | 2.15 | 530.42 |
| **Carrying Value as at April 1, 2024** | 182.69 | 627.90 | 902.62 | 5.08 | 3.27 | 1,721.55 |
| **Carrying Value as at March 31, 2025** | 182.69 | 709.46 | 997.56 | 4.47 | 3.85 | 1,898.03 |

| Particulars | Land | Building | Plant and Machinery | Office Equipments (Incl Computer and Laptop) | Furniture & Fixtures | Total |
|---|---|---|---|---|---|---|
| **Gross Carrying Value as on April 1, 2023** | 182.69 | 398.10 | 821.78 | 6.39 | 2.09 | 1,411.05 |
| Additions | | 314.79 | 297.08 | 4.24 | 2.30 | 618.41 |
| Adjustments/ Transfer | | | | | | - |
| Deletions | | | | | | - |
| **Gross Carrying Value as on March 31, 2024** | 182.69 | 712.89 | 1,118.86 | 10.63 | 4.38 | 2,029.45 |
| **Accumulated depreciation as on April 1, 2023** | - | 46.54 | 88.73 | 3.44 | 0.35 | 139.06 |
| Depreciation | | 38.44 | 127.51 | 2.12 | 0.77 | 168.84 |
| Accumulated depreciation on deletions | | | | | | - |
| **Accumulated depreciation as on March 31, 2024** | - | 84.99 | 216.24 | 5.56 | 1.12 | 307.90 |
| **Carrying Value as at April 1, 2023** | 182.69 | 351.56 | 733.04 | 2.96 | 1.74 | 1,271.99 |
| **Carrying Value as at March 31, 2024** | 182.69 | 627.90 | 902.62 | 5.08 | 3.27 | 1,721.55 |

# NOTE FORMING PART OF THE BALANCE SHEET

## Note 5: Investments

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Investment in Equity Instruments** | | |
| - in Foreign Subsidiary- Southern Emulsifiers Solutions | 0.55 | - |
| **Total** | **0.55** | **-** |
| Aggregate amount of Quoted Investment | - | - |
| Aggregate amount of Unquoted Investment | 0.55 | - |
| Market Value of Quoted Investments | - | - |

## Note 6: Other Financial Assets

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Unsecured, Considered good** | | |
| Security Deposit | 11.14 | 10.10 |
| Fixed Deposits with Bank or financial institution | 80.59 | 73.65 |
| **Total** | **91.73** | **83.75** |

### Note:

As per Ind AS 109 (Finnacial Instruments), Financial assets are defined as any asset that is (a) cash, (b) an equity instrument of another entity, (c) a contractual right to receive cash or another financial asset from another entity or to exchange financial assets or financial liabilities with another entity under conditions that are potentially favourable to the entity; or (d) a contract that will or may be settled in entity's own equity instruments and is a non-derivative for which the entity is or may be obliged to receive a variable number of entity's own equity instruments or a derivative that will or may be settled other than by exchange of fixed amount of entity's own equity instruments.

Since the aforesaid security deposits are receivable in cash at the end of contract period therefore they are considered as financial assets.

However, out of the above, deposits amounting to Rs.5,13,640 (previous year Rs. 4,10,100) are provided to the customers and will be refunded when the business operations are suspended or ended within the parties and since the period is uncertain and not decided within the parties therefore it is difficult to give the treatment as per Ind AS 32. Hence the same is recognised at cost.

Additionally Ind AS 116, Lease, provides exclusions wherein a lessee can elect not to apply Ind AS 116's recongintion requirements to- (a) Short term leases and (b) Leases for which underlying asset is of low value.

The aforesaid deposits include security deposit amounting to Rs. 2,00,000 which is in regards to warehouse taken on rent. The said agreement of rent is for shorter period i.e. 12 months therefore the same shall fall under the scope of exclusions of Ind AS 116 hence the security deposit will be recognised at cost and expense in relation to the same will be booked through Profit and Loss Account on straight line basis over the lease term.

Further, Deposit amounting to Rs.4,00,000 is in regards to machinery taken on rent and would also fall under the scope of exclusion therefore the same is also recognised at cost.



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## Note 7: Inventories

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2023 Amount (in lacs) |
|---|---|---|
| (As Valued & Certified by the Management) | | |
| Raw Material and Intermediates | 2,700.96 | 1,398.86 |
| Work-In-Progress | - | - |
| Finished Goods | 940.45 | 700.54 |
| Total | 3,641.41 | 2,099.40 |

## Note 8: Trade Receivables

Rs in Lacs

**As At 31.03.2025**

| Particulars | Outstanding for following periods from due date of payment | | | | | |
|---|---|---|---|---|---|---|
| | less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | more than 3 years | Total |
| Trade receivables | | | | | | |
| - Secured, Considered Good | - | - | - | - | - | - |
| - Unsecured, Considered Good | 2,433.4 | 625.15 | 2.35 | - | - | 3,060.95 |
| - Having significant increase in credit risk | - | - | - | - | - | - |
| - Credit impaired | - | - | - | - | - | - |
| Less: Allowance for bad and doubtful debt | - | - | - | - | - | - |
| **Total** | **2,433.45** | **625.15** | **2.35** | **-** | **-** | **3,060.95** |

**As At 31.03.2024**

| Particulars | Outstanding for following periods from due date of payment | | | | | |
|---|---|---|---|---|---|---|
| | less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | more than 3 years | Total |
| Trade receivables | | | | | | |
| - Secured, Considered Good | - | - | - | - | - | - |
| - Unsecured, Considered Good | 1,850.35 | 2.35 | - | - | - | 1,852.70 |
| - Having significant increase in credit risk | - | - | - | - | - | - |
| - Credit impaired | - | - | - | - | - | - |
| Less: Allowance for bad and doubtful debt | - | - | - | - | - | - |
| **Total** | **1,850.35** | **2.35** | **-** | **-** | **-** | **1,852.70** |

## Note 9: Cash & Cash Equivalents

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| Balance with scheduled banks in current accounts | - | 0.26 |
| Cash in hand | 6.72 | 8.38 |
| Fixed Deposits with Banks & Others (maturity less than 3 months) | - | - |
| Total | 6.72 | 8.64 |

## Note 10: Loans

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Unsecured, Considered good** | | |
| Labour, Staff Advance & Imprest | 5.89 | - |
| **Total** | **5.89** | **-** |

## Note 11: Other Financial Assets

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| Deposits with Banks | 50.07 | 25.35 |
| **Total** | **50.07** | **25.35** |

## Note 12: Other Current Assets

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| Balance with revenue authorities | 40.95 | 96.51 |
| Advance to Supplier for Capital Goods & Others | 805.72 | 223.67 |
| **Total** | **846.67** | **320.17** |

## Note 13: Equity Share Capital

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Authorised** | | |
| Equity Shares of Rs.10 each | 1,400 | 1,400 |
| Preference Shares of Rs. 100 each | - | - |
| **Issued , Subscribed & Paid up** | | |
| Equity Shares of Rs.10 each fully Paid-up | 1,222 | 901 |
| Preference Shares of Rs. 100 each fully Paid-up | - | - |
| **Total** | **1,222** | **901** |

The Company has one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The paid-up equity shares of the Company rank pari-passu in all respects including dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Convertible Preference Shares of Face value of Rs. 100/- on such terms and conditions including but not limited as to the rate of dividend, period and manner of redemption as the Board in its absolute discretion may determine for the purpose of agmenting the long term resource base of the company. The said prefernce shares have been converted into equity capital in the previous year 2023-24.





## Reconciliation of Number of Shares Outstanding

| Particulars | As At 31.03.2025 | | As At 31.03.2024 | |
|---|---|---|---|---|
| | Number | Amount (in lacs) | Number | Amount (in lacs) |
| **Equity Shares** | | | | |
| Shares outstanding at the beginning of the year | 9,011,222 | 901 | 6,010,000 | 601 |
| Shares Issued during the year | - | - | 3,001,222 | 300 |
| Shares bought back during the year | | | | |
| Shares outstanding at the end of the year | 9,011,222 | 901 | 9,011,222 | 901 |
| **Preference Shares** | | | | |
| Shares outstanding at the beginning of the year | - | - | 2,100,100 | 210 |
| Shares Issued during the year | - | - | - | - |
| Shares bought back during the year | - | - | - | - |
| Shares Converted into equity shares | - | - | 2,100,100 | 210 |
| Shares outstanding at the end of the year | - | - | - | - |

**Shares held by shareholders holding more than 5% shares**

| Name of Shareholder | As At 31.03.2025 | | As At 31.03.2024 | |
|---|---|---|---|---|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| Yash Tikekar | 5,880,050 | 48.11% | 5,880,050 | 65.25% |

## Note 14: Other Equity

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| A. Securities Premium | 4,372.30 | 666.83 |
| B. General Reserve | - | - |
| C. Surplus | 2,605.65 | 1,275.75 |
| D. OCI | 3.29 | 0.05 |
| **Total** | **6,981.24** | **1,942.63** |

## Note 15: Borrowings (Non Current)

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Secured** | | |
| From Banks | | |
| Term Loan- Bank of India | 647.50 | 805.22 |
| **Unsecured** | | |
| From Directors & Share Holders | 22.01 | 499.06 |
| From NBFC | 4.85 | 19.96 |
| **Total** | **674.36** | **1,324.24** |

Note- There is no borrowing measured at FVTPL or designated at FVTPL

### a. Nature of Security-

**From Banks**

The term loan taken from Bank of India is secured against the factory- Land, Building and Plant and Machinery, etc located at E-10 Lote Parashuram Industrial Zone MIDC, Tal –Khed, Ratnagiri 415722

**From Related Party**

a. The directors and shareholders of the Company have provided the aforesaid interest free loan to the Company in accordance with the provisions of the Companies Act 2013

b. The Company has not made default in terms of repayment to loan from banks and financial institutions.

