hindware
home innovation limited

Hindware Home Innovation Limited
Annual Report 2023-24

Focused on **Excellence.**
Committed to **Customers.**











SOMANY IMPRESA
GROUP COMPANY

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For more details
Please visit: www.hindwarehomes.com

KEY HIGHLIGHTS OF FY 2023-24 (CONSOLIDATED)

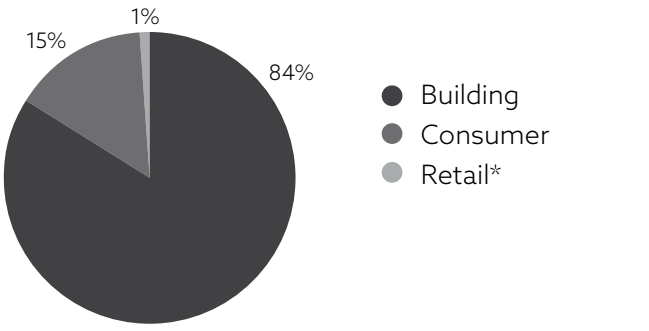
₹2,800 crore
Revenue

₹275 crore
EBITDA

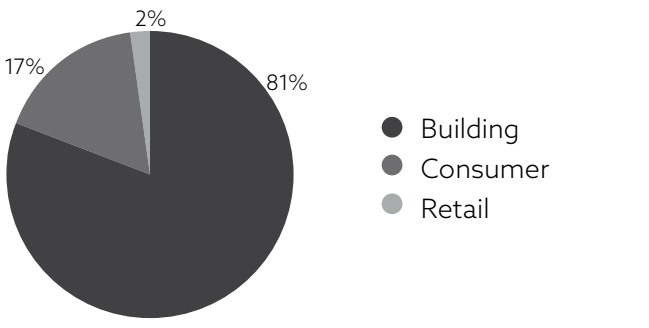
9.8%
EBITDA Margin

REVENUE MIX

FY 2023-24



FY 2022-23



*Note: Retail business will be discontinued

Focused on **Excellence.**
Committed to **Customers.**

Customer aspirations fuel our mission, driving our pursuit of innovation and guiding us toward our goals. This steadfast dedication to excellence is fundamental to our identity, influencing every aspect of the business and ensuring we consistently exceed expectations.

Leveraging India's growth story, we have strategically diversified our product portfolio to meet evolving customer needs. Each product embodies our commitment to delivering excellence and showcases the capabilities of Hindware Home Innovation Limited (HHIL).

For years, we have embraced innovation, digitalisation, and automation to steer our growth and optimise value creation. This commitment has enabled us to consistently introduce industry-leading products that meet the changing market demands.

As we strive for continued growth, excellence remains our guiding principle, fuelled by a deep focus on our customers. By continually optimising, innovating, and delivering unparalleled value, we set new benchmarks and lead the charge in shaping a better lifestyle for our customers.

About Us

A Legacy of Trust and Excellence

Hindware Home Innovation Limited is dedicated to reimagining comfort and convenience for our customers. As a leader in Building Products and a prominent player in Consumer Appliances, we embody trust and excellence. Our diverse portfolio, characterised by quality, functionality, and aesthetic appeal, is a testament to our commitment to innovation and customer satisfaction.

Our Building Products business offers a comprehensive solution with a wide range of products under the Bathware, Premium Tiles and Plastic Pipes and Fittings segments.

Under the Consumer Appliances business, we offer a extensive range of products to enhance modern living, including kitchen and home appliances under brand 'Hindware Smart Appliances'. Through our partnership with Formenti & Giovenzana, we elevate living spaces with premium kitchen and furniture fittings, ensuring quality and sophistication in every detail.

Hintastica Private Limited (HPL), our Joint Venture with Groupe Atlantic, manufactures state-of-the-art water heaters.

Leader
In the Sanitaryware segment

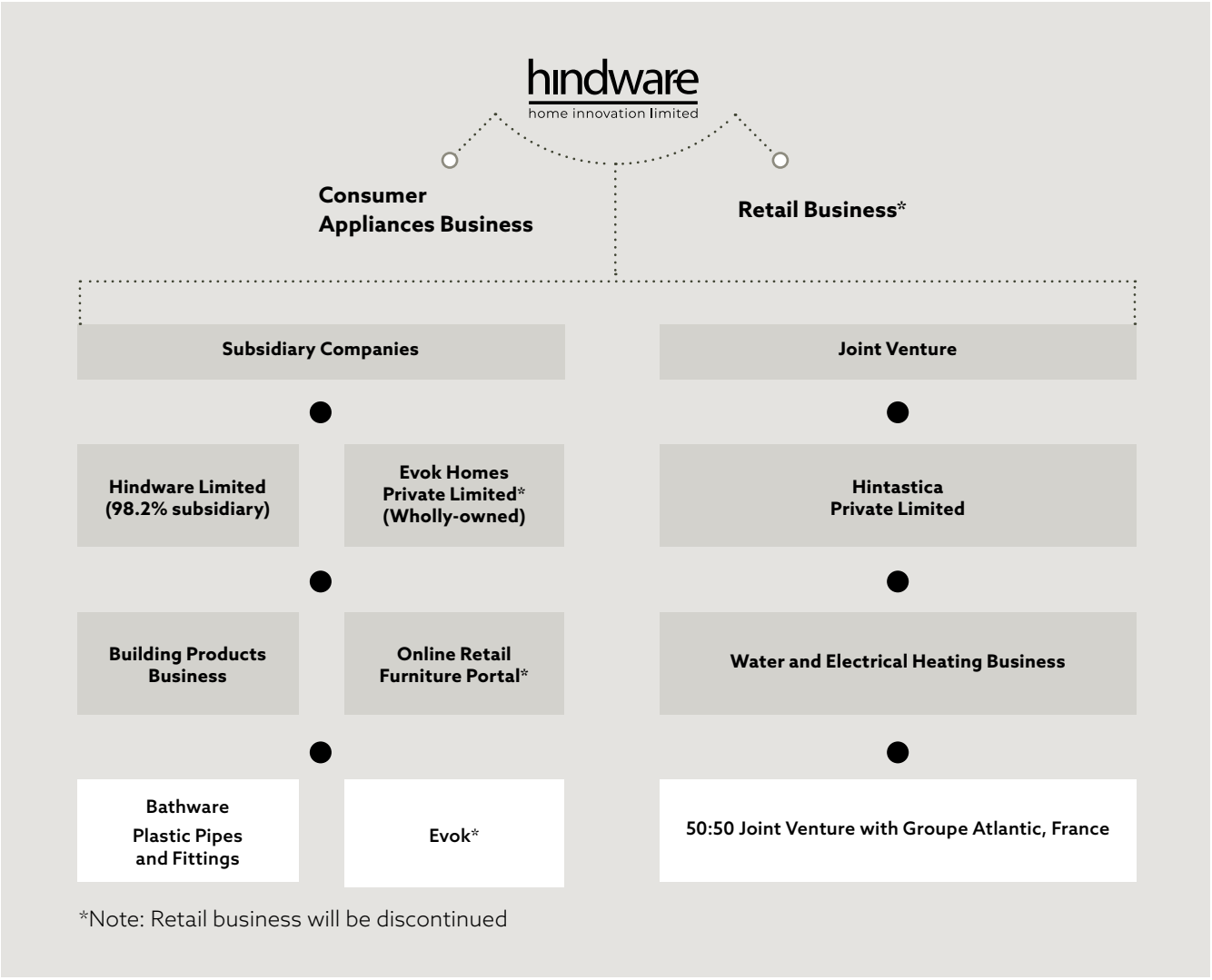
Leading Player
In the Faucets segment

Industry Leading Growth
In Plastic Pipes and Fittings segment

Among top 3
In Kitchen Chimneys

Among top 5 and 6
Players in fragmented Water Heaters and Air Coolers respectively

33
Patents filed since inception of Consumer Appliance business



*Note: Retail business will be discontinued

Our Spectrum of Offerings

BUILDING PRODUCTS

Bathware Business

- Sanitaryware
- Faucets
- Premium Tiles

Plastic Pipes and Fittings

- CPVC, UPVC, PVC, SWR and Composite Pipes and Fittings
- Overhead Water Storage Tank
- PTMT Faucets

CONSUMER APPLIANCES

- Kitchen Appliances
- Kitchen Sinks
- Kitchen and Furniture Fittings
- Air Coolers
- Fans
- Water Heaters

Chairman's Message

Charting the Path of Growth and Resilience



Dear Shareholders,

I am happy to present the Annual Report for FY 2023-24.

India remains the world's fastest-growing major economy, driven by substantial government investments and a burgeoning manufacturing and services sector. However, inflationary pressures have slowed discretionary spending, affecting consumer sentiment. Despite these challenges, we demonstrated remarkable agility and resilience through our focus on cost optimisation, operational efficiencies, product innovation and strategic technology investments.

PERFORMANCE DURING FY 2023-24

During FY 2023-24, our Company reported a consolidated topline of ₹2,800 crore with an EBITDA of ₹275 crore, and an EBITDA margin of 9.8%.

The Bathware business reported a revenue of ₹1,580 crore, with 18% contribution from new products, a testament to our continuous focus on product innovation and excellence. Supported by its strong fundamentals and enhanced by effective cost management and operational efficiency, the business reported an increase in EBITDA margins from 13.9% in FY 2022-23 to 15.4% in FY 2023-24. We continued investing in our brands through focused marketing-led initiatives to enhance visibility and connect with our consumers. We expanded our distribution network in Tier 1 and 2 cities, while strengthening our presence in Tier 3 and 4 markets. Our diversified product portfolio and strong brand presence solidify our position as a preferred choice for consumers and industry partners alike.

In FY 2023-24, the Plastic Pipes and Fittings business reported a revenue of ₹774 crore and an EBITDA of ₹72 crore, yielding a 9.3% EBITDA margin. As the fastest-growing player in the sector, we rapidly expanded our market presence. This growth is propelled by our targeted portfolio expansion, bolstered by a robust distribution network and deep channel partnerships. The construction of our new manufacturing plant in Roorkee, Uttarakhand, is progressing on schedule and is all set for commissioning in FY 2024-25. This new plant will significantly enhance our capacity to meet the demands of our expanding customer base across India.

"The construction of our new manufacturing plant in Roorkee, Uttarakhand, is progressing on schedule and is all set for commissioning in FY 2024-25. This new plant will significantly enhance our capacity to meet the demands of our expanding customer base across India."

The Consumer Appliances business revenue for FY 2023-24 stood at ₹422 crore, with a negative EBITDA of ₹13 crore.

EMBRACING DIGITALISATION

During the year, we accelerated digital transformation, leveraging advanced technologies and data-driven insights to enhance efficiency and customer experience. Key milestones included establishing a data framework, implementing automation, optimising supply chain processes, and integrating IoT for smart factory operations.

Our focus on data-backed decision-making has empowered us to drive innovation and deliver exceptional value. We are committed to further utilising technology to improve sales, empower our workforce, and refine our processes.

FOCUS ON SUSTAINABILITY

Our commitment to sustainability shapes our business practices, from responsible manufacturing and designing products that conserve water and energy to decarbonising our operations. By collaborating with customers and supply chain partners, we aim to positively impact our communities and the planet. We reduce our carbon footprint with energy-efficient technologies, and embracing circularity.

Our governance is rooted in trust, transparency, and accountability, integrating ESG factors into our strategy. We pursue ambitious sustainability goals and partnerships to drive innovation.

BUILDING A DYNAMIC WORKFORCE

I am delighted by our employees, whose talent, perseverance, and commitment to excellence have been instrumental in enabling us to navigate challenges and achieve our strategic aspirations. Our diverse and talented team fosters a culture of collaboration and continuous improvement, driven by our passion for building exceptional products and shaping a better future for the industry. We invest in the personal and professional development of our employees, prioritising the creation of an empowering work environment that nurtures their abilities.