## Note 16: Deferred Tax Laibility

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Deffered Tax Liabilities arising on account of:** | | |
| Depreciation and amortisation expenses | 11.35 | 10.40 |
| **Total** | **11.35** | **10.40** |

## Note 17: Borrowings (Current)

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Secured** | | |
| CC Account- Bank Of India | 1,286.91 | 896.20 |
| Working Capital Loans- Bank of India | 449.24 | - |
| Current maturities of term loan | 148.88 | 140.04 |
| **Total** | **1,885.03** | **1,036.24** |

Note- There is no borrowing measured at FVTPL or designated at FVTPL

CC account is secured against the Factory - Land, Building, Machinery located at E-10 Lote Parashuram Industrial Zone MIDC, Tal –Khed, Ratnagiri 415722 and also the Current assets of the company.

## Note 18: Trade Payables

Rs in lacs

**As at 31.03.2024**

| Particulars | Outstanding for following periods from due date of payment | | | | |
|---|---|---|---|---|---|
| | less than 1 year | 1-2 years | 2-3 years | more than 3 years | total |
| Trade Payable | | | | | |
| - MSME | - | - | - | - | - |
| - Other than MSME | 640.89 | - | - | - | 640.89 |
| - Disputed dues- MSME | - | - | - | - | - |
| - Disputed dues- other than MSME | - | - | - | - | - |
| - Others | - | - | - | - | - |
| **Total** | **640.89** | **-** | **-** | **-** | **640.89** |

**As at 31.03.2023**

| Particulars | Outstanding for following periods from due date of payment | | | | |
|---|---|---|---|---|---|
| | less than 1 year | 1-2 years | 2-3 years | more than 3 years | total |
| Trade Payable | | | | | |
| - MSME | - | - | - | - | - |
| - Other than MSME | 892.50 | - | - | - | 892.50 |
| - Disputed dues- MSME | - | - | - | - | - |
| - Disputed dues- other than MSME | - | - | - | - | - |
| - Others | - | - | - | - | - |
| **Total** | **892.50** | **-** | **-** | **-** | **892.50** |





## Note 19: Other Financial Liabilities

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2023 Amount (in lacs) |
|---|---|---|
| Employees Liability | 17.68 | 26.69 |
| **Total** | **17.68** | **26.69** |

## Note 20: Other Current Liabilities

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2023 Amount (in lacs) |
|---|---|---|
| Advance from customers | 0.23 | 39.50 |
| Duties and taxes | 32.62 | 17.27 |
| **Total** | **32.85** | **56.77** |

## Note 21: Short Terms Provisions

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2023 Amount (in lacs) |
|---|---|---|
| Provision for Income Tax | 271.51 | 189.91 |
| Provision for Gratuity | 0.20 | 0.02 |
| CSR payable | - | 2.39 |
| **Total** | **271.72** | **192.31** |

## Note 22: Revenue From Operation

Rs in lacs

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| **Gross Revenue** | | |
| Sale of Goods | 10,112.17 | 6,662.19 |
| Other Operating Revenue | 10.45 | 5.42 |
| **Total** | **10,122.62** | **6,667.60** |

## Note 23: Other Incomes

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Interest on FDR | 6.94 | 3.72 |
| Interest on Recurring Deposit | 0.98 | - |
| Interest on IT refund | - | 0.04 |
| Government Grants (Subsidy)* | 134.97 | - |
| **Total** | **142.89** | **3.76** |

**Note on account of government grant (subsidy) received-**

In pursuance to Ind AS 20 'Government Grants', it has been clarified that the standard rejects capital approach and prescribes only the income approach for the accounting of government grants. It has been stated that the government grant should be recognised as deferred income and shall be transferred to profit and loss over the useful life of the asset.

We being the manufacturing unit have requested for subsidy on plant and machinery which has been sanctioned by the District Industries Centre, Ratnagiri via letter dated 13-06-2024 mentionning the sanction amount and subsidy to be credited to our account annually.

The aforesaid amount of subsidy received is the annual amount of subsidy that has been received by us during the year under consideration and accordingly recognised in Profit and Loss Statement and the subsidy sanctioned will be credited to us on annual basis and therefore shall be recognised annually as specified in the Ind AS 20.

## Note 24: Cost of Material Consumed

Rs in lacs

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Raw Material at the Beginning of the Year | 1,398.86 | 561.84 |
| Add: Purchase during the year | 8,729.12 | 5,953.12 |
| Less: Raw Material at the End of the Year | 2,700.96 | 1,398.86 |
| **Total** | **7,427.02** | **5,116.10** |

## Note 25: Changes in Inventory of Finished Goods & Work In Progress

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Stock at the Beginning of the Year | 700.54 | 313.29 |
| Stock at the End of the Year | 940.45 | 700.54 |
| **Total** | **-239.91** | **-387.26** |

## Note 26: Employee Benefit Expenses

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Director's Remuneration | 99.65 | 36.00 |
| Salary to Staff | 17.75 | 23.37 |
| Gratuity | 2.31 | 2.05 |
| Contribution to Provident fund and ESIC | 2.25 | 7.76 |
| Staff Welfare | 1.99 | 3.19 |
| **Total** | **123.94** | **72.37** |

## Note 27: Finance Cost

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Bank Charges | 33.63 | 26.73 |
| Interest on Term Loan | 55.88 | 58.16 |
| Interest on CC and working capital Loan | 148.55 | 126.36 |
| Interest on Unsecured Loan | 2.83 | 20.30 |
| **Total** | **240.89** | **231.55** |



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## Note 28: Other Expenses

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Manufacturing Expenses | 308.36 | 207.82 |
| Factory Expenses | 202.92 | 100.26 |
| Insurance Expenses | 15.40 | 6.37 |
| IT Expenses | 3.72 | 2.40 |
| CSR Expenses | 7.00 | 2.39 |
| Legal and Professional Expenses | 92.05 | 19.46 |
| Office Expenses | 34.09 | 0.84 |
| Miscellaneous Expenses | 2.10 | 9.42 |
| Rent | 37.43 | 16.98 |
| Commission/Brokerage | 14.00 | - |
| Repair and Maintenance | 0.39 | 13.48 |
| NSDL Document Processing fees | 30.21 | - |
| Selling and Distribution Expense | 22.93 | 5.99 |
| | | |
| Auditor's Remuneration | | |
| Statutory audit Fees | 2.00 | 2.00 |
| **Total** | **772.58** | **387.40** |

# INDEPENDENT AUDITOR'S REPORT

To The Members of Indian Emulsifier Limited

## Report on the Consolidated Financial Statements

We have audited the consolidated financial statements of INDIAN EMULSIFIER LIMITED ("the Holding Company") and its subsidiary M/s Southers Emulsifiers Solutions Pty Ltd, which comprise the balance sheet as at 31st March 2025, and the statement of profit and loss, (statement of changes in equity) and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information therein

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit, (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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the other information. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard

## Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards 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 Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process

## Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidted 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:

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

b.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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls

c.Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management

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

e.Evaluate the overall presentation, structure and content of the consolidated 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 consolidated 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

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, have been specified in standalone financial statements

As required by section 143(3) of the Act, we report that:

(a) We have obtained all the information and the explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;

(b) In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of those books;

(c ) The Balance Sheet , statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;

(d) In our opinion, the Balance Sheet, Statement of profit and loss, and Cash flow Statement comply with the accounting standards referred to in section 133 of the companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 except for the Accounting Standard 15 on the Employee Benefits in as much as there is no acturial valuation of the Gratuity is made and also no provision is made for the leave encashment

(e) On the basis of written representations received from the Directors as on 31st March 2025 and taken on record by Board of Directors, we report that none of the directors is disqualified as on 31st March 2025 from being appointed as a director in terms of section 164(2) of the Companies Act, 2013;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report provided in the standalone financial statements

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

i) The Company does not have any pending litigations which would impact its financial position.

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

iii) There has no delay in transferring amounts, required to be transferred, to the investor education and protection fund by the Company.

iv) (a) The management has represented that, to the best of its knowledge and belief that no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

v) The Company has not declared any dividend during year

vi) The company has used such accounting software for maintaining its books of accounts which has the feature of recording audit trail (edit log facility) and the same has been operated throughout the year for all the transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for the record retention.

(h) With respect to the matters to be included in the Auditor's Report under section 197(16) of the Act, in our opinion and according to the information and explanation given to us, the managerial remuneration has been provided within the limit prescribed by Section 197 for maximum permissbile managerial remuneration.





# Consolidated Balance Sheet

as at 31st March 2025

| PARTICULARS | Note No. | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|---|
| **ASSETS** | | | |
| **Non Current Assets** | | | |
| a) Property Plant and Equipment | 4 | **1,898.03** | 1,721.55 |
| b) Capital work in progress | | **2,138.50** | 275.63 |
| c) Financial Assets | | | |
| i. Investments | 5 | - | - |
| ii. Other Financial Assets | 6 | **91.73** | 83.75 |
| **Total Non-Current Asset** | | **4,128.26** | 2,080.93 |
| **Current assets** | | | |
| a) Inventories | 7 | **3,641.41** | 2,099.40 |
| b) Financial Assets | | | |
| i. Trade receivables | 8 | **3,060.95** | 1,852.70 |
| ii. Cash and cash equivalents | 9 | **7.27** | 8.64 |
| iii. Loans | 10 | **5.89** | - |
| iv. Other Financial Asset | 11 | **50.07** | 25.35 |
| c) Other Current Assets | 12 | **846.67** | 320.17 |
| **Total Current Asset** | | **7,612.26** | 4,306.27 |
| **TOTAL ASSETS** | | **11,740.52** | 6,387.20 |
| **EQUITY AND LIABILITIES** | | | |
| **Equity** | | | |
| a) Equity Share Capital | 13 | **1,222.22** | 901.12 |
| b) Other Equity | 14 | **6,981.24** | 1,942.63 |
| **Total Equity** | | **8,203.47** | 2,843.75 |
| **Liabilities** | | | |
| **Non-current liabilities** | | | |
| a) Financial Liabilities | | | |
| i. Borrowings | 15 | **674.36** | 1,324.24 |
| b) Provisions | | **3.17** | 4.29 |
| c) Deferred Tax Liabilities (Net) | 16 | **11.35** | 10.40 |
| **Total Non-Current Liabilties** | | **688.88** | 1,338.94 |
| **Current Liabilities** | | | |
| a) Financial Liabilities | | | |
| i. Borrowings | 17 | **1,885.03** | 1,036.24 |
| ii. Lease Liabilities | | | |
| iii. Trade Payable | 18 | | |
| Total Outstanding dues of Micro Enterprises and Small Enterprises | | - | - |
| Total Outstanding dues of creditors other than dues to Micro and Small Enterprises | | **640.89** | 892.50 |
| iv. Other Financial Liabilities | 19 | **17.68** | 26.69 |
| b) Other Current Liabilities | 20 | **32.85** | 56.77 |
| c) Provisions | 21 | **271.72** | 192.31 |
| **Total Current Liabilties** | | **2,848.17** | 2,204.51 |
| **TOTAL EQUITY AND LIABILITIES** | | **11,740.52** | 6,387.20 |
| Significant accounting policies & other notes to accounts | 1 to 3 | | |
| See accompanying notes to the financial statements | | | |

**For Dave and Dave**
Chartered Accountants
FRN: 102163W

Sd/-
**CA Lilashankar Dave**
Partner
Membership No. 042889
Mumbai, 16th May 2025

**FOR INDIAN EMULSFIERS LIMITED**

**Yash Tikekar**
Director
DIN: 02206485

**Abhay Tikekar**
Director
DIN: 10425123

Mandeep Pandey
CFO

Ramraj Singh Thakur
Company Secretary

# Consolidated Profit and loss statement

for the year ended 31st March 2025

| Particulars | Refer Note No. | For the period ending March 31, 2025 Amount (in lacs) | For the period ending March 31, 2024 Amount (in lacs) |
|---|---|---|---|
| Revenue from operations | 22 | **10,122.62** | 6,667.60 |
| Other income | 23 | **142.89** | 3.76 |
| **Total Income** | | **10,265.51** | 6,671.36 |
| **Expenses** | | | |
| Cost of Material Consumed | 24 | **7,427.02** | 5,116.10 |
| Change in Inventory of Finished Goods & W.I.P | 25 | **-239.91** | -387.26 |
| Employee Benefit Expense | 26 | **123.94** | 72.37 |
| Finance Cost | 27 | **240.89** | 231.55 |
| Depreciation and amortization expense | 4 | **222.52** | 168.84 |
| IPO Related Expenses | | **77.10** | - |
| Other Expenses | 28 | **772.58** | 387.40 |
| **Total Expenses** | | **8,624.16** | 5,589.01 |
| **Profit Before Tax and Exceptional Items and tax** | | **1,641.35** | 1,082.35 |
| **Exceptional Items** | | **-** | - |
| **Profit Before Tax** | | **1,641.35** | 1,082.35 |
| Tax expense: | | | |
| Current tax | | **299.26** | 196.79 |
| Deferred tax | | **0.95** | 3.19 |
| Earlier Year Tax | | **11.24** | - |
| **Profit For the Year** | A | **1,329.90** | 882.37 |
| **Other Comprehensive Income** | | | |
| **Items that will not be reclassified to profit or loss** | | | |
| (i) Remeasurement of gains/ (loss) on the defined benefit plans | | **3.24** | 0.08 |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | | **-** | - |
| **Total Other Comprehensive Income** | B | **3.24** | 0.08 |
| **Total Comprehensive Income** | (A+B) | **1,333.14** | 882.45 |
| **Earnings per equity share:** | | | |
| (1) Basic | | **11.40** | 12.41 |
| (2) Diluted | | **9.35** | 12.00 |

Significant Accounting Policies & Other Notes to Accounts 1 to 3

See accompanying notes to financial statements

**For Dave and Dave**
Chartered Accountants
FRN: 102163W

Sd/-
**CA Lilashankar Dave**
Partner
Membership No. 042889
Mumbai, 16th May 2025

**FOR INDIAN EMULSFIERS LIMITED**

**Yash Tikekar**
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Director
DIN: 10425123

Mandeep Pandey
CFO

Ramraj Singh Thakur
Company Secretary





# Consolidated Cash Flow Statement

for the year ended 31st March 2025

| | | Amount in lacs 31.03.2025 | | Amount in lacs 31.03.2024 |
|---|---|---|---|---|
| A.Cash Flow From Operating Activites | | | | |
| Profit / (Loss) Before Tax | | 1,644.59 | | 1,082.44 |
| Adjusted for : | | | | |
| Depreciation | 222.52 | | 168.84 | |
| IPO fees | 77.10 | | | |
| Interest Income | -7.93 | | -3.72 | |
| Finance Cost | 240.89 | 532.59 | 231.55 | 396.67 |
| Operating Profit Before Working Capital Changes | | 2,177.18 | | 1,479.11 |
| Changes In : | | | | |
| Inventories | -1,542.01 | | -1,224.28 | |
| Trade Receivables | -1,208.25 | | -1,047.72 | |
| Other Current Assets | -532.38 | | 76.41 | |
| Other Financial Assets (Current) | -24.72 | | 47.53 | |
| Other Financial Assets (Non-Current) | -7.98 | | -81.25 | |
| Trade Payables | -251.60 | | 801.78 | |
| Other financial liabilities | -9.01 | | 10.49 | |
| Other Current Liabilities | -53.87 | | 49.31 | |
| Other Non- Current Liabilities | -1.12 | -3,630.94 | 1.96 | -1,365.78 |
| Cash Generated From Operation | | -1,453.76 | | 113 |
| Direct Taxes Paid | | -201.15 | | -78 |
| Net Cash From Operating Activites | (A) | -1,654.91 | (A) | 35 |
| B. Cash Flow From Investing Activites | | | | |
| Purchase of Fixed Assets | | -2,261.87 | | -894.04 |
| Investment Made | | - | | - |
| Proceeds from investment redeemed | | - | | 5.45 |
| Borrowings- short term loan taken | | 848.79 | | 168.51 |
| Loan Repaid | | -649.88 | | - |
| Interest Paid | | -240.89 | | -231.55 |
| IPO Fees | | -77.10 | | |
| Loan Taken | | - | | 161.53 |
| Net Cash From Investing Activites | (B) | -2,380.96 | (B) | -790.09 |
| C. Cash Flow From Financing Activites | | | | |
| Interest Income | | 7.93 | | 3.72 |
| Share Capital Infused | | 4,026.57 | | 756.94 |
| Net Cash From Financing Activites | (C) | 4,034.50 | (C) | 760.66 |
| Net Increase / (Decrease) in cash & | | -1.37 | | 5.89 |
| Cash Equivalents (A+B+C) | | | | |
| Cash & Cash Equivalents As at beginning of year | | 8.64 | | 2.75 |
| Cash & Cash Equivalents As at end of the year | | 7.27 | | 8.64 |

a) The Cash flow has been prepred under the "Indirect Method" as set out in Indian Accounting Standard- 3 on Cash Flow Statement notified by the Companies (Accounting Standard) Rules.

b) Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activites.