WAY AHEAD

Moving forward, our strategic priorities will focus on expanding our footprint, strengthening our product portfolio, deepening customer connections and enhancing operational efficiencies. We aim to unlock synergies across our businesses by integrating processes, supply chain, procurement, marketing, finance, and accounting functions to further enhance our competitiveness and efficiency.

I would like to thank my fellow Board members for their invaluable insights and guidance in steering our Company towards the path of progress.

Warm regards,

Sandip Somany
Chairman

Strategic Approach

Priorities for Growth

At HHIL, our strategic pillars guide our mission to innovate and excel. These form the foundation of our success, with a focus on customer-centricity and sustainable growth. By embracing them, we aim to enhance our market leadership and deliver unmatched value to our stakeholders.

Introducing Innovative Products across Categories

We strategically launch products to stay ahead in a dynamic environment and meet customer needs. Collaborative efforts with consumers, researchers, and academia ensure we have the right market and consumer insights which we then integrate with technology to introduce products that resonate with our audience, gaining significant market share and industry leadership.

Leveraging Distribution Channels

We are effectively utilising diverse distribution networks to market innovative products and create cross-selling opportunities. Our close trade partnerships offer valuable customer preference insights into customer preferences, allowing us to launch products tailored to their needs. Additionally, our adaptability to market requirements has been instrumental in embracing new distribution channels, particularly in the digital landscape.

Capitalising Efficient Model

We emphasise further improving long-term return on capital ratios by being a completely integrated player, combining high-quality, versatile manufacturing and sourcing with a robust supply chain to ensure the efficient delivery of a wide range of quality products

Multiplying Revenue Streams

We continue to diversify our product mix across categories, positioning us to establish a distinct market presence and strong brand recognition. We are also expanding in the rapidly growing Plastic Pipes and Fittings segment, capitalising on its growth potential. Our product and category expansion strategy helped us increase our addressable market by 12.5x over the past few of years.

Digital in Focus

Driving Tech-powered Innovation

During the year, we implemented a series of digital transformation initiatives, leveraging advanced technologies and data-driven insights to boost efficiency, streamline operations, and elevate customer experiences.

Operations

- **Industrial IoT Implementation:** Leveraged IoT to streamline production schedules and gain real-time insights into key performance indicators
- **Robotic Process Automation (RPA):** Streamlined operations through RPA in areas such as freight optimisation, scheme management, invoicing, and vendor management
- **Data Management:** Enhanced operational efficiency with the implementation of an enterprise data lake, master data management and business intelligence reports.
- **Energy Management:** Implemented utility cockpits to monitor energy consumption, resulting in cost savings and reduced environmental impact
- **Cyber-Physical Data Dashboard:** Utilised Pareto charts to improve manufacturing processes through data-driven insights

Supply Chain

- **Enhanced Warehouse Operations:** Implemented a modern warehouse system providing real-time inventory visibility and optimisation
- **Optimised Transportation:** Deployed a transport management system for efficient route planning, carrier selection, and consignment tracking
- **Improved Supplier Collaboration:** Implemented an integrated supplier portal for efficient purchase order management, consignment tracking, and centralised product serialisation

Sales

- **Sales Force Optimisation:** Implemented Sales Force Automation tools to boost productivity, quick onboarding of dealers and integrated order booking system
- **Institutional Sales Growth:** Increased institutional sales through efficient processes and omnichannel lead management
- **Strengthened Brand Influence:** Forged partnerships with plumbers to create authentic content, building trust and expanding our reach

Customer Experience

- **Channel Partner Empowerment:** Equipped channel partners with Sales Force Automation (SFA) tools
- **Enhanced Customer Experience:** Introduced a 3D buying experience and integrated WhatsApp with SFA for improved customer engagement and support
- **Next-Generation Customer Service:** Deployed a cutting-edge service CRM platform

Our Business Model

Building Blocks of Excellence

Resources

Products and Brands

Our extensive lineup of innovative, high-quality products positions us as industry leaders. Rooted in core values, we embody a unique identity that enhances our market edge. The portfolio of leading brands includes Hindware, Queo by Hindware, Hindware Italian Collection, Truflo by Hindware, and Hindware Smart Appliances. It resonates deeply with our target audience and symbolises trust and excellence.

Extensive Market Presence

Utilising three distinct distribution channels for Bathware, Consumer Appliances, and Plastic Pipes and Fittings, we aim to serve the diverse needs of our consumers. Our hyperlocal strategy is pivotal in building and enhancing our online footprint, facilitating strong customer engagement and solidifying our market leadership.

Innovation and Intellectual Capital

Our dedicated research and development team is instrumental in fostering innovation and creating future-ready products tailored to meet customer needs and preferences.

Employees

Our talented workforce is empowered to think creatively, contribute ideas, and leverage their respective expertise to drive innovation across every facet of our businesses.

Manufacturing Excellence

Our manufacturing facilities are equipped with cutting-edge technology and world-class equipment, enhancing production capabilities.

Our Business Approach

Insight

Innovation and intellectual capital

BUSINESS

Customer feedback

After sales service

PROCESS

Product development

Suppliers

Manufacturing capabilities

Sales and marketing

Distribution

Customers

Outcomes

Shareholders

The Company achieved a revenue of ₹2,800 crore, with EBITDA reaching ₹275 crore. Our dividend payout ratio stands at 20%.

Customers

We consistently introduce innovative products across multiple categories, catering to the needs of our customers and ensuring diversification.

Suppliers

Our suppliers are integral to the seamless operation of our business, consistently delivering high-quality products on time and at competitive prices.
We prioritise supplier relationships, cultivating equitable and sustainable partnerships.

Sustainability

Our commitment lies in producing products with minimal environmental impact as we prioritise using eco-friendly materials, employ energy-efficient processes, optimise resource utilisation, reduce carbon emissions, and practice responsible waste management.

Dealer and Distributors

Building robust partnerships with our dealers and distributors is integral to our success. We provide regular training sessions to enhance their skills, ensuring they are well-equipped to drive mutual growth and success.

Employees

We foster a supportive work environment that nurtures personal and professional growth among our team members to achieve their full potential.

Board of Directors – Hindware Home Innovation Limited

Guided by Experience







MR. SANDIP SOMANY

Chairman and
Non-Executive Director

- Commerce graduate and a diploma holder in Ceramic Manufacturing Technology from the US
- 39 years of work experience in the ceramics and glass industry
- Past-President of PHD Chamber of Commerce and Industry (PHDCCI)
- Past-President of International Chamber of Commerce - (head quarter in Paris) India Chapter
- Past-President of Federation of Indian Chambers of Commerce and Industry (FICCI)
- Chairman of the Indian Council of Sanitaryware Manufactures (INCOSAMA)
- Chairman of Risk Management and Corporate Affairs Committee of the Company

MR. GIRDHARI LAL SULTANIA

Non-Executive
Non-Independent Director

- Commerce graduate, Fellow Chartered Accountant, Fellow Company Secretary and consultant by profession
- Possesses vast knowledge and experience of Financial Restructuring, Corporate Laws and Legal Compliance
- General member of Association of Corporate Advisers & Executives

MR. NAND GOPAL KHAITAN

Independent Director

- Attorney-At-Law and a Notary Public appointed by the Government of India
- Practises in the Hon'ble High Court Calcutta and the Hon'ble Supreme Court of India
- Senior partner at Khaitan & Co., one of the leading law firms in India
- Awarded Bell Chamber's Gold Medal by the Incorporated Law Society, Calcutta High Court, for standing first in all the Law examinations
- President of the Indian Council of Arbitration, New Delhi
- President of Bharat Chamber of Commerce
- Former President of The Agri-Horticultural Society of India
- Executive Committee member of the Federation of Indian Chambers of Commerce and Industry (FICCI), New Delhi
- Executive Committee member of two leading schools in Kolkata
- Member of Audit, Stakeholder Relationship (Shareholders'/Investors' Grievance), Corporate Affairs, Nomination and Remuneration and Risk Management Committees of the Company







MR. ASHOK JAIPURIA

Independent Director

- Qualified in Business Administration and Marketing Science
- Chairman & Managing Director of Cosmo First Ltd., an Indian MNC, which is into manufacture and export of Biaxially Oriented Polypropylene (BOPP) Films
- Member of the Board of Governors of Public Health Foundation of India (PHFI), Gurugram
- Former Member of the Board of Governors of the Indian Institute of Technology, Indore & Patna
- Former Executive Committee Member of FICCI, New Delhi
- Former Member of the Board of Governors of the institute of Liver & Biliary Sciences
- Former President of Golf Foundation, an organisation that helps the underprivileged potential golfers in India
- Founder and Trustee of Cosmo Foundation, an organisation that imparts education to the underprivileged

MR. SALIL KUMAR BHANDARI

Independent Director

- Fellow Chartered Accountant, Commerce graduate (Honours) and Diploma in Business Administration
- Founding Partner of BGJC & Associates LLP, a well-respected audit and management consulting firm based in New Delhi
- Experience in counselling top management in strategy implementation, scaling up of business, organisational development and management and family structures
- Former President of the PHD Chamber of Commerce and Industry (PHDCCI)
- Member of National Executive Committee of FICCI
- Currently on the Board of the Indian Institute of Management (IIM), Indore
- Former Chairperson of Society for Integrated Development of Himalayas (SIDH)
- Former member of Task Force – Commission on Centre State Relations, Government of India
- Former Managing Committee member at ASSOCHAM
- Former member of the Advisory Committee, Department of Company Affairs, Government of India
- Chairman of Audit, Nomination and Remuneration and Stakeholder Relationship (Shareholders'/ Investors' Grievance) Committees of the Company
- Member of Risk Management Committee of the Company

MS. ANISHA MOTWANI

Independent Director

- Science graduate from Sophia College and holds a retained as per last year BoD in Master of Business Administration
- Brand, digital and innovation expert and a multi-faceted business leader with 31+ years of experience in diverse industries such as advertising, auto manufacturing, financial and health services
- The Founder and Managing Partner of 'Storm the Norm', an innovation company
- As an industry expert, she advises the World Bank on the 'Swachh Bharat Programme', the 'National Mission for Clean Ganga' and the programme for 'Solar Energy Rooftop'
- Was voted as one of the 50 Most Powerful Women in Indian Business by Business Today, for three consecutive years since 2009
- Also been recognised amongst the Top 50 Women in Media, Marketing and Advertising by Impact & Colors for four consecutive years since 2011
- Conferred the 'Women at Work Leadership Award 2011' by Asian Confederation of Business and the 'Brand Builder of the Year' award by NDTV, among many others
- Member of Audit Committee

Business Review

Synergising for Sustainable Value

Building Products

Hindware is a leading player in the bathware industry and is one of the top two faucet brands in the market. Our legacy of quality, innovation and customer-centricity have been instrumental in establishing us as a trusted name in the industry. With a comprehensive product portfolio encompassing sanitaryware, faucets, premium tiles, and plastic pipes and fittings, we cater to a diverse clientele.

Our commitment to technological advancement is evident in our product range, which includes cutting-edge products such as touchless and sensor-operated faucets, and water-saving innovations. By combining design excellence with functional efficiency, we enhance the overall bathroom and for our customers.

Truflo by Hindware is the fastest-growing brand in the plastic pipes and fittings sector. Our extensive product range and strong relationships with plumbers, consultants, dealers and distributors have established us as a preferred choice for diverse customer needs.