Note- For the year under consideration the company has raised money from its listing on the Stock Exchange. The money was raised for the purpose of expansion of business and the installation of new modern machineries. As a result of this deployment of funds the cash flow from the operating activities is showing negative balance as business activity expanded whereas the same was funded by the positive cash flow from the share capital raised shown in financing activity

The accompanying notes are an integral part of the financial statements.
As per our Report of Even Date

**For Dave and Dave**
Chartered Accountants
FRN: 102163W

Sd/-
**CA Lilashankar Dave**
Partner
Membership No. 042889
Mumbai, 16th May 2025

**FOR INDIAN EMULSFIERS LIMITED**

**Yash Tikekar**
Director
DIN: 02206485

**Abhay Tikekar**
Director
DIN: 10425123

Mandeep Pandey
CFO

Ramraj Singh Thakur
Company Secretary

# Statement of Changes in Equity

for the period ended 31st March 2025

Amount in Lacs

## A. Share Capital

| Particulars | Equity Share Capital | Preference Share Capital |
|---|---|---|
| As on 1st April 2023 | 601 | 210 |
| Changes in Share Capital | 300 | -210 |
| As on 31st March 2024 | **901** | - |
| Changes in Share Capital | 321 | - |
| As on 31st March 2025 | **1,222** | - |

## B. Other Equity

| Particular | Reserve and Surplus | | | | Items of Other Comprehensive Income | Total |
|---|---|---|---|---|---|---|
| | Security Premium | General Reserve | Reserve for Preference Share | Retained Earning | Remeasurement of net defined benefit Plans | |
| Balance at 1st April 2024 | 666.83 | - | - | 1,275.75 | 0.05 | 1,942.63 |
| Changes in accounting policy or prior period errors | - | | | | | |
| Additions during the year | 3,917.42 | - | - | - | - | 3,917.42 |
| Restated balance at the beginning of the reporting period, | - | - | - | - | - | - |
| Profit for the year | - | - | - | 1,329.90 | 3.24 | 1,333.14 |
| Other Comprehensive Income for the year | - | - | - | - | - | - |
| Transfer in retained earnings | - | - | - | - | - | - |
| Expenses Related to issuance of equity* | -211.95 | - | - | - | - | -211.95 |
| **Balance as at March 31, 2025** | **4,372.30** | **-** | **-** | **2,605.65** | **3** | **6,981.24** |

### Note-

Paragraph 37 of Ind AS 32 Financial Instruments requires that the transaction costs of an equity transaction are accounted for as deduction from equity to the extent they are incremental cost directly attributable to the equity transaction that otherwise ould have been avaoided

Underwriting fees is one of the transaction costs that are directly attributable to the equity transaction and according to Ind AS 32 it has been clarified that the said costs should be deducted from the equity and therefore the expenses amounting to Rs.2,11,95,000/- should be deducted from equity

| Particular | Reserve and Surplus | | | | Items of Other Comprehensive income | Total |
|---|---|---|---|---|---|---|
| | Security Premium | General Reserve | Reserve for Preference Share | Retained Earning | Remeasurement of net defined benefit Plans | |
| Balance at 1st April 2023 | - | - | - | 393.38 | -0.04 | 393.34 |
| Changes in accounting policy or prior period errors | - | | | | | - |
| Restated balance at the beginning of the reporting period, | 666.83 | - | - | - | - | 666.83 |
| Profit for the year | - | - | - | - | - | - |
| Other Comprehensive Income for the year | - | - | - | 882.37 | 0.08 | 882.45 |
| Transfer in retained earnings | - | - | - | - | - | - |
| Any other change to be specified( Ind AS Adjustment) | - | - | - | - | - | - |
| **Balance as at March 31,2024** | **666.83** | **-** | **-** | **1,275.75** | **0** | **1,942.63** |





# Notes to the Consolidated Financial Statements

for the year ended 31st March 2025

## 1 BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

a) The Financial statements have been prepared under the historical convention and on the accounting principles of going concern. Accounting policies not specifically referred to otherwise are in accordance with the generally accepted accounting principles and materially comply with the mandatory Ind AS issued by the Institute of Chartered Accountants of India.

b) The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of financial statements and reported amount of income and expenses during the year. The management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Future results could differ from these estimates.

c) The Company follows mercantile system of accounting and recognises significant items of income and expenditure on accrual basis.

d) The company is complying with the Indian Accounting-Standards (Ind-AS) issued by the ICAI, as per the requirements of the Companies Act, 2013.

First Time Adoption of Ind AS

In accordance with the Companies (Indian Accounting Standards), Rules 2015 of the Companies Act 2013, read with Section 133 of the Companies Act 2013, the Company adopted the Indian Accoutng Standards (Ind AS) for preparation of its financial statements with effect from 1st April 2024

## I PROPERTY PLANT AND EQUIPMENT

a) Expenditure of capital nature are capitalized at cost comprising of purchase price (net of GST, rebates and discounts) and any other cost which is directly attributable to bring the assets to its working condition for the intended use. All Property, plant & Equipments are carried at cost less depreciation. But when an asset is scraped or otherwise disposed off, the cost and related depreciation are written off from the books of accounts and resultant profit or loss, if any is reflected in profit and loss account. The Company capitalized Inward Freight of Capital Asset at the end of month.

## II DEPRECIATION

The charge in respect of depreciation is derived after estimating the asset's expected useful life and the expected residual value at the end of its life. The depreciation method, useful lives and residual values of the Company's assets are estimated by the management at the time the asset is acquired and reviewed at financial year end.

Depreciation has been provided on the method and at the rates in the manner prescribed in schedule II to the Companies Act. 2013,

## III FOREIGN EXCHANGE TRANSACTIONS

a) All the Monetary assets and liabilities in foreign currencies are translated in Indian rupees at the exchange rates prevailing at the Balance Sheet date as notified. The resultant gain / loss are accounted for in the Profit & Loss account.

b) The outstanding foreign exchange transactions are stated at the prevailing exchange rate as on the date of balance sheet.

c) Items of Income and expenditure relating to foreign exchange transactions are recorded at exchange rates prevailing on the date of the transactions.

## IV INVENTORY VALUATION

a) Stock of raw materials, stores & spares are valued at lower of purchase cost or net realizable value.

b) Finished goods are valued at cost of production or net realisable value whichever is less. Cost for the purpose of valuation includes raw material consumption, manufacturing expenses and other appropriate overheads there on in accordance with IND AS-2 issued by ICAI

## V REVENUE RECOGNITION

a) **Sales**

Revenue on Sale of is recognized on the basis of dispatches from factory gates.

b) **Interest Income**

Interest income is recognized as it accrues on a time proportion basis taking in to account the amount of investment and rate applicable.

## VI GST

Liabilities for GST occur and accounted for as when the materials get dispatched.

## VII IMPAIRMENT OF ASSETS

At the end of each year, the company determines whether a provision should be made for impairment loss on fixed assets by considering the indications that impairment loss may have occurred and where the recoverable amount of any fixed asset is lower than the carrying amount, a provision for impairment loss on fixed assets is made for the difference. Recoverable amount is generally measured using discounted estimated cash flows. Post impairment, depreciation is provided on the revised carrying value of asset over its remaining useful life. Management is of the view that no such assets exists in the Company.

## VIII TAXATION

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax for timing difference between the book profits and tax profits is recognized using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date. Deferred tax assets arising from the timing differences are recognized to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

## IX EARNING PER SHARE

Basic EPS is calculated by dividing the net profit 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 the year is adjusted for events of bonus issue and share split.

For the purpose of calculating Diluted Earnings per Share, the Net Profit for the year attributable to Equity Shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effect of all dilutive potential equity shares. The Company does not have any diluted equity shares at the year end.

## X PROVISION AND CONTIGENCIES

A Provision is recognized when the company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (including retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not recognized in profit & loss account but are disclosed in Notes to the Accounts.

## XI BORROWING COST

Borrowing Cost that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A Qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

## XII CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past of future cash receipts and payments. The cash flows from operating, investing and financing activities of the Company are segregated.

## XIII RETIREMENT AND OTHER EMPLOYEE BENEFITS

**1. Gratuity**

The Company provides for the gratuity of defined benefit retirement plan covering qualifying employees. The plan provides for lump sum payments to employees upon death while employment or on separation from employment after serving for the stipulated period mentioned under The Payment of Gratuity Act, 1972





# 1.2 Details of defined benefit plans as per actuarial valuation:

Rs. in Lacs

### Table 1: Assets and Liabilities

| Particulars | 31-Mar-2025 | 31-Mar-2024 |
|---|---|---|
| Defined Benefit Obligation | 3.37 | 4.31 |
| Fair Value Of Plan Assets | - | - |
| Effect of Assets Ceiling if any | - | - |
| **Net Liability(Asset)** | **3.37** | **4.31** |

### Table 2: Bifurcation Of Liability

| Particulars | 31-Mar-2025 | 31-Mar-2024 |
|---|---|---|
| Current Liability | 0.20 | 0.02 |
| Non-Current Liability | 3.17 | 4.29 |
| **Net Liability(Asset)** | **3.37** | **4.31** |

### Table 3: Income/Expenses Recognized during the period

| Particulars | 31-Mar-2025 | 31-Mar-2024 |
|---|---|---|
| Employee Benefit Expense | 2.31 | 2.05 |
| Other Comprehensive Income | 3.24 | -0.08 |

### 3.1: Funded status of the plan

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| Present value of unfunded obligations | 3.37 | 4.31 |
| Present value of funded obligations | - | - |
| Fair value of plan assets | - | - |
| **Net Defined Benefit Liability/(Assets)** | **3.37** | **4.31** |

### 3.2: Profit and loss account for the period

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| Service cost: | | |
| Current service cost | 1.99 | 1.88 |
| Past service cost | - | - |
| loss/(gain) on curtailments and settlement | - | - |
| Net interest cost | 0.31 | 0.17 |
| **Total included in 'Employee Benefit Expenses/(Income)** | **2.31** | **2.05** |

### 3.3: Other Comprehensive Income for the period

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| **Components of actuarial gain/losses on obligations:** | | |
| Due to Change in financial assumptions | 0.17 | 0.10 |
| Due to change in demographic assumption | - | - |
| Due to experience adjustments | 3.41 | (0.19) |
| Return on plan assets excluding amounts included in interest income | - | - |
| **Amounts recognized in Other Comprehensive (Income)/Expense** | **3.24** | **(0.08)** |

### 3.4: Reconciliation of defined benefit obligation

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| Opening Defined Benefit Obligation | 4.31 | 2.34 |
| Transfer in/(out) obligation | - | - |
| Current service cost | 1.99 | 1.88 |
| Interest cost | 0.31 | 0.17 |
| Components of actuarial gain/losses on obligations: | | |
| Due to Change in financial assumptions | 0.17 | 1.00 |
| Due to change in demographic assumption | - | - |
| Due to experience adjustments | (3.41) | (0.19) |
| Past service cost | - | - |
| Loss (gain) on curtailments | - | - |
| Liabilities extinguished on settlements | - | - |
| Liabilities assumed in an amalgamation in the nature of purchase | | |
| Exchange differences on foreign plans | | |
| Benefit paid from fund | - | - |
| Benefits paid by company | - | - |
| **Closing Defined Benefit Obligation** | **3.37** | **4.31** |

### 3.5: Reconciliation of plan assets

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| Opening value of plan assets | - | - |
| Transfer in/(out) plan assets | - | - |
| Expenses deducted from assets | - | - |
| Interest Income | - | - |
| Return on plan assets excluding amounts included in interest income | - | - |
| Assets distributed on settlements | - | - |
| Contributions by Employer | - | - |
| Contributions by Employee | - | - |
| Exchange differences on foreign plans | - | - |
| Benefits paid | - | - |
| **Closing value of plan assets** | **-** | **-** |

### 3.6: Reconciliation of Net Defined Benefit Liability/(Assets)

| Particulars | 31-Mar-2025 (12 months) | 31-Mar-2024 (12 months) |
|---|---|---|
| | Rs. | Rs. |
| Net opening provision in books of accounts | 4.31 | 2.34 |
| Transfer in/(out) obligation | - | - |
| Transfer (in)/out plan assets | - | - |
| Employee Benefit Expense as per 3.2 | 2.31 | 2.05 |
| Amounts recognized in Other Comprehensive (Income)/Expense | -3.24 | -0.08 |
| | 3.37 | 4.31 |
| Benefits paid by the Company | - | - |
| Contributions to plan assets | - | - |
| **Closing provision in books of accounts** | **3.37** | **4.31** |





### 3.7: Sensitivity to key assumptions

| Particulars | 31-Mar-2025 | 31-Mar-2024 |
|---|---|---|
| **Discount rate Sensitivity** | | |
| Increase by 0.5% | 3.18 | 4.07 |
| (% change) | -5.61% | -5.65% |
| Decrease by 0.5% | 3.58 | 4.58 |
| (% change) | 6.19% | 6.22% |
| **Salary growth rate Sensitivity** | | |
| Increase by 0.5% | 3.55 | 4.51 |
| (% change) | 5.30% | 4.70% |
| Decrease by 0.5% | 3.20 | 4.11 |
| (% change) | -5.24% | -4.73% |
| **Withdrawal rate (W.R.) Sensitivity** | | |
| W.R. x 110% | 3.32 | 4.26 |
| (% change) | -1.46% | -1.18% |
| W.R. x 90% | 3.42 | 4.36 |
| (% change) | 1.47% | 1.05% |

### Risks associated with Defined Benefit Obligation

**A. Actuarial Risk:**
It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:
Adverse Salary Growth Experience: Salary hikes that are higher than the assumed salary escalation will result into an increase in Obligation at a rate that is higher than expected.
Variability in mortality rates: If actual mortality rates are higher than assumed mortality rate assumption then the Gratuity Benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.
Variability in withdrawal rates: If actual withdrawal rates are higher than assumed withdrawal rate assumption then the Gratuity Benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

**B. Investment Risk:**
For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter- valuation period.

**C. Liquidity Risk:**
Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cashflows.

**D. Market Risk:**
Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/ government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

**E. Legislative Risk:**
Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

## NOTE TO ACCOUNTS : 2

### 1) CONTINGENT LIABILITIES NOT PROVIDED FOR

| | AS AT 31ST MARCH 2025 | AS AT 31ST MARCH, 2024 |
|---|---|---|
| | Nil | Nil |

### 2) Amounts due to Small Scale Industrial undertakings and Micro, Small and Medium Enterprises

Based on the information and records available with the Company, no amounts are payable to small scale industrial undertakings as at March 31, 2025, which are outstanding for more than 30 days.

Disclosure under Micro, Small and Medium Enterprises Development (MSMED) Act 2006*

| Sr NO | Particulars | Amount |
|---|---|---|
| 1 | Delayed payments due as at the end of each accounting year on account of principal | NIL |
| 2 | Total interest paid on all delayed payments during the year under the provision of the act | NIL |
| 3 | Interest due on principal accounts paid beyond the due date during the year but without the interest amounts under this act | NIL |
| 4 | Interest accrued but not due | NIL |
| 5 | Total interest due but not paid | NIL |

* The company is in the process of compiling information on Micro, Small & Medium Enterprises under the Micro, Small & Medium Enterprises Act, 2006, and does not expect any material disclosures there under.

### 3 Earnings Per Share

Rs in Lacs

| Particulars | 3/31/2025 | 3/31/2024 |
|---|---|---|
| Net Profit/ (Loss) as per Profit & Loss Account | Rs. 1,333.14 | Rs. 882.45 |
| Weighted average number of equity shares outstanding during the year | 122 | 90 |
| **Earnings Per Share** | **11.40** | **12.41** |

### 4 Deffered Taxes

| Particulars | 3/31/2025 | 3/31/2024 |
|---|---|---|
| Difference between book depreciation and depreciation under Income-tax Act, 1961 | Rs. 5.52 | Rs. 18.61 |
| **Deffered Tax Liability ( 17.16% )** | **Rs 0.95** | **Rs. 3.19** |





### 5 Auditor's remuneration

The Auditor's remuneration paid and provided during the year is as under:

| Particulars | 3/31/2025 | 3/31/2024 |
|---|---|---|
| Statutory Audit Fees | Rs. 1.25 | Rs. 1.25 |
| Tax Audit Fees | Rs. 0.75 | Rs. 0.75 |
| **Total** | **Rs. 2.00** | **Rs. 2.00** |

### 6 Related Party Disclosure

| List of Related Party | Relation |
|---|---|
| **(i) Key Management Personnel** | |
| Mr. Yash Tikekar | Director |
| Mr. Abhay Tikekar | Director |
| **(ii) Associate Concern** | |
| Chemical Brothers Private Limited | Associate Concern |
| YST Life Sciences Private Limited | Associate Concern |
| YST Surfactants Private Limited | Associate Concern |
| VRT Enterprises Private Limited | Associate Concern |

| **Related Party Transaction:** | Rs in Lacs<br>**2024-25** | **2023-24** |
|---|---|---|
| **a) Key Management Personnel** | | |
| 1. Remuneration paid to Yash Tikekar | 48.00 | 36.00 |
| Unsecured Loan Taken | 72.14 | 131.97 |
| Unsecured Loan Repaid | 295.01 | 0.31 |
| **Balance Outstanding At The End Of Year** | | |
| Unsecured Loan | 20.44 | 243.31 |
| Remuneration Payable | - | 18.90 |
| 2. Remuneration paid to Abhay Tikekar | 48.50 | - |
| **Balance Outstanding At The End Of Year** | | |
| Advance Paid | 4.60 | |
| **b) Transaction with YST Lifesciences Pvt Ltd** | | |
| Sales | 57.17 | 457.89 |
| Purchases | 58.63 | 159.64 |
| Technical Fees | - | - |
| **Balance Outstanding At The End Of Year** | | |
| Trade Payables | 0.004 | - |
| Trade Receivable | - | 0.43 |
| **c) Transaction with Chemical Brothers Enterprises Pvt Ltd** | | |
| Sales | 1,091.75 | 988.35 |
| Purchases | 125.69 | 398.63 |
| Warehouse Rent | 4.80 | - |
| Office Rent | 6.00 | - |
| **Balance Outstanding At The End Of Year** | | |
| Advances to suppliers | - | - |
| Trade Receivable | 206.87 | 0.32 |

| | | |
|---|---|---|
| **d) Transaction with VRT Enterprises Pvt Ltd** | | |
| Unsecured Loan Taken | 18.01 | 310.04 |
| Unsecured Loan Repaid | 272.28 | 335.25 |
| **Balance Outstanding At The End Of Year** | | |
| Unsecured Loan | 1.48 | 255.76 |
| Advances to Supliers | | |
| **e) Transaction with YST Surfactants Pvt Ltd** | | |
| | | |
| Purchases | 3.72 | 3.72 |
| **Balance Outstanding At The End Of Year** | | |
| Trade Payable | 2.19 | 2.19 |

4) Previous Years figures have been regrouped and reclassified wherever necessary to confirm current years classification & groupings.