FY 2023-24 Performance

₹2,355 crore
Revenue from operations

84%
Share of total revenue



Business Review



BATHWARE

As pioneers in India's bathroom solutions industry, we introduced vitreous China sanitaryware in 1960, establishing a legacy of quality and innovation. Building on this legacy, we launched Hindware, making cutting-edge and affordable bathroom solutions accessible while upholding our commitment to excellence.

We have been at a forefront of revolutionising bathroom spaces since our inception. Our industry-first innovations, including the concealed tank and Half Flush technology, have set new standards for design and water conservation.

Our commitment to sustainability is reflected in our wide range of IAPMO-certified water-saving sanitaryware and faucets.

Additionally, we collaborated with Altered Co., a leading Swedish company, to launch the Aqua Pro range in FY 2023-24, which achieves up to 98% water savings, proactively addressing India's water issues.

Catering to a spectrum of aspirations with our diverse brands: QUEO by Hindware for luxury, the premium Hindware Italian Collection, and the widely recognised Hindware mass brand, we ensure a perfect fit for every dream space. Our extensive network, comprising 500+ distributors, 35,000+ retail outlets, and 570+ brand stores, ensures our innovative products reach every corner of the country.

Additionally, we serve 1,200+ marquee institutional clients, supported by a service network of 1,090+ technicians strategically positioned across 700+ districts. We offer prompt service with response times of 24 hours in urban areas and 48 hours in rural markets, ensuring customer satisfaction. With a renewed design language for our brand stores and an expanded network of owned experiential centres, coupled with streamlined operations for channel partners and ongoing engagement with intermediaries and end-users, we are enhancing customer interaction and driving sustainable growth. We expanded our footprint into Tier 3 and 4 markets, enhancing market penetration. Strategic marketing initiatives amplified brand visibility across segments. New product launches were well-received, driving market share growth.

PREMIUM TILES

Our premium Hindware Italian Tiles Collection offers unmatched diversity and quality, elevating commercial and residential spaces. With 10+ categories spanning classics to contemporary styles, and finishes from matte to high gloss, our tiles cater to diverse aesthetics. Inspired by Italian artistry, they infuse interiors with timeless sophistication.

We now have a strong network of 80+ exclusive brand stores across 23 states. Leveraging a robust distribution network, we are poised to drive continued growth and expand our market reach.



PRODUCT OFFERINGS



Sanitaryware

- Water closets
- Wash basins
- Urinal and squatting pans



Faucets

- Bathroom faucets
- Kitchen faucets
- Diverters
- Sensor faucets
- Thermostats
- Showers



Wellness

- Bathtubs
- Shower panels
- Shower enclosures
- Vanity whirlpools
- Steam generators



Allied Products

- Concealed cisterns
- Seat covers
- PVC cisterns



Tiles

- Glazed vitrified
- Ceramic
- Full body virtified
- Porcelain
- Double charge tiles

Business Review

KEY BRANDS

QUEO
european bath lounges

Luxury Brand

Queo by Hindware represents luxury and innovation in bathroom solutions through meticulously designed faucets, bathtubs, washbasins and sanitaryware. The products blend style and functionality seamlessly, emphasising precision engineering and superior quality. The products add a touch of sophistication to any space, ensuring that every experience is delightful and aesthetically pleasing.



hindware italian collection

Premium Brand

The Hindware Italian Collection is a prestigious line of sanitaryware and bathroom fittings. Inspired by Italian craftsmanship, this premium collection harmoniously integrates refined design, exceptional quality, and advanced technology. Crafted from high-quality materials and with cutting-edge technology, the brand ensures durability and practicality.



hindware

Mass Brand

Hindware, a brand that resonates with households, leads with pioneering designs and innovations in the industry. The mass brand consistently aims to combine a deep understanding of the market with advanced technology and premium materials at the Hindware Design Studio.



hindware italian collection
TILES

Offering a range of premium tiles inspired by the esteemed tradition of Italian craftsmanship, this collection showcases artistry to elevate living spaces. It caters to diverse customer preferences with an exceptional array of offerings. These versatile tiles meet the flooring and wall application needs for both commercial and residential settings.



BUSINESS HIGHLIGHTS FY 2023-24

Sanitaryware and Faucets

Strengthened SKU's and Product Range

- Forayed into new categories i.e. pet showers, kitchen sinks and temperature display faucets amongst others
- Ventured into new categories with the introduction of thermostat diverters, integrated consoles, and multi-function showers in the premium segment

Sanitaryware

- Launched 60+ new SKU's
- Introduced mid-premium fluidic design Agnese
- Unveiled 8 One Piece (mainly with Syphonic flushing) and 2 wall-mount EWCs

Faucets

- First Brand to launch AQUAPRO–Water-saving nozzles that save up to 98% water
- Strengthened economy portfolio with launch of Fabio and Studio Faucet Ranges
- Launched 4 new OTC basins

Expanded Distribution and Retail Presence

- Expanded our retail presence to over 570+ brand stores
- Hindware hosted 1,400 plumbers' mela and 70 mason meets, engaging with 22,000+ plumbers and masons





Premium Tiles

- Ventured into the tile adhesive market by introducing five variants of tile adhesives, complemented by grouts and tile cleaners
- Expanded our market presence by opening 45+ new exclusive brand stores
- Diversified into the new segment of surfaces with the introduction of 15 mm slabs in the size of 800x2,400 mm, offering an alternative to granite for kitchen and bathroom countertops
- Introduced several innovative products including GVT tiles and the Posh series featuring scratch-free surfaces, available in 1,200x1,800 mm dimensions, among others
- Augmented the digital integration of brand stores by implementing geotagging and introducing 360-degree QR codes, significantly enhancing the overall customer experience



Business Review

LAUNCHES DURING FY 2023-24

HINDWARE ITALIAN COLLECTION



AQUA PRO WATER SAVING SOLUTIONS

This innovation revolutionises water usage with three advanced nozzles. Developed in partnership with Swedish innovation company Altered, these solutions offer significant water savings while maintaining performance across various settings:

Aqua Pro 98

Engineered for efficiency, this dual flow-mist and spray nozzle achieves up to 98% water savings. Its atomisation technology optimises water usage for daily tasks.

Aqua Pro 96

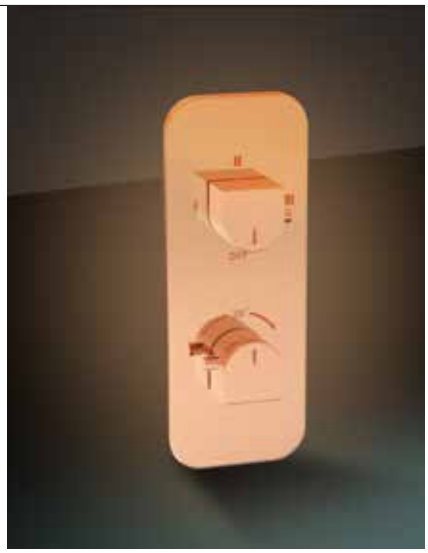
Featuring Dome® Technology, this nozzle delivers up to 96% water savings, making it ideal for public areas where performance and sustainability are crucial.

Aqua Pro 85

Offering up to 85% water savings, this nozzle provides a gentle raindrop effect for comfortable flow without compromising user experience, catering to diverse preferences.

HINDWARE THERMOSTATIC DIVERTERS

These diverters maintain a constant water temperature designed to provide a bathing experience with precise temperature control. Beyond its stylish appearance, it prioritises safety, eliminating worries about sudden fluctuation, ensuring reliability for every bathroom. These thermostatic diverters are available in a range of finishes, including Rose Gold, Black, Chrome, and Gold.



PINE MATT EWC & WASH BASINS

Our newly launched Glamour range focuses on elevating bathrooms with luxurious tones like Pine Matte, Black Matte and White Matte. Offering stunning finishes that enhance the aesthetic appeal of any bathroom, it serves as a canvas for personal expression, relaxation, and indulgence.



MULTIFUNCTION SHOWERS

Designed for enthusiasts who appreciate showering as an art, these showers offer a personalised experience with a variety of spray patterns and colours to suit individual preferences. They are engineered to ensure efficient water distribution, enhancing the bathroom as a revitalising haven. Available in Rose Gold, Black, Chrome, and Gold finishes, and featuring spray patterns like Rain, Mist, Cascade, and Massage, Hindware's Multifunctional Showers elevate daily bathing into a customisable and refreshing ritual.



QUEO BY HINDWARE

Q-SMART TOILET



Q-Smart Toilet offers a range of features for enhanced comfort and hygiene, including automatic cover opening and closing, adjustable water temperature and pressure, customisable flush settings, automatic nozzle cleaning with UV sterilisation, warm air drying and wireless remote control.

VOGUE VISTA THERMOSTATIC SHOWER SYSTEM



A true embodiment of contemporary chic, featuring sleek lines and a modern aesthetic that transforms bathrooms into luxurious escapes. Engineered with advanced thermostatic precision and user-friendly and versatile multi-functionality controls, these showers ensure comfort with every bath.

HYDROBLISS SHOWERS



This is where everyday showers transcend into spa-like retreats, integrating lights into showers and creating a soothing ambience in every bath. These induce chromotherapy, visual allure, therapeutic effects, and the indulgence of a rain shower, all designed to transform a bathroom into a sanctuary of relaxation.

OASIS BATHTUB



The bathtub blends relaxation and elegance in contemporary bathroom design, meticulously crafted for beauty and functionality. These have integrated bath fillers for convenience and immersive comfort, transforming any bathroom into a place of luxury and calm.

Business Review

HINDWARE ITALIAN COLLECTION TILES

CARPET TILES
800x1,600 mm (GVT Tiles)

With a modern aesthetic in mind, these tiles cater to various spaces such as living rooms, bedrooms, prayer rooms and feature walls. Available in a matte finish with intricate multi-carving details, it offers practical benefits like easy installation, design flexibility, and the convenience of replacing damaged sections without the need to redo the entire floor.

Tiles
Dazz Pablo Grey, Dazz Pablo Teal



ROBUSTO SERIES
800x1,600 mm (GVT Tiles)

Exemplifying strength and durability, this tile series features an appealing, luxurious exterior coupled with a strong, sturdy interior structure. With a substantial 9 mm thickness, these tiles promise enduring performance, making them perfect for high-traffic environments like homes, offices, and commercial spaces. The smooth matte surface, devoid of reflections, enhances modern aesthetics while fostering a serene ambience.

Tiles
Harley Aqua, Moongaze Bianco, Hercules Bianco, Hercules Grey, Appolow Snow



HINDWARE TILES ADHESIVE

We extended our product portfolio to include tile adhesives, marking our entry into this segment. Launching eight SKU's and five types of adhesives, grouts, admixture, and tiles cleaners, we cater to the entire tile category, including ceramic and elevation tiles.



BRANDING AND MARKETING INITIATIVES

LEVERAGING IPL PARTNERSHIP

We renewed our partnerships with Royal Challengers Bengaluru and Punjab Kings, reinforcing our commitment to engaging with cricket fans. As the associate sponsor for Royal Challengers Bengaluru for the second consecutive year, Hindware's logo was prominently displayed on the non-leading arm of the players' jerseys. Our longstanding partnership with Punjab Kings also extended into its third year, with the Hindware logo adorning the helmets and caps of their players.

To further elevate the fan experience, we ignited excitement through a comprehensive campaign featuring TVCs, exclusive digital content and interactive experiences.



Business Review

ASSOCIATION WITH CRICKET WORLD CUP AND ASIA CUP

During the Asia Cup, we strategically launched our TV commercial featuring IPL players, aired at India's six matches on several sports channels, ensuring broad exposure to our audience. Additionally, in the ICC Cricket World Cup 2023, we sponsored the Super 4 segment.

The campaign reached viewers through Direct-to-home (DTH) and Connected Television (CTV) platforms, as Hindware's 'Super Fours L Bands' were featured during 50 overs of 48 matches throughout the World Cup.