5) Balances of Sundry Creditors and Loans & Advances are subject to confirmation.





## Annual Report on Corporate Social Responsibility (CSR) Activities [Pursuant to clause (o) of sub section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014

### Company's CSR Policy

**1 A brief outline of the Company's CSR Policy**

Indian Emulsifiers Limited firmly believes that it has a commitment to all its stakeholders, customers, employees and the community in which it operates and it can fulfill this commitment only by sustainable and inclusive growth. The Company aims to improve quality of life through its positive intervention in the community. The Company's key CSR initiatives are undertaken with a long term view and are sustainable having a long term benefits to the society at large which do not results in business benefits

**2 Composition of CSR Committee**

a) Vaishali Dipen Tarsariya- Chairman

b) Yash Tikekar- Member

c)- Rajaram Gordhanlal Agarwal- Member

**3 Average Net Profit of the Company for the last three financial years**

Average Net Profit of the Company for the last three financial years is Rs.5,19,68,566.

**4 Prescribed CSR expenditure (2% of the amount as in ite no 3 above)**

The Company was required to spend Rs.10,39,371 based on the average net profit mentioned in item no 3 above

**5 Details of CSR spent during the financial year**

i. Total amount spent by the Company for the financial year is Rs.7,00,000.

ii. Amount unspent: Out of the prescribed CSR expenditure of Rs.10.39 lacs for FY 2024-25, Rs. 7 lacs was utilised due to limited availability of the sustainable programs of projects which meet the vision of the Company. The company has been continuously and persistently exploring novel opportunities and possibilities in the form of sustainanble programs or projects for CSR activities to create larger social impact and positive changes in the lives of the community

**6 Manner in which the amount spent during the financial year is detailed below**

Rs. In Lacs

| Sno | CSR Activity/ Project | Sector under which project is covered | Location of project | Amount spent | Amount spent: Direct or throught any agency |
|---|---|---|---|---|---|
| 1 | Promote awareness Medical and Educational Programs | Medical and educational activity | Maharashtra ad Gujrat | 7.00 | Through Anvi Medical and Educational Foundation |

**7 Responsibility Statement**

The CSR Committee confirms that the implementation and monitoring of CSR activities of the Company are in compliance with the CSR ojectives and CSR policy of the Company

## NOTE 3(7) : ADDITIONAL REGULATORY INFORMATION

With Regard to the Additional Regulatory Information as mandated under the Companies Act the following disclosures are made :

a The funds borrowed by the Company from Banks and financial institutions have been used for the specific purpose for which they were raised

b The Company does not have any Benami property, and no proceeding has been initiated or is pending against the Company for holding any Benami property.

c 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) title deeds are held in the name of the company and Company is the sole owner of these immovable properties

d The Company has not revalued its Property, Plant and Equipments during the year.

e The Company has not granted any loans or advances to promoters, directors, KMPs or Related Parties either severally or jointly

f There is capital asset in progress as at the date of the balance sheet and whose ageing schedule is as follows-

Rs In Lacs

| CWIP | Amount in CWIP for a period of | | | | Total |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 Years | More than 3 years | |
| Projects in progress | 2,007.67 | 130.84 | - | - | 2,138.50 |
| Projects temporarily suspended | - | - | - | - | - |

g The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

h The Company does not have any transactions with companies struck off

i The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period

j The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

k The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

l The Company has not issued any such type of security for a specific purpose

m The Company has not proposed or declare dividend during the year

**For Dave and Dave**
Chartered Accountants
FRN: 102163W

Sd/-
**CA Lilashankar Dave**
Partner
Membership No. 042889
Mumbai, 16th May 2025

**FOR INDIAN EMULSFIERS LIMITED**

**Yash Tikekar**
Director
DIN: 02206485

**Abhay Tikekar**
Director
DIN: 10425123

Mandeep Pandey
CFO

Ramraj Singh Thakur
Company Secretary





## Note No.(n) Ratio Analysis

| Sno | Ratios | 2024-25 | 2023-24 | variation | Ratio Formulae | Remarks |
|---|---|---|---|---|---|---|
| 1 | **Current Ratio** | **2.67** | **1.95** | **37%** | Current Assets / Current Liabilities | Current Ratio of the company has been healthy all throughout the years and above the industry-wide accepted ratio of 1.33 times. The company is expected to better the said ratio in the coming years with better working capital management and better product mix |
| | **Current Asset** | 7,612 | 4,306 | | | |
| | **Current Liabilities** | 2,848 | 2,205 | | | |
| 2 | **Debt-Equity Ratio** | **0.08** | **0.47** | **-82%** | Long Term Debt / Equity Shareholders Fund | The company has been able to reduce the debt burden of the company consistently all throughout the years. With higher equity infusion and better profitability in the coming years the ratio is expected to be improving further more as well |
| | Debt | 674 | 1,324 | | | |
| | Equity | 8,203 | 2,844 | | | |
| 3 | **Debt Service Coverage Ratio** | **3.12** | **1.12** | **179%** | Earnings Available for debt service / Debt Service | Higher Profitability of the company and consistent endeavour of the company to reduce the debt burden in the financials resulted in the better servicing of the Debt. |
| | Earnings Available for Debt Service | 2,104.77 | 1,482.74 | | | |
| | Debt Service | 674.36 | 1,324.24 | | | |
| 4 | **Return on Equity** | **16.25%** | **31.03%** | **-48%** | Profit after Tax / Equity Shareholders Fund | Increase in the equity infusion in the company resulted in reducing the return on equity. Despite the fact that profitability of the company has increased in the current year the higher the capital base resulted in the declining ratio as compared to the earlier years. The company however shall be endeavouring to achive a meaningful increase in the return on the capital base in the coming quarters by focusing on the higher profitability |
| | Net Profit after tax | 1,333 | 882 | | | |
| | Average Shareholders equity | 8,203 | 2,844 | | | |
| 5 | **Inventory Turnover Ratio** | **2.04** | **2.44** | **-16%** | Cost of Goods Sold / Inventory | NIL |
| | Cost of Goods Sold | 7,427 | 5,116 | | | |
| | Inventory | 3,641 | 2,099 | | | |
| 6 | **Trade Receivable Turnover Ratio** | **4.12** | **5.02** | **-18%** | Credit Sales / Trade Receivables | NIL |
| | Net Credit Sales | 10,123 | 6,668 | | | |
| | Average Trade Receivables | 2,457 | 1,329 | | | |
| 7 | **Trade Payable Turnover Ratio** | **11.39** | **12.11** | **-6%** | Credit Purchase / Trade Payables | NIL |
| | Net Credit Purchases | 8,729 | 5,953 | | | |
| | Average Trade Payables | 767 | 492 | | | |

| | | | | | | |
|---|---|---|---|---|---|---|
| 8 | **Net Capital Turnover Ratio** | **2.12** | **3.17** | **-33%** | Revenue from operations / Working Capital | Higher capital base in the current year resulted in the declining ratio. As company has kept a higher level of inventory to meet the market needs the working capital of the company has increased considerably in the current reporting period resulted in the higher capital base. In the coming quarters as the market conditions normalise the ratio shall improve significantly in the coming quarters |
| | Net sales | 10,123 | 6,668 | | | |
| | Working Capital | | | | | |
| | Current Assets | 7,612 | 4,306 | | | |
| | Current Liabilities | 2,848 | 2,205 | | | |
| | | 4,764 | 2,102 | | | |
| 9 | **Net Profit Ratios** | **13.17%** | **13.23%** | **-0%** | Net Profit / Turnover | NIL |
| | **Net Profit after tax** | 1,333 | 882 | | | |
| | **Net Sales** | 10,123 | 6,668 | | | |
| 10 | **Return on Capital Employed** | **22.94%** | **46.20%** | **-50%** | Earning before Interest and Tax / Capital Employed | Hihger Capital infusion resulted in the decline ratio despite the fact that profitability of the company increased significantly. Also the ratio is one of the best in the industry and the company shall strive to maintain the said percentage in the coming quarters as well |
| | **Earning Before Interest and Tax** | 1,882 | 1,314 | | | |
| | **Capital Employed** | | | | | |
| | Share Capital | 1,222 | 901 | | | |
| | Reserves and Surplus | 6,981 | 1,943 | | | |
| | | 8,203 | 2,844 | | | |
| 11 | **Return on Investments** | **11.36%** | **13.82%** | | Profit after Tax / Total Assets | Higher Profitability due to the beter product mix resulted in the better ratios |
| | Profit After Tax | 1,333 | 882 | | | |
| | Total Assets | 11,741 | 6,387 | | | |