ELECTION RESULTS DAY CAMPAIGN

We expanded our TV campaign on Election Results Day to enhance brand visibility and engage with a larger audience. The campaign utilised platforms like Connected TV, Mobile, YouTube Live, Jio platform, and News Apps to maximise impact and reach.



PLUMBER LOYALTY PROGRAMME

Recognising plumbers as key partners in driving customer decisions, we launched the industry-first 'Plumber No. 1' loyalty programme in FY 2022-23. The programme offers a dedicated mobile app with QR codes, streamlining information sharing and rewards redemption. It shows appreciation for plumbers' invaluable contributions with regular loyalty benefits awarded weekly. 'Plumber No. 1' goes beyond financial rewards; it fosters long-term growth by recognising top plumbers from each state monthly and offering skill development through training and certification programmes.

Over the past year, Hindware actively engaged with 22,588+ plumbers through 1,400 Plumber Melas across India. The 'Hindware Plumber' app's popularity further underscores its value, with a significant number of registrations – 52,000+ since its launch.



Key Features Launched

- Control Mechanism
- Push Notifications and In-App Notifications
- Verification of active plumbers through mystery calling
- Collaboration with WMPSC resulting in the certification of 2,000 plumbers
- Call Centre for timely issue resolution



COMMUNITY LED INITIATIVE: WORLD TOILET DAY CAMPAIGN

Hindware's 'Build a Toilet, Build Her Future' campaign, launched in November 2020 under the banner of #HygieneThatEmpowers, has made significant progress in improving girls' education. By constructing 300+ toilets in remote state schools, we have enhanced sanitation access and empowered countless girls to continue their studies.

To maximise our impact, we adopted a multi-channel approach, utilising television, radio, social media, and a dedicated website to disseminate vital information. Our partnership with MA My Anchor further strengthened our commitment to addressing the crucial link between hygiene and girls' education.

Together, we are building a brighter future by empowering communities and promoting gender equality through education and sanitation.



hindware

Business Review



QUEO BY HINDWARE 'LET TIME WAIT' PHASE II

The brand continued its 'Let Time Wait' TV campaign starring Aahana Kumra - to strengthen its market presence and reinforce brand recall. This next phase aimed at reaching a wider audience, focusing on leading English and South news channels for extensive coverage and increased viewer engagement.

ENHANCING CUSTOMER EXPERIENCE WITH LACASA IN CHENNAI AND LUCKNOW

We expanded the reach of Lacasa, our premium inspiration hub for architects and interior designers, by launching two new experiential showrooms during the year. These state-of-the-art spaces offer an immersive experience that showcases our innovative bathroom designs and personalised solutions. Customers can explore cutting-edge technology, sophisticated design and receive expert advice to create their dream bathrooms.



HYPER-LOCAL CAMPAIGN

We have initiated a focused campaign across 40 strategic stores nationwide, leveraging radio, outdoor advertising, and geo-targeted digital strategies to enhance brand visibility and drive footfall to our exclusive brand outlets.





DIGITAL INNOVATION: CUTTING-EDGE 360° TILE VISUALIZER

The Visualizer is a digital tool that empowers consumers, dealers, and architects to preview tiles in a virtual setting and offers a range of options to match diverse design preferences.

This tool has been integrated into all brand stores nationwide, enhancing the in-store experience. Customers can now interactively visualise their chosen tiles in their living spaces, enabling informed decision-making and greater confidence in their selections.

BRAND STORES EXPANSION

In FY 2023-24, expanding our tiles distribution network by doubling the number of exclusive brand stores to 80+ locations across India was the highlight. This strategic expansion aims to improve customer accessibility, offering a wide range of trending designs, patterns, and materials in a thoughtfully curated brand environment.



MARQUEE CLIENTS

COMMERCIAL



HOSPITALITY



REAL ESTATE



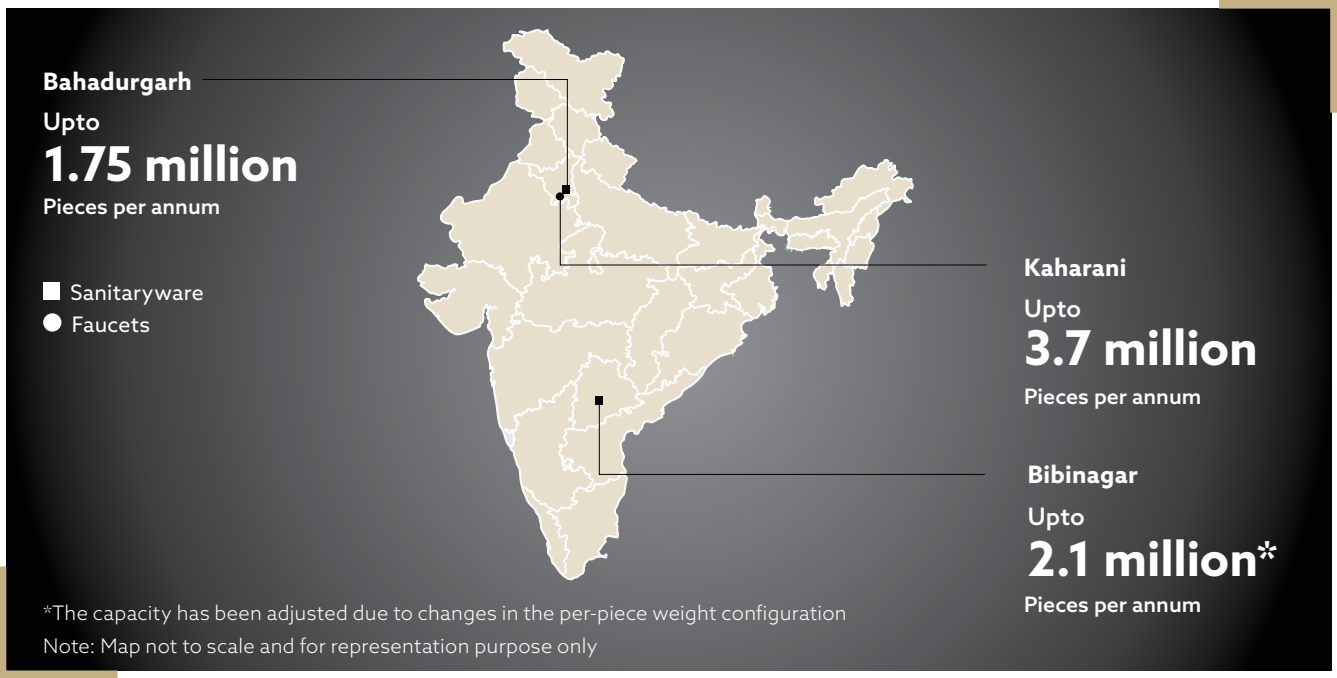
EDUCATION



OTHERS



MANUFACTURING EXCELLENCE



SANITARYWARE

We implemented several advanced technologies to enhance our manufacturing capabilities, including a robotic spraying system for precise application and a pressure casting system to boost productivity. Optimising operations by internalising the grinding of ceramic minerals, we aim to enable better control over material quality and production timelines. Another improvement is replacing the felsite lining with high alumina lining in the ball mill, increasing durability and performance in the manufacturing process.

Maximising the recycling of waste generated from grinding processes, upgrading our infrastructure by installing energy-efficient burners and adopting new screw-type compressors with VFD (Variable Frequency Drive) technology has been a priority during the year. Furthermore, new ranges of matte colours were developed, enriching our offerings to meet diverse consumer preferences and market demands.

We also attained a zero liquid discharge plant status, promoting resource conservation by utilising treated water from our captive Effluent Treatment Plant (ETP) and Sewage Treatment Plant (STP) for gardening and toilet flushing.

We modified conventional girth gear ball mills to belt-driven ball mills, enhancing milling efficiency and reducing power consumption. Additionally, the installation of power generators with dual fuel capabilities has costs.

FAUCETS

Centred on innovative design, water conservation, and in-house manufacturing, we have introduced a new generation of faucets. Our patented Agnese Basin Mixture Tap, alongside the Fabio and Studio Faucet ranges, and four new OTC basins exemplify our craftmanship.

To enhance efficiency and quality, we have implemented Industry 4.0, boosting productivity and throughput.

SUSTAINABILITY INITIATIVES

The installation of Brushless DC (BLDC) motors enhances energy efficiency and lowers the carbon footprint, while a two-core shooter operation with one operator improves manpower utilisation. We also upgraded furnace insulation to minimise heat loss and operational costs. Utilising four Gravity Die Casting (GDC) machines with one induction furnace significantly increased output while lowering energy use.

Solar power panels are installed with a combined capacity of 2,720 kWp with eco-friendly cleaning solutions, maximising renewable energy utilisation and reinforcing a commitment to a greener future.

Our focus on water conservation included employing low-flow technology to reduce water consumption without compromising performance. We optimised water flow with targeted sprayers for efficient cleaning, minimising wastage. Our products feature high-quality components to prevent leaks, ensuring durability and promoting long-term water savings.

Key Certifications

- ISO 9001:2015
- ISO 14001:2015
- ISO 45001:2018
- IAPMO Certified Testing Lab
- IAPMO Certified Products
- GRIHA Certification for Products
- Green Product Certification by CII-Green Products and Services Council

Business Review

PLASTIC PIPES AND FITTINGS

Through strategic SKU expansion, a robust distribution network, a strong focus on customer relationships, and adaptability to market dynamics, Truflo by Hindware continues to be the fastest-growing brand in plastic pipes and fittings in the country. We expanded our product range to include overhead water storage tanks and PTMT faucets and accessories, offering comprehensive plumbing solutions comprising 2,000+ SKUs.

By directly engaging with plumbing consultants and conducting training sessions for our channel partners, we boosted our distribution capabilities, expanding our network to 300+ distributors and 30,000+ retailers nationwide.

Partnering with Reliance Worldwide Corporation, we introduced Truflo SharkBite technology, featuring AENOR-certified multilayer composite pipes with a patented push-to-connect system.

Our premium CPVC piping solutions, manufactured with Durastream CPVC compound from Sekisui Chemical Co. Ltd. offer superior performance for hot and cold water needs.

We are further enhancing our product portfolio by introducing high-value products such as foam core for underground drainage, with plans to manufacture Double Wall Corrugated (DWC) pipes and fire sprinkler systems.



PRODUCT OFFERINGS

Pipes

CPVC	UPVC
PVC	SWR
Column Pipes	Multi-layer composite pipe

Overhead Water Storage Tanks

Bath Fittings
(PTMT faucets and other accessories)

BUSINESS HIGHLIGHTS FY 2023-24

- Introduced new products in existing category and initiated production trials for new category of pipes – foamcore pipes and inspection chambers for underground drainage
- Connected with 1,30,000+ plumbers during the year through multiple engagement programmes
- CPVC pipes and fittings are now Greenpro certified, highlighting commitment to sustainability and quality

PRODUCT LAUNCH

FOAMCORE PIPES FOR UNDERGROUND DRAINAGE

Our easy-to-install foamcore pipes, built with triple layer foamcore technology, are available in both Pushfit & Selfit jointing options. The smooth finish and rodent resistance ensure long-lasting reliability. Manufactured in compliance with IS 16098 (Part 1): 2013 standards, these pipes meet the highest quality benchmarks. Additionally, the fittings are produced according to the EN 1401-1:2009 (SDR 41) standard, guaranteeing compatibility and performance.



PRODUCT MODIFICATIONS

HEIGHT RISER WITH INTEGRATED SOCKET

Our redesigned height risers feature integrated sockets for precise and efficient pipeline adjustments. This innovative solution simplifies installation and ensures accurate height control, saving time and effort for project teams.

TRANSITION (IPSXCTS) COUPLER

Our IPS to CTS coupler offers a seamless transition between different pipe diameters. This innovative solution simplifies the installation process by eliminating the need for additional brass fittings, saving time and effort for builders and installers.

UPVC 8" (200 MM PIPE IN SCH80)

We developed and introduced the 200 mm uPVC SCH80 pipe to meet the demands of high-rise projects, specifically for use in ring main applications for water supply.

Business Review

BRANDING AND MARKETING INITIATIVES

TRU SAATHI

TRU SAATHI is a dedicated loyalty programme designed to recognise and reward plumbers for their continued support of Truflo products. Through the user-friendly TRU SAATHI app, we connect plumbers with our channel partners, fostering a strong and collaborative network. To date, over 50,000 plumbers have joined the programme, with 28,000 plumbers already enjoying the benefits of our reward system.





EVENT PARTICIPATION

We participated in 8+ regional and 3 national industry exhibitions, including prominent events such as Municipalika, the IPA Conference, and Plumbex. These platforms facilitated engagement with key industry stakeholders, including real estate and plumbing consultants.

GreenCO Platinum Rated Sustainable Manufacturing	GreenPro certified CPVC pipes	Green Platinum Rated Factory Building	CIPET (Central Institute of Plastics Engineering & Technology) for CPVC, SWR, PVC Pipes & Fittings	NSF/ANSI 14 for CPVC Pipes & Fittings	CFTRI (Central Food Technological Research Institute) for CPVC & UPVC Pipes & Fittings

MANUFACTURING EXCELLENCE

Committed to environmental stewardship, we operate two green manufacturing plants in Isnapur, Hyderabad, with a combined annual production capacity of 58,600+ tonnes.



Our expansion continues with the upcoming third plant in Roorkee.

58,600+ tonnes
per annum

Note: Map not to scale and for representation purpose only

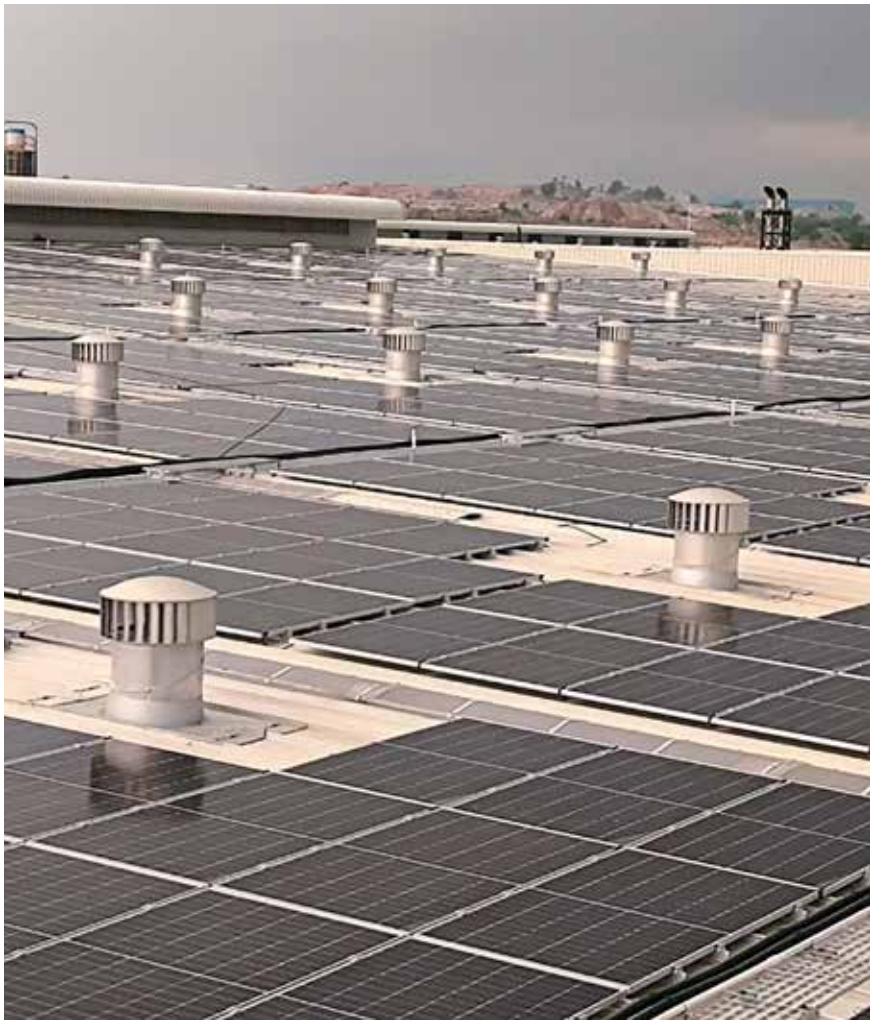
SUSTAINABILITY INITIATIVES

Energy Efficiency and Daylight Harvesting

We prioritise energy efficiency across all factory activities, including production processes and machine operations, transitioning to LED lighting for significant energy savings. Our factory design incorporates daylight harvesting techniques to optimise natural light usage and reduce reliance on artificial lighting.

Solar Power Generation

We have installed a 2.2 MW rooftop solar system, adding to our 640 KWH rooftop solar power system, aimed at substantial long-term power savings.



Business Review

Consumer Appliances

Hindware Smart Appliances emerged as a leading player in India's consumer appliance market with its extensive portfolio ranging from kitchen appliances and kitchen sinks to air coolers, water heaters, and fans. Our focus on understanding and prioritising customer needs drives innovation in intelligent appliances that enhance daily living. Our Pan-India presence is supported by 14,000+ retail outlets and 1,300+ distributors. Strong partnerships with leading e-commerce platforms extend our online market presence, catering to a broad customer base that prefers online shopping. Recognising the importance of after-sales service, we are continually strengthening our service network to provide prompt assistance. Our 180+ kitchen galleries located across the country serve as direct touchpoints, enabling customers to experience our products first-hand and make informed decisions.



FY 2023-24 Performance

₹422 crore
Revenue from operations

15%
Share of total revenue



BUSINESS HIGHLIGHTS FY 2023-24

Expanded existing product categories to extend our reach to a broader audience

Strengthened the kitchen appliances category by introducing the following SKUs:

- 11 chimneys, 22 built-in hobs, 18 cooktops, and 4 sinks

Cooling Segment:

- Added 15 air coolers, 9 ceiling fans and 10 exhaust fans
- Increased BLDC range of chimneys and fans, which are environment-friendly and high on energy saving while delivering enhanced performance

Heating Segment:

- Launched 17 water heaters in the Storage and Instant series

Business Review

PRODUCT CATEGORIES



KITCHEN APPLIANCES

Designed for modern-day homes, our kitchen appliances cater to the diverse needs of our consumers. The product portfolio includes chimneys, cooking range, food waste disposers, cooktops, dishwashers, kitchen sinks, water purifiers, built-in microwaves and ovens & hobs.

WATER HEATERS

The range, including Storage, Instant, Gas, and Heat Pump Water Heaters are enabled with advanced technologies such as Exclusive O'Pro Protection and Titanium Core Shield. These assure safety, durability and fresh hot water for consumers. Our range spans from 1 to 50 litres, with Heat Pump Water Heaters available in 150- and 200-litre sizes.

AIR COOLERS

Air cooler models under Desert, Personal and Window categories vary from 12 to 125 litres capacities. It includes exciting features such as turbo cool fan technology, Bacto-shield Honeycomb technology and IoT connectivity. All products are equipped with advanced features that guarantee comfort for the customer while delivering on the look factor.

FANS

Our lineup of fans is crafted for contemporary homes, offering aesthetic designs and a range of energy-efficient MaxXGreen BLDC motor ceiling fans. We offer ceiling fans, exhaust fans, and portable fans, where the portable selection features table fans, pedestal fans, and wall-mounted fans to suit diverse preferences and needs.

KITCHEN AND FURNITURE FITTINGS

Under our partnership with Formenti & Giovenzana, a leading Italian furniture fittings and solutions brand, we offer kitchen and furniture fittings products such as MS Slide-On, Integrated 2D/3D two way and ESH one-way 3D soft close hinge, corner pie, wide angle and blind hinge, comfy normal and silent telescopic channel, Excel under mounted drawer channels, Uniplus, Unilux and Rigo drawer system, Aerolift liftups and Libera air hinge. Engineered to meet the demands of the modern kitchen, the products offer Italian design and the reliability of the Hindware brand.

LAUNCHES DURING FY 2023-24

KITCHEN APPLIANCES

Aurelia Auto Sense Chimney 90 cm



This is India's pioneering chimney equipped with AI Smart Technology. It autonomously adjusts to kitchen conditions using AQI, temperature, and humidity sensors, ensuring optimal performance. Featuring Max Silence technology, it is 32% quieter, leading to a more peaceful kitchen environment.

Graphite Hob Series



The Series offers premium features, including scratch-resistant matte grey 8 mm toughened glass, elegant silver-trimmed edges, a concealed burner system and flame guard pan support. These elements enhance safety and elevate the aesthetic appeal of a kitchen with its sophisticated design.

Cooktop Arturo Series



Available in four variants, it is a premium stainless steel cooktop choice. Featuring a sleek matte finish, powerful jumbo brass burners, elegant chrome knobs, and a robust 2+5-year warranty on key components, it combines style with reliability.

Octavius Sinks



It is a stainless steel sink featuring dual sound absorption and a hygienic anti-bacterial surface. It includes six accessories, such as a handy pull-out mixer, and comes with a reassuring 25-year warranty.

Business Review

AIR COOLERS

Snowblast 100L and 75L



This air cooler utilises Turbo Cool fan technology, offering a robust air throw of 5500 CMH through its 18″ large aluminium 5-leaf blade. Enhanced with Bacto-shield Honeycomb pads, it ensures fresh, hygienic, and odour-free air circulation. Featuring a spacious tank capacity and honeycomb pads, it has a large ice chamber for quick cooling, a transparent water level indicator, and automatic swing control.

Iceburst 85L and 65L



This cooler is enhanced with Bacto-shield Honeycomb pads and leverages Turbo Cool fan technology, minimising bacterial growth while ensuring fresh, hygienic and odourless air. It includes an ice chamber for rapid cooling and is compatible with inverters, ensuring efficient and versatile cooling solutions.

Icecrest 45L



Featuring Bacto-shield Honeycomb technology, this cooler ensures fresh, hygienic air and 360-degree cooling coverage. It includes 4-way air deflection and automatic swing control to maintain uniform air circulation. With high air delivery of up to 2,250 CMH, it ensures efficient cooling in any environment.

Omnicool Plus 38L



Hindware's 38L air coolers are versatile and compact, ideal for homes, small rooms, offices, and shops. They feature a robust blower for high air delivery, ensuring fresh and odourless air with Bacto-shield Honeycomb pads. Equipped with smooth castor wheels and inverter compatibility, they provide both convenience and efficiency.

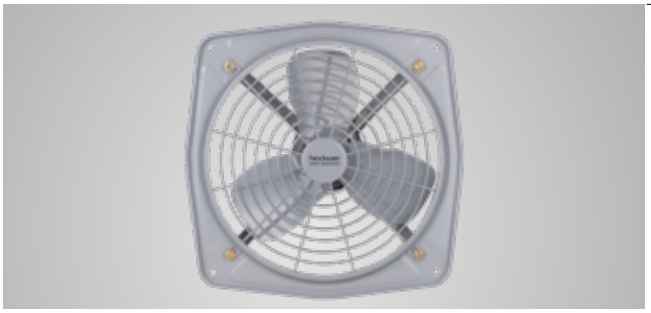
FANS

Saud 1200 mm



Engineered with a premium-finish body, the highly-efficient MaxXGreen BLDC motor and inverter stabilisation technology guarantees uninterrupted performance. This innovation enhances energy conservation and features remote control functionality, setting a standard in home appliance excellence.