## Note 4 : Property, Plant and Equipments

Amount in Lacs

| Particulars | Land | Building | Plant and Machinery | Office Equipments (Incl Computer and Laptop) | Furniture & Fixtures | Total |
|---|---|---|---|---|---|---|
| **Gross Carrying Value as on April 1, 2024** | **182.69** | **712.89** | **1,118.86** | **10.63** | **4.38** | **2,029.45** |
| Additions | - | 144.79 | 250.69 | 1.89 | 1.62 | 399.00 |
| Adjustments/ Transfer | | | | | | - |
| Deletions | | | | | | - |
| **Gross Carrying Value as on March 31, 2025** | **182.69** | **857.68** | **1,369.55** | **12.52** | **6.00** | **2,428.45** |
| | | | | | | |
| **Accumulated depreciation as on April 1, 2024** | **-** | **84.99** | **216.24** | **5.56** | **1.12** | **307.90** |
| Depreciation | - | 63.23 | 155.76 | 2.50 | 1.04 | 222.52 |
| Accumulated depreciation on deletions | | | | | | - |
| **Accumulated depreciation as on March 31, 2025** | **-** | **148.22** | **372.00** | **8.05** | **2.15** | **530.42** |
| | | | | | | |
| **Carrying Value as at April 1, 2024** | 182.69 | 627.90 | 902.62 | 5.08 | 3.27 | 1,721.55 |
| **Carrying Value as at March 31, 2025** | 182.69 | 709.46 | 997.56 | 4.47 | 3.85 | 1,898.03 |

| Particulars | Land | Building | Plant and Machinery | Office Equipments (Incl Computer and Laptop) | Furniture & Fixtures | Total |
|---|---|---|---|---|---|---|
| **Gross Carrying Value as on April 1, 2023** | **182.69** | **398.10** | **821.78** | **6.39** | **2.09** | **1,411.05** |
| Additions | | 314.79 | 297.08 | 4.24 | 2.30 | 618.41 |
| Adjustments/ Transfer | | | | | | - |
| Deletions | | | | | | - |
| **Gross Carrying Value as on March 31, 2024** | **182.69** | **712.89** | **1,118.86** | **10.63** | **4.38** | **2,029.45** |
| | | | | | | |
| **Accumulated depreciation as on April 1, 2023** | **-** | **46.54** | **88.73** | **3.44** | **0.35** | **139.06** |
| Depreciation | | 38.44 | 127.51 | 2.12 | 0.77 | 168.84 |
| Accumulated depreciation on deletions | | | | | | - |
| **Accumulated depreciation as on March 31, 2024** | **-** | **84.99** | **216.24** | **5.56** | **1.12** | **307.90** |
| | | | | | | |
| **Carrying Value as at April 1, 2023** | **182.69** | **351.56** | **733.04** | **2.96** | **1.74** | **1,271.99** |
| **Carrying Value as at March 31, 2024** | **182.69** | **627.90** | **902.62** | **5.08** | **3.27** | **1,721.55** |

# NOTE FORMING PART OF THE BALANCE SHEET

## Note 5: Investments

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Investment in Equity Instruments** | | |
| Equity Instruments | - | - |
| **Total** | - | - |
| Aggregate amount of Quoted Investment | - | - |
| Aggregate amount of Unquoted Investment | - | - |
| Market Value of Quoted Investments | - | - |

## Note 6: Other Financial Assets

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Unsecured, Considered good** | | |
| Security Deposit | 11.14 | 10.10 |
| Fixed Deposits with Bank or financial institution | 80.59 | 73.65 |
| **Total** | **91.73** | **83.75** |

**Note:**

As per Ind AS 109 (Finnacial Instruments), Financial assets are defined as any asset that is (a) cash, (b) an equity instrument of another entity, (c) a contractual right to receive cash or another financial asset from another entity or to exchange financial assets or financial liabilities with another entity under conditions that are potentially favourable to the entity; or (d) a contract that will or may be settled in entity's own equity instruments and is a non-derivative for which the entity is or may be obliged to receive a variable number of entity's own equity instruments or a derivative that will or may be settled other than by exchange of fixed amount of entity's own equity instruments.

Since the aforesaid security deposits are receivable in cash at the end of contract period therefore they are considered as financial assets

However, out of the above, deposits amounting to Rs.5,13,640 (previous year Rs. 4,10,100) are provided to the customers and will be refunded when the business operations are suspended or ended within the parties and since the period is uncertain and not decided within the parties therefore it is difficult to give the treatment as per Ind AS 32. Hence the same is recognised at cost

Additionally Ind AS 116, Lease, provides exclusions wherein a lessee can elect not to apply Ind AS 116's recongintion requirements to- (a) Short term leases and (b) Leases for which underlying asset is of low value.

The aforesaid deposits include security deposit amounting to Rs. 2,00,000 which is in regards to warehouse taken on rent. The said agreement of rent is for shorter period i.e. 12 months therefore the same shall fall under the scope of exclusions of Ind AS 116 hence the security deposit will be recognised at cost and expense in relation to the same will be booked through Profit and Loss Account on straight line basis over the lease term.

Further, Deposit amounting to Rs.4,00,000 is in regards to machinery taken on rent and would also fall under the scope of exclusion therefore the same is also recognised at cost.





## Note 7: Inventories

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2023 Amount (in lacs) |
|---|---|---|
| (As Valued & Certified by the Management) | | |
| Raw Material and Intermediates | 2,700.96 | 1,398.86 |
| Work-In-Progress | - | - |
| Finished Goods | 940.45 | 700.54 |
| Total | 3,641.41 | 2,099.40 |

## Note 8: Trade Receivables

Rs in Lacs

As At 31.03.2025

| Particulars | Outstanding for following periods from due date of payment | | | | | |
|---|---|---|---|---|---|---|
| | less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | more than 3 years | Total |
| Trade receivables | | | | | | |
| - Secured, Considered Good | - | - | - | - | - | - |
| - Unsecured, Considered Good | 2,433.4 | 625.15 | 2.35 | - | - | 3,060.95 |
| - Having significant increase in credit risk | - | - | - | - | - | - |
| - Credit impaired | - | - | - | - | - | - |
| Less: Allowance for bad and doubtful debt | - | - | - | - | - | - |
| **Total** | **2,433.45** | **625.15** | **2.35** | **-** | **-** | **3,060.95** |

As At 31.03.2024

| Particulars | Outstanding for following periods from due date of payment | | | | | |
|---|---|---|---|---|---|---|
| | less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | more than 3 years | Total |
| Trade receivables | | | | | | |
| - Secured, Considered Good | - | - | - | - | - | - |
| - Unsecured, Considered Good | 1,850.35 | 2.35 | - | - | - | 1,852.70 |
| - Having significant increase in credit risk | - | - | - | - | - | - |
| - Credit impaired | - | - | - | - | - | - |
| Less: Allowance for bad and doubtful debt | - | - | - | - | - | - |
| **Total** | **1,850.35** | **2.35** | **-** | **-** | **-** | **1,852.70** |

## Note 9: Cash & Cash Equivalents

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| Balance with scheduled banks in current accounts | 0.55 | 0.26 |
| Cash in hand | 6.72 | 8.38 |
| Fixed Deposits with Banks & Others (maturity less than 3 months) | - | - |
| **Total** | **7.27** | **8.64** |

## Note 10: Loans

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Unsecured, Considered good** | | |
| Labour, Staff Advance & Imprest | 5.89 | - |
| Total | 5.89 | - |

## Note 11: Other Financial Assets

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| Deposits with Banks | 50.07 | 25.35 |
| Total | 50.07 | 25.35 |

## Note 12: Other Current Assets

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| Balance with revenue authorities | 40.95 | 96.51 |
| Advance to Supplier for Capital Goods & Others | 805.72 | 223.67 |
| Total | 846.67 | 320.17 |

## Note 13: Equity Share Capital

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Authorised** | | |
| Equity Shares of Rs.10 each | 1,400 | 1,400 |
| Preference Shares of Rs. 100 each | - | - |
| **Issued , Subscribed & Paid up** | | |
| Equity Shares of Rs.10 each fully Paid-up | 1,222 | 901 |
| Preference Shares of Rs. 100 each fully Paid-up | - | - |
| Total | 1,222 | 901 |

The Company has one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The paid-up equity shares of the Company rank pari-passu in all respects including dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Convertible Preference Shares of Face value of Rs. 100/- on such terms and conditions including but not limited as to the rate of dividend, period and manner of redemption as the Board in its absolute discretion may determine for the purpose of agmenting the long term resource base of the company. The said prefernce shares have been converted into equity capital in the previous year 2023-24