Zorio MX and Vents Air MX



These exhaust fans are offered in 230 mm and 300 mm sizes, featuring a sleek powder-coated premium paint finish designed for high efficiency and deliver robust airflow. With metal blades that ensure powerful air thrust and a sturdy metallic guard for safety against external objects, these fans combine durability with effective performance.

WATER HEATERS

Amour Neo, Elicio Neo and Xceed Neo



With a Glass Coat Pro+ water tank and a stellar 5-star BEE rating, these storage water heater guarantees energy efficiency. Engineered for tall buildings, its durable construction and patented O'Pro technology ensure consistent, long-lasting performance.

Compacto Plus



This water heater features finest quality copper heating element for rapid heating and includes a pressure release valve for enhanced safety against pressure build-ups, automatically adjusting to external temperatures.
The tank comes crafted from high-grade stainless steel, it resists corrosion, ensuring longevity.

Business Review

BRANDING AND MARKETING INITIATIVES

KITCHEN APPLIANCES OTT CAMPAIGN

Strategically launched across major markets, including Delhi NCR, Rajasthan, Punjab, Uttar Pradesh, Uttarakhand, Karnataka, Telangana, Maharashtra, Bihar, Madhya Pradesh, West Bengal, and Gujarat, our campaign achieved significant success.





WATER HEATERS OTT CAMPAIGN

Targeting markets such as Delhi NCR, Jammu and Kashmir, Punjab, Rajasthan, and Uttar Pradesh, the campaign garnered a positive click-through rate (CTR), amplifying our brand impact. By aligning with popular shows like 'Big Boss Season 17', 'Asur', and 'Khatron Ke Khiladi', as well as blockbuster movies, we significantly enhanced brand awareness.



FESTIVE DIGITAL DRIVE

During the festive season, we promoted water heaters and chimneys on leading e-commerce portals such as Amazon and Flipkart. Our strategy included sponsored ads and brand video campaigns aimed at boosting brand visibility and driving sales during this peak period.



BOLSTERED RETAIL FOOTPRINT

We launched 'Universe', our flagship brand store in Gurugram, dedicated to showcasing Hindware's cutting-edge smart appliances. Expanding strategically, we have added to our network of brand stores in Tier 1 and Tier 2 cities, bringing our nationwide count to 180+ active exclusive brand stores. We have strengthened our distribution capabilities by adding 117+ new networks for fans and air coolers.





hintastica

Hintastica Private Limited (HPL) – Water Heaters

Our advance facility integrates cutting-edge manufacturing technologies to ensure safety, quality, and process control, delivering superior water heating solutions. We launched five new ranges of cylindrical water heaters in our inaugural season, tailored to diverse preferences and distributed across India, with exports to key SAARC nations like Nepal and Sri Lanka.

To enhance our commitment, we have established an in-house R&D and Quality Testing Laboratory. We prioritise operational efficiency through motion studies and line balancing, optimising resource allocation and reducing waste.

In environmental stewardship, we have validated a new enamel that requires 20°C less baking temperature, resulting in 5% lower LPG consumption and optimising machine use to cut electricity costs. Our zero-discharge plant treats wastewater, supporting green spaces and groundwater recharge for sustainable operations.

KEY CERTIFICATIONS

- IEC certification for all product ranges
- ISO 9001:2015 certification for the plant
- BEE star rating of 5* for all products

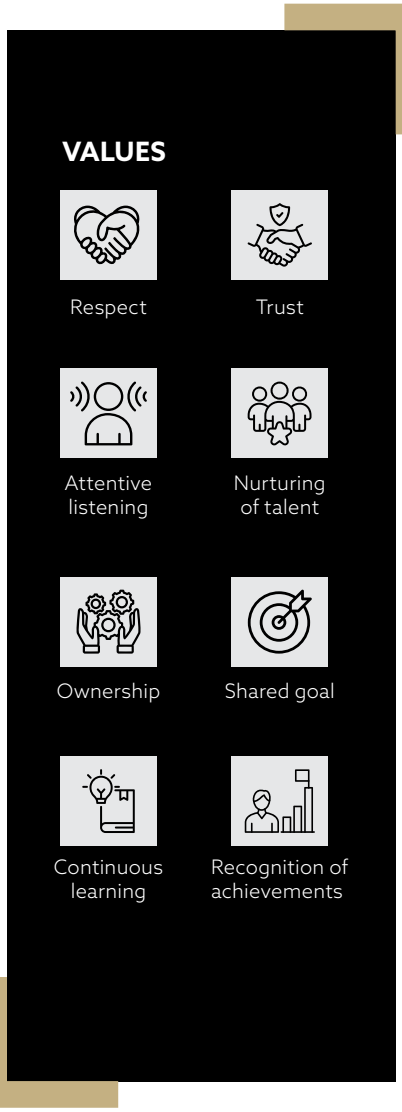
People-centricity

Nurturing Unity

As we grow and broaden our scope, we are cultivating a cohesive organisational culture. We have ingrained Accountability, Collaboration, and Talent (ACT) as foundational values that guide our operations and influence our decisions. Through strategic initiatives, a culture that promotes effective collaboration and aligns employees with common business goals is fostered.

Truflo by Hindware was certified 'Great Place to Work' by the Great Place to Work Institute, India for the third consecutive year





DRIVING PEOPLE EXCELLENCE

We are building a unified, high-performing culture where every employee feels valued and empowered. By fostering collaboration and a strong 'one company' ethos, we are creating an environment where diverse perspectives thrive.
Our commitment to inclusion ensures that every team member contributes fully to our shared success.

To cultivate excellence, we invest in our people through skill enhancement programmes and initiatives like Six Sigma. We are leveraging digital platforms to optimise operations, boost productivity and equip our workforce for the future. This holistic approach positions us for sustained growth and achievement.

EMPLOYEE INITIATIVES DURING FY 2023-24

Learning and Development

The Academy

To nurture continuous learning and growth, we have launched the Academy, a comprehensive platform designed to equip employees with the skills and knowledge needed to excel in their roles.

Suite of Features

- **Tailored Learning:** A curated library of courses, webinars, and training materials aligned with individual roles, interests and development goals
- **Content Development:** Interactive modules and engaging videos to make learning enjoyable and impactful
- **Streamlined Compliance:** Timely mobile notifications to ensure adherence to compliance programmes
- **Personalised Learning Dashboard:** Individual dashboards are set for employees to monitor their progress, completing courses, taking assessments, and achieving learning objectives
- **Accessibility:** Convenient on-the-go learning through the app on desktops, laptops, and smartphones
- **Hybrid Learning Experience:** Employees are encouraged to take part in a curated catalogue of skill-based programmes offered in classroom, virtual, or hybrid formats to enhance knowledge and productivity

Empowering our People: Learning Fridays

'Learning Fridays' is a weekly initiative that offers a diverse range of sessions, workshops, and trainings designed to expand employee horizons. The programme empowers our employees to explore new ideas and unlock their full potential, enhancing technical skills, developing leadership capabilities and promoting team building.

'Reflection': A 360-Degree Feedback Programme

We introduced 'Reflection', a comprehensive 360-degree feedback programme designed to drive personal and professional growth. 'Reflection' provides a comprehensive view of performance by gathering feedback from peers, supervisors, and subordinates. This input helps identify employee strengths and development areas, enabling HR to develop and implement targeted programmes to accelerate career growth.

Campus Recruitments

We are committed to building a high-performing team by investing in top talent. To achieve this, we actively engage with top B-schools across India to hire individuals who share our passion for innovation and excellence. Our strategic recruitment and development initiatives focus on cultivating a diverse workforce that aligns with the dynamic nature of our business.

Employee Engagement

Committed to employee empowerment, we developed a dynamic social intranet, significantly enhancing organisation-wide productivity.

SIG Cricket League

The SIG Cricket League was launched to foster camaraderie and teamwork among employees. Twenty teams from across the Group participated in a spirited competition, culminating in the crowning of a League Champion. The event showcased exceptional sportsmanship and camaraderie among all participants.



Promoting Financial Wellness for Female Employees

We are committed to empowering our female employees to achieve financial independence and security. To accomplish this, we launched a comprehensive financial wellness programme in partnership with Bajaj Capital Ltd. This programme offers ongoing investment advisory sessions, tailored workshops, and personalised guidance to equip our female employees with the knowledge and tools to build a strong financial future.

Employee Volunteerism

We believe in giving back to the communities we serve and empowering our employees to make a positive difference. While continuing our commitment to community-led initiatives and programmes, we expanded our social impact efforts through a partnership with Bharti Foundation, dedicated to enriching underprivileged children through education.

Our partnership with Bharti Foundation focuses on supporting students from Satya Bharti Schools across five states and the Quality Support Programme across eleven states. By organising volunteer initiatives, we encourage employees to share their time and skills to uplift these communities. Together, we strive to create a lasting positive impact on the lives of these students.

Digital Initiatives

HR Chatbot

To further improve employee satisfaction, we introduced 'Hum Tum', an AI-enabled HR chatbots that ensure faster responses to queries, offering instant HR solutions, policy guidance, and operates round the clock.

Rewards and Recognition (R&R) Portal

To cultivate a culture of appreciation and high performance, we introduced the Wall R&R portal. This digital platform empowers employees to acknowledge and reward their colleagues' exceptional contributions. By providing a centralised space for recognising outstanding achievements, the portal has significantly boosted employee morale, engagement, and motivation.

Board of Directors – Hindware Limited







MR. SANDIP SOMANY

Chairman and Managing Director

- Commerce graduate and a diploma holder in Ceramic Manufacturing Technology from the US
- 39 years work experience in the ceramics and glass industry
- Past-President of PHD Chamber of Commerce and Industry (PHDCCI)
- Past-President of International Chamber of Commerce - (headquarter in Paris) India Chapter
- Past-President of Federation of Indian Chambers of Commerce and Industry (FICCI)
- Chairman of the Indian Council of Sanitaryware Manufactures (INCOSAMA)
- Chairman of Corporate Affairs Committee and Corporate Social Responsibility Committee of the Company

MR. GIRDHARI LAL SULTANIA

Non-Executive
Non-Independent Director

- Commerce graduate, fellow Chartered Accountant, fellow Company Secretary and consultant by profession
- Possesses vast knowledge and experience of Financial Restructuring, Corporate Laws and Legal Compliance
- General member of Association of Corporate Advisers & Executives

MR. SALIL KUMAR BHANDARI

Independent Director

- Fellow Chartered Accountant, Commerce graduate (Honours) and Diploma in Business Administration
- Founding partner of BGJC & Associates LLP, a well-respected audit and management consulting firm based in New Delhi
- Experience in counselling top management in strategy implementation, scaling up of business, organisational development and management and family structures
- Former President of the PHD Chamber of Commerce and Industry (PHDCCI)
- Member of National Executive Committee of FICCI
- Currently on the Board of the Indian Institute of Management (IIM), Indore
- Former Chairperson of Society for Integrated Development of Himalayas (SIDH)
- Former member of Task Force – Commission on Centre State Relations, Government of India
- Former Managing Committee member at ASSOCHAM
- Former member of the Advisory Committee, Department of Company Affairs, Government of India







MR. ASHOK JAIPURIA
Independent Director

- Qualified in Business Administration and Marketing Science
- Chairman & Managing Director of Cosmo First Ltd. an Indian MNC, which is into manufacture and export of Biaxially Oriented Polypropylene (BOPP) Films
- Member of the Board of Governors of Public Health Foundation of India (PHFI), Gurugram
- Former member of the Board of Governors of the Indian Institute of Technology, Indore and Patna
- Former Executive Committee member of FICCI, New Delhi
- Former member of the Board of Governors of the Institute of Liver and Biliary Sciences
- Former President of Golf Foundation, an organisation that helps the underprivileged potential golfers in India
- Founder Trustee of Cosmo Foundation, an organisation that imparts education to the underprivileged

DR. RAINER SIEGFRIED SIMON
Independent Director

- German citizen and professional with 37+ years of experience in international building products businesses
- Doctorate and has a degree in Business Administration from St. Gallen University, Switzerland
- Owner of Birch Court GmbH since 2005
- Former President and CEO of Sanitec International AG (Europe's largest sanitaryware manufacturer)
- Held Senior Management positions at Friedrich Grohe AG (largest player in faucets business in the world), Continental AG and Keiper-Recaro and others
- Member of the Board, Lecico Egypt S.A.E.

MS. ALPANA PARIDA
Independent Director

- Graduate from IIM Ahmedabad and has a degree in Economics from St. Stephens, Delhi University
- 28+ years of experience in retail and marketing communications in the US and in India
- Expertise in merchandising, bridged strategy and design, customer centricity and profitability, semiotics and ethnography, analytics and consumer insights, all with a design thinking approach to growth and profitability
- Current President of DY Works, India's oldest and largest branding firm; prior to that, she was the Head of Marketing at Tanishq, a prominent jewellery brand in India
- Conducts branding workshops for large corporates and is also associated with various NGOs
- Member of the Board of Governors of IIM, Ranchi
- Founded her own company, Tiivra Ventures. Tiivra is aiming to become a cult brand with young men in India, focusing on motorcycle riders. The first offering from this rider-centric brand will be Composite Fiber Motorcycle Helmets which was launched in May 2022

Management Discussion and Analysis



Economic Environment

GLOBAL

The global economy in 2023 demonstrated resilience, with better-than-expected growth and improved supply chain conditions. Despite geopolitical tensions, global growth remained steady, following a moderated growth rate of 2.3% in 2022, global growth is estimated to reach 3.2% in 2023.

Decisive monetary policy actions and enhanced frameworks, particularly in emerging markets and developing economies, have helped anchor inflation expectations. Global inflation is expected to steadily decrease from 6.8% in 2023 to 5.9% in 2024 and 4.5% in 2025. Advanced economies are anticipated to reach their inflation targets sooner than emerging markets and developing economies. Core inflation is generally projected to decline at a slower pace.

Outlook

Global growth in 2024 is expected to remain stable, maintaining the same pace as in 2023, although it will be lower than the annual average of 3.8% reported between 2000 and 2019. This growth is anticipated to be supported by a stronger performance in advanced economies, particularly with the recovery of the Euro area from the low growth of 2023. Emerging Markets and Developing Economies (EMDEs) are expected to experience stable growth through 2024 and 2025, with regional differences.

INDIAN

The Indian economy remained resilient amidst global challenges. Strong consumer demand, a vibrant manufacturing sector, and continued government investment in infrastructure helped India to become the fifth-largest economy in the world. It is expected to grow at 7.6% in FY 2023-24, from 7.0% reported in FY 2022-23. The average monthly GST collection for the financial year reached ₹1.68 lakh crore, surpassing the previous year's average of ₹1.5 lakh crore.

India's manufacturing sector and investments in infrastructure are driving the country's continued robust economic growth, with the real estate, renewable energy, and automobile sectors expanding rapidly.

The Indian economy experienced significant growth in Q3 FY 2023-24, achieving an 8.4% increase. This growth was driven by strong performances in the manufacturing, electricity, and construction sectors. Consequently, the National Statistical Office revised its GDP growth estimate for FY 2023-24 from 7.3% to 7.6%.

Outlook

According to the latest reports from NCAER, the Indian economy is expected to register growth exceeding 7%, driven by robust high-frequency indicators, continued investments by the Indian Government in the infrastructure sector, strong domestic demand, and a pick-up in exports. Given this buoyant outlook, the IMF predicts that India will become the fourth-largest global economy, surpassing Japan, by 2025.

Source: IMF World Economic Outlook April 2024

Management Discussion and Analysis

Building Products

INDUSTRY REVIEW

In FY 2023-24, growth in the sanitaryware, faucet, and tiles segments was slower due to the focus on completing delayed real estate projects and subdued customer sentiment. However, we expect demand to increase across these sectors as new projects begin and ongoing ones near completion. Initiatives like Swachh Bharat Abhiyan and Bharat Tap, along with changing consumer preferences for visually appealing, water-saving, and sustainable products, will drive growth. Additionally, factors such as urbanisation, a growing middle class, and increased e-commerce accessibility will further support market expansion. Our integrated approach to the Bathware business positions us well to leverage these trends and achieve sustained growth.





Plastic Pipes and Fittings

Over the last 12-15 months, the market volume has continued to grow, but sales numbers have been muted due to a drop in raw material prices. The Indian Government's investment in infrastructure, coupled with favourable policies and initiatives, is reshaping the construction sector. Government initiatives such as the Smart Cities Mission, Atmanirbhar Bharat Abhiyan (Self-Reliant India Campaign), and Pradhan Mantri Awas Yojana (Prime Minister's Housing Scheme) are driving demand for plastic pipes. Additionally, rapid urbanisation in India will further fuel market expansion.

BUSINESS REVIEW

Our Building Products business offers a wide range of products, including sanitaryware, faucets, premium tiles, and plastic pipes and fittings, serving diverse needs in India's construction and infrastructure sector.

Under our Bathware business, we focus on continuously launching new products tailored to customer preferences, providing a comprehensive range that caters to all consumers. We have invested significantly in establishing a robust presence nationwide, with 660+ brand stores, 35,000+ retail outlets, and 500+ distributors.

Furthermore, we have expanded our offerings to include a diverse range of premium tiles to meet the growing demand for top-tier tiling solutions in residential, commercial, and retail settings. With support from distributors and retailers nationwide, we are well-positioned to drive innovation in this category.



To enhance our market share in the plastic pipes and fittings sector, we are intensifying efforts to diversify our product portfolio and provide comprehensive plumbing solutions. This includes introducing foam core pipes and inspection chambers, initiating plans for producing PTMT Faucets and Accessories. This expansion is in line with our strategy of offering cutting-edge products to meet evolving market demands. With a commitment to ongoing product innovation and development, we currently offer 2,000+ SKU's, with numerous additions in the pipeline. We have a network of 300+ active distributors and 30,000+ dealers, ensuring widespread accessibility of our products.

To read more about the performance of the Bathware business, please refer **12**

Outlook

Bathware

Our strategy centres on enhancing customer experiences through standardised brand stores, creating a welcoming atmosphere complemented by curated buying experiences delivered by highly skilled bath consultants with in-depth product knowledge.

To ensure sustained growth, we will rigorously analyse our distribution channels to identify untapped market opportunities. We will also expand our product range to meet evolving customer preferences and focus on strengthening our premium offerings.

To build brand awareness and drive sales, we will intensify our marketing efforts, leveraging influencer partnerships with architects, interior designers, and plumbers. Additionally, we will continue to explore growth opportunities within the institutional market segment through a strategic approach.

Pipes

We will adopt a multi-pronged strategy to drive growth and expand our market footprint. This includes scaling up our distribution to new regions, enhancing our product portfolio with higher value-added segments, and leveraging influencer marketing to build brand awareness. Additionally, expanding our Roorkee plant will create new opportunities and strengthen our overall market position.

Management Discussion and Analysis

Consumer Appliances Business

INDUSTRY REVIEW

In FY 2023-24, the demand for consumer appliances in India witnessed a slowdown, reflecting the challenging and dynamic conditions prevailing in the industry. Factors such as weak consumer sentiment due to the inflationary environment and an increased cost-of-living, were primary contributors to this subdued demand. Additionally, supply chain disruptions and shifts in consumer spending habits amidst economic uncertainty further dampened the demand for consumer appliances.

In the coming years, rising disposable incomes, urbanisation, technological advancements, government initiatives, e-commerce growth, changing consumer preferences, smart home technology, and infrastructure development are expected to contribute to the growth of the consumer appliances market in India.

BUSINESS REVIEW

As a prominent player in India's consumer appliances market, Hindware Smart Appliances offers a diverse range of products tailored to meet the evolving needs of consumers, ranging from chimneys, cooktops, dishwashers, sinks, built-in microwaves, ovens, hobs, air coolers, fans, water heaters and kitchen and furniture fittings.

As part of our strategy, we continuously strengthen our product portfolio by introducing newer product categories to cater to evolving consumer needs. We are committed to enhancing accessibility for our customers through a multi-faceted approach. Firstly, we have established kitchen galleries across the country, including Tier 2 and Tier 3 markets, serving as direct touchpoints for customers to experience our products first-hand and make buying decisions. Secondly, our strong partnerships with leading e-commerce platforms are helping us expand our online market share and reach a broader audience of customers who prefer online shopping.

Moreover, we are at the forefront of innovation, integrating smart technology into our appliances. This includes IoT connectivity, app control, and AI-powered features, providing consumers with enhanced convenience and efficiency in their daily lives.

Further, we understand the importance of after-sales service in ensuring customer satisfaction; therefore, we are strengthening our network to provide prompt assistance.

In alignment with our country's commitment to Make in India, we are reducing our reliance on imports by forging partnerships with renowned contract manufacturers in India. This strategic approach not only ensures better control over quality and reduced lead times but also supports local manufacturing, contributing to the growth of the Indian economy.

To read more about the performance of the Consumer Appliances business, please refer **32**



Outlook

Moving forward, our Company focuses on expanding the kitchen appliances sector and increasing accessibility by opening more kitchen galleries nationwide. We will continue to enhance our product portfolio to meet evolving consumer needs and reduce reliance on imports across all categories. Additionally, we remain committed to cost optimisation initiatives, ensuring efficient operations and sustainable growth. This strategic approach positions us to uphold our prominent position in the industry and drive innovation.

Risk Management

At Hindware Home Innovation Limited, we recognise the importance of effective risk management in ensuring the long-term success and sustainability of our organisation. In the dynamic realm of business, navigating uncertainties requires a robust framework for systematically assessing both internal and external risks. At Hindware Home Innovation Limited, we take proactive steps to mitigate and manage these risks, ensuring the durability and perpetuality of our enterprise.

It is imperative that risk management is not just a compliance requirement but a strategic necessity. It is an ongoing process that involves identifying, assessing, and mitigating risks that could impact our business operations, financial performance, and reputation. By proactively managing risks, we can seize opportunities for growth and innovation while minimising potential negative impacts.

The Hindware Home Innovation Limited Board takes an onus on risk management and plays a crucial role in spotting the likely sources of potential risks and guiding our risk management efforts. They provide strategic direction and ensure that risk management practices are integrated into our overall corporate governance framework.

OVERVIEW

The Company employs a comprehensive risk management framework to assess and analyse strategic, operational, financial, and compliance risks. We also track the efficacy and efficiency of risk reduction and management strategies.

To systematically handle important risks identified by our businesses and operations, we implement essential mitigation actions continuously. Our Audit Committee, which is supervised by the Board, is responsible for keeping an eye on the effectiveness of our risk management process and for identifying any upcoming risks.

KEY DIMENSIONS

- Hindware Home Innovation Limited implements a rigorous process that dynamically incorporates identified hazards, measuring and reporting them against predetermined criteria based on likelihood and potential impact on the Company.
- To develop our risk profile, we analyse various scenarios in the internal as well as external environment. This strategic approach informs the development of our overarching strategy, fundamental operations, and various engagement tactics, ensuring that we remain agile and proactive in addressing emerging risks.
- The Audit Committee reviews the strategies developed in the intellectual exercise before final approval by the Board.
- Annually, the Directors evaluate the Company's long-term financial stability and operational viability, examining primary risks, including market conditions, regulatory compliance, technical improvements, and financial performance. This assessment is crucial for identifying and managing risks and challenges to the Company's long-term viability, ensuring its performance and survival.

CAUTIONARY STATEMENT

The Management Discussion and Analysis may contain forward-looking statements that describe our Company's objectives and predictions in accordance with applicable laws and regulations. However, actual results may significantly differ from the forward-looking statements included in this document due to various risks and uncertainties. These risks and uncertainties may include the impact of economic and political conditions in India, fluctuations in interest rates, and new regulations and government policies that may affect our Company's business and its ability to implement future strategies. Our Company does not assume responsibility for updating these statements.

Management Discussion and Analysis

KEY RISKS AND THEIR MITIGATION PROCESS

We at Hindware Home Innovation Limited have classified our risks into three categories namely, external, operational and financial. The mitigation strategy is as follows:

External Risks		
Nature	**Key Risks and their Definition**	**Mitigation Strategy**
Economic, Political and Market Risk 	The business may be negatively affected by a decrease in macroeconomic activity, disturbances in the global market, and geopolitical tensions. Additionally, an increase in inflation and interest rates could also have an impact on consumer demand.	The strategic diversification of our business portfolio across multiple segments serves as a pivotal measure to mitigate dependency on any one sector. This approach yields several key advantages, including bolstering our resilience in the face of market fluctuations, optimising cost structures, enhancing operational efficiency, broadening our customer base, and facilitating access to new avenues of growth and opportunity. The Board consistently provides direction and annually reviews the process of identifying potential risks and the measures taken to mitigate them.
Competition Risk 	Growing competition could impact pricing power and erode profitability.	We are aware of the most recent industry developments and continually execute strategies to strengthen our competitiveness. Our consistent commitment to research and innovation allows us to stay ahead of our competitors while also meeting our clients' enhancing demands. Furthermore, our omnichannel distribution strategy enables us to serve a large consumer base across the country.
Consumer Risk 	Consumer preferences are always in flux. Failure to adapt to changing consumer preferences may result in a decreased uptake of products or services.	To ensure our offerings stay relevant and up to date, we rely on a cohesive consumer feedback system. This allows us to understand their unique needs and customise our product accordingly.

Operation Risk		
Nature	**Key Risks and their Definition**	**Mitigation Strategy**
Product Quality Risk	The inability to uphold the quality of a product can have negative consequences on sales, putting the sellers reputation at risk.	Our position among the top five brands in several categories proves our commitment to maintaining high quality standards. We strictly follow specified quality standards.
Technology Risk	Our competitiveness may be reduced by using obsolete technology.	We prioritise worldwide technical breakthroughs and invest in cutting-edge technology to deliver superior quality products. We can preserve our competitive edge by forming partnerships and alliances with global technological pioneers.
Employee Risk	Failure to both attract and retain employees has the potential to negatively impact our strategic goals for growth.	Our Company cultivates an environment that champions and supports equality, enabling our employees to flourish. We nurture a culture of ongoing learning to facilitate the professional growth of our team as they progress in their careers.
Distribution Risk	The evolving buying habits of customers have the potential to endanger our distribution network, which could ultimately impact our profitability.	Our Company has expanded its reach through traditional and digital channels in an all-encompassing strategy to distribution. We have made investments in online presence and embraced digital technology to make sure that our customers can easily access our products and services across a variety of e-commerce platforms. We have worked to improve and fortify these strategies while also acknowledging the ongoing significance of our conventional distribution channels. Because of this, we have been able to develop an efficient omnichannel distribution system that offers our clients a flexible and convenient way to make purchases.

Management Discussion and Analysis

Operation Risk		
Nature	**Key Risks and their Definition**	**Mitigation Strategy**
Operating Efficiency 	Failure to effectively utilise our logistics network, stores, and support units has the potential to negatively impact our profitability.	We frequently analyse and evaluate the operations of our logistics network, putting policies in place to improve, automate, and examine our procedures. We now have a more effective and efficient market presence as a result of our adoption of the franchise store model.
Cyber Security 	The possibility of cyber attacks poses a threat to the continuity of our operations.	Significant investments have been done in the creating of a resilient IT infrastructure with the goal of mitigating any potential cyber security risks and ensuring the integrity of our organisation's data.
Business Continuity Risk 	Unforeseen events such as pandemics or major incidents have the potential to impact our day-to-day operations and cause a ripple effect on our organisation's performance.	Following a thorough study of the market landscape, our management implemented a number of actions to limit the pandemic's impact. We are constantly monitoring infection rates and tailoring our response plan to the ever-changing environment.
Brand Legacy 	As our customers interact with our brand through various mediums such as electronic, print, and social media, any misleading perceptions of our Company has the potential to impact on sales.	Our Company places emphasis value on maintaining a strong brand equity we have created over the years. To reach a wider audience and successfully communicate our brand message, we use both traditional and digital communication methods.

Financial Risks		
Credit Profile 	The inability to obtain short-term and long-term working capital at a favourable interest rate has the potential to hinder our capacity to fulfil our liquidity needs, which could negatively impact our operations.	Our Company places a major emphasis on optimising working capital requirements by optimising our inventories & receivables cycles, and payables cycle. Furthermore, we are constantly pursuing initiatives to ensure that our Company has access to competitively priced short-term and long-term debt, as well as the ability to elongate the maturity of new indebtedness.

Financial Risks		
Nature	**Key Risks and their Definition**	**Mitigation Strategy**
Credit Rating Risk 	A reduction in our credit ratings has the potential to impede our ability to secure additional financing and could negatively impact the interest rates and other commercial terms associated with financial institution.	We have a consistent track record of fulfilling our debt obligations and have positive relationship with our banking and financial institutions. Regular communication with lenders and rating agencies helps instil trust in our financial performance.
Currency Risk 	Profitability may be negatively affected by fluctuations in foreign currency exchange rates.	We defend our position by executing proper hedging techniques as needed. Our participation in forward and option contracts helps to mitigate foreign exchange risk.
Legal Risk 	Failure to comply with regulations may result in penalties and damage our reputation.	We focus on maintaining a strong governance system to ensure compliance with laws, regulations, and current rules. Our constant communication and reporting to regulatory organisations encourage transparency.

Internal Control

Our Company is committed to maintaining an efficient internal control environment that ensures operations are conducted securely and orderly, assets are protected, fraud and errors are prevented and detected, accounting records are completed on time and accurately, and reliable financial information is prepared. Our internal control systems are intended to be consistent with the Principles of Governance. The Audit Committee of the Board of Directors, which includes Independent Directors, is in charge of evaluating the performance of our Company's internal control systems. This includes evaluating the annual plan, important audit findings, the effectiveness of internal controls, and adherence to accounting standards and regulations.

Internal Financial Control

Our internal control architecture is in line with industry best practices for companies of similar size, nature, and complexity. We periodically examine and test this framework to discover opportunities for improvement.

Directors' Report

Dear Members,

Your Directors are pleased to present the Seventh Annual Report and the Company's audited financial statements for the financial year ended 31 March 2024.

FINANCIAL RESULTS

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

(₹ in lakh)

Particulars	Standalone		Consolidated	
	2023-2024	2022-23	2023-2024	2022-23*
Revenue from Operations	44,482	55,692	2,80,003	2,87,229
Add: Other Income	4,248	4,360	3,716	3,561
Total Income	**48,730**	**60,052**	**2,83,719**	**2,90,790**
Profit before tax	**(5,355)**	**1,870**	**5,674**	**10,299**
Less: Tax expenses	(1,756)	810	1,999	3,653
Profit after tax	**(3,599)**	**1,060**	**3,675**	**6,646**
Add : Profit/(Loss) from joint venture	-	-	(912)	(891)
Profit for the year (i)	**(3,599)**	**1,060**	**2,763**	**5,755**
Less: Profit allocable to Non- Controlling Interest (ii)	-	-	186	46
Other Comprehensive Income (net of tax)	14	(5)	(8)	(98)
Total Comprehensive Income	**(3,585)**	**1,055**	**2,569**	**5,611**
Add: balance brought forward (iii)	6,690	5,630	46,247	41,131
Less: Adjustment for change in ownership interest (iv)	-	-	-	(593)
Amount available for appropriation [(i)-(ii)+ (iii) + (iv)]	**3,091**	**6,690**	**48,824**	**46,247**
APPROPRIATIONS:				
Dividend paid on equity shares	(361)	-	(361)	-
Balance carried forward	**2,730**	**6,690**	**48,463**	**46,247**

(Figures have been rounded off)

*Previous period figures have been regrouped/re-arranged wherever considered necessary to confirm to the current year's classification.

OPERATIONAL REVIEW

On a consolidated basis, revenue from operations for FY 2023-24 was ₹ 2,80,003 lakh as compared to ₹ 2,87,229 lakh in FY 2022-23. Earnings before interest, tax, depreciation and amortisation ("EBITDA") was ₹ 27,488 as compared to EBITDA of ₹ 28,107 lakh in FY 2022-23. Profit for the year was ₹ 2,764 lakh as compared to ₹ 5,755 lakh in FY 2022-23.

A. Building Products Business

The Building Products Business revenue from operations stood at ₹ 2,35,464 lakh in FY 2023-24 as against ₹ 2,31,514 lakh in FY 2022-23. The business posted EBIT of ₹ 21,443 lakh as against EBIT of ₹ 17,441 lakh in FY 2022-23. Our Building Products segment sustained its upwards trajectory on the back of key initiatives undertaken by the division for the year which are as follows:

Sanitaryware and Faucet Business

Strengthened SKU's and Product Range

- Sanitaryware
  - Launched over 60+ new SKU's
  - Introduced mid-premium fluidic design Agnese
  - Unveiled 8 One Piece (mainly with Syphonic flushing) and 2 Wall Mount EWCs
- Faucets
  - First Brand to launch AQUAPRO - Water-saving nozzles that save up to 98% water
  - Strengthened Economy Portfolio with launch of Fabio and Studio Faucet Ranges
  - Launched 4 new OTC basins

Expanded Distribution and Retail Presence

- Hindware hosted 1,400 plumbers and 70 mason meets, engaging with over of 22,000 plumbers and masons

Tiles

- Ventured into the Tile Adhesive market by introducing 5 variants of Tile adhesives, complemented by grouts and tile cleaners
- Diversified into the new segment of Surfaces with the introduction of 15mm slabs in the size of 800x2400 mm, offering an alternative to Granite for Kitchen and Bathroom countertops

Plastic Pipes and Fittings

- Introduced new products in existing category and initiated production trials for new category of pipes – foamcore pipes and inspection chambers for underground drainage
- Connected with 1,30,000+ plumbers during the year through multiple engagement programmes

B. Consumer Appliances Business (CAB)

The CAB revenue from operations stood at ₹ 42,172 lakh in FY 2023-24 as against ₹ 50,085 lakh in FY 2022-23. The business achieved ₹(2,978) lakh as compared to the previous year EBIT of ₹ 1,033 lakh. The division undertook the following initiatives during the year:

- **Expanded existing product categories to extend our reach to a broader audience**
  - Strengthened the kitchen appliances category by introducing the following SKU's: 11 chimneys, 22 built-in hobs, 18 cooktops, and 4 sinks
  - Cooling Segment: Added 15 air coolers, 9 ceiling fans and 10 exhaust fans
  - Heating segment: Launched 17 water heaters in the storage and instant series
- **Enhanced distribution channels and bolstered retail footprint**
  - Expanded our network of brand stores across key cities in India, increasing our nationwide count to over 180 active exclusive brand stores.
  - Added 117 new distributors network for fans