IE Indian Emulsifiers Ltd. Corporate Overview || Statutory Reports || Financial Statements

## Reconciliation of Number of Shares Outstanding

| Particulars | As At 31.03.2025 | | As At 31.03.2024 | |
|---|---|---|---|---|
| | Number | Amount (in lacs) | Number | Amount (in lacs) |
| **Equity Shares** | | | | |
| Shares outstanding at the beginning of the year | 9,011,222 | 901 | 6,010,000 | 601 |
| Shares Issued during the year | - | - | 3,001,222 | 300 |
| Shares bought back during the year | | | | |
| Shares outstanding at the end of the year | 9,011,222 | 901 | 9,011,222 | 901 |
| **Preference Shares** | | | | |
| Shares outstanding at the beginning of the year | - | - | 2,100,100 | 210 |
| Shares Issued during the year | - | - | - | - |
| Shares bought back during the year | - | - | - | - |
| Shares Converted into equity shares | - | - | 2,100,100 | 210 |
| Shares outstanding at the end of the year | - | - | - | - |

**Shares held by shareholders holding more than 5% shares**

| Name of Shareholder | As At 31.03.2025 | | As At 31.03.2024 | |
|---|---|---|---|---|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| Yash Tikekar | 5,880,050 | 48.11% | 5,880,050 | 65.25% |

## Note 14: Other Equity

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| A. Securities Premium | 4,372.30 | 666.83 |
| B. General Reserve | - | - |
| C. Surplus | 2,605.65 | 1,275.75 |
| D. OCI | 3.29 | 0.05 |
| Total | 6,981.24 | 1,942.63 |

## Note 15: Borrowings (Non Current)

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Secured** | | |
| From Banks | | |
| Term Loan- Bank of India | 647.50 | 805.22 |
| **Unsecured** | | |
| From Directors & Share Holders | 22.01 | 499.06 |
| From NBFC | 4.85 | 19.96 |
| Total | 674.36 | 1,324.24 |

Note- There is no borrowing measured at FVTPL or designated at FVTPL

### a. Nature of Security-

**From Banks**

The term loan taken from Bank of India is secured against the factory- Land, Building and Plant and Machinery, etc located at E-10 Lote Parashuram Industrial Zone MIDC, Tal –Khed, Ratnagiri 415722

**From Related Party**

The directors and shareholders of the Company have provided the aforesaid interest free loan to the Company in accordance with the provisions of the Companies Act 2013 b.The Company has not made default in terms of repayment to loan from banks and financial institutions.

## Note 16: Deferred Tax Laibility

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Deffered Tax Liabilities arising on account of:** | | |
| Depreciation and amortisation expenses | 11.35 | 10.40 |
| **Total** | **11.35** | **10.40** |

## Note 17: Borrowings (Current)

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2024 Amount (in lacs) |
|---|---|---|
| **Secured** | | |
| CC Account- Bank Of India | 1,286.91 | 896.20 |
| Working Capital Loans- Bank of India | 449.24 | - |
| Current maturities of term loan | 148.88 | 140.04 |
| **Total** | **1,885.03** | **1,036.24** |

Note- There is no borrowing measured at FVTPL or designated at FVTPL

CC account is secured against the Factory - Land, Building, Machinery located at E-10 Lote Parashuram Industrial Zone MIDC, Tal –Khed, Ratnagiri 415722 and also the Current assets of the company

## Note 18: Trade Payables

Rs in lacs

**As at 31.03.2024**

| Particulars | Outstanding for following periods from due date of payment | | | | |
|---|---|---|---|---|---|
| | less than 1 year | 1-2 years | 2-3 years | more than 3 years | total |
| Trade Payable | | | | | |
| - MSME | - | - | - | - | - |
| - Other than MSME | 640.89 | - | - | - | 640.89 |
| - Disputed dues- MSME | - | - | - | - | - |
| - Disputed dues- other than MSME | - | - | - | - | - |
| - Others | - | - | - | - | - |
| **Total** | **640.89** | **-** | **-** | **-** | **640.89** |

**As at 31.03.2023**

| Particulars | Outstanding for following periods from due date of payment | | | | |
|---|---|---|---|---|---|
| | less than 1 year | 1-2 years | 2-3 years | more than 3 years | total |
| Trade Payable | | | | | |
| - MSME | - | - | - | - | - |
| - Other than MSME | 892.50 | - | - | - | 892.50 |
| - Disputed dues- MSME | - | - | - | - | - |
| - Disputed dues- other than MSME | - | - | - | - | - |
| - Others | - | - | - | - | - |
| **Total** | **892.50** | **-** | **-** | **-** | **892.50** |





## Note 19: Other Financial Liabilities

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2023 Amount (in lacs) |
|---|---|---|
| Employees Liability | 17.68 | 26.69 |
| **Total** | **17.68** | **26.69** |

## Note 20: Other Current Liabilities

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2023 Amount (in lacs) |
|---|---|---|
| Advance from customers | 0.23 | 39.50 |
| Duties and taxes | 32.62 | 17.27 |
| **Total** | **32.85** | **56.77** |

## Note 21: Short Terms Provisions

| Particulars | As At 31.03.2025 Amount (in lacs) | As At 31.03.2023 Amount (in lacs) |
|---|---|---|
| Provision for Income Tax | 271.51 | 189.91 |
| Provision for Gratuity | 0.20 | 0.02 |
| CSR payable | - | 2.39 |
| **Total** | **271.72** | **192.31** |

## Note 22: Revenue From Operation

Rs in lacs

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| **Gross Revenue** | | |
| Sale of Goods | 10,112.17 | 6,662.19 |
| Other Operating Revenue | 10.45 | 5.42 |
| **Total** | **10,122.62** | **6,667.60** |

## Note 23: Other Incomes

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Interest on FDR | 6.94 | 3.72 |
| Interest on Recurring Deposit | 0.98 | - |
| Interest on IT refund | - | 0.04 |
| Government Grants (Subsidy)* | 134.97 | - |
| **Total** | **142.89** | **3.76** |

### Note on account of government grant (subsidy) received-

In pursuance to Ind AS 20 'Government Grants', it has been clarified that the standard rejects capital approach and prescribes only the income approach for the accounting of government grants. It has been stated that the government grant should be recognised as deferred income and shall be transferred to profit and loss over the useful life of the asset.

We being the manufacturing unit have requested for subsidy on plant and machinery which has been sanctioned by the District Industries Centre, Ratnagiri via letter dated 13-06-2024 mentionning the sanction amount and subsidy to be credited to our account annually.

The aforesaid amount of subsidy received is the annual amount of subsidy that has been received by us during the year under consideration and accordingly recognised in Profit and Loss Statement and the subsidy sanctioned will be credited to us on annual basis and therefore shall be recognised annually as specified in the Ind AS 20

### Note 24: Cost of Material Consumed

Rs in lacs

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Raw Material at the Beginning of the Year | 1,398.86 | 561.84 |
| Add: Purchase during the year | 8,729.12 | 5,953.12 |
| Less: Raw Material at the End of the Year | 2,700.96 | 1,398.86 |
| **Total** | **7,427.02** | **5,116.10** |

### Note 25: Changes in Inventory of Finished Goods & Work In Progress

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Stock at the Beginning of the Year | 700.54 | 313.29 |
| Stock at the End of the Year | 940.45 | 700.54 |
| **Total** | **-239.91** | **-387.26** |

### Note 26: Employee Benefit Expenses

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Director's Remuneration | 99.65 | 36.00 |
| Salary to Staff | 17.75 | 23.37 |
| Gratuity | 2.31 | 2.05 |
| Contribution to Provident fund and ESIC | 2.25 | 7.76 |
| Staff Welfare | 1.99 | 3.19 |
| **Total** | **123.94** | **72.37** |

### Note 27: Finance Cost

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Bank Charges | 33.63 | 26.73 |
| Interest on Term Loan | 55.88 | 58.16 |
| Interest on CC and working capital Loan | 148.55 | 126.36 |
| Interest on Unsecured Loan | 2.83 | 20.30 |
| **Total** | **240.89** | **231.55** |





### Note 28: Other Expenses

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|---|---|
| Manufacturing Expenses | 308.36 | 207.82 |
| Factory Expenses | 202.92 | 100.26 |
| Insurance Expenses | 15.40 | 6.37 |
| IT Expenses | 3.72 | 2.40 |
| CSR Expenses | 7.00 | 2.39 |
| Legal and Professional Expenses | 92.05 | 19.46 |
| Office Expenses | 34.09 | 0.84 |
| Miscellaneous Expenses | 2.10 | 9.42 |
| Rent | 37.43 | 16.98 |
| Commission/Brokerage | 14.00 | - |
| Repair and Maintenance | 0.39 | 13.48 |
| NSDL Document Processing fees | 30.21 | - |
| Selling and Distribution Expense | 22.93 | 5.99 |
| Auditor's Remuneration | | |
| Statutory audit Fees | 2.00 | 2.00 |
| **Total** | **772.58** | **387.40** |

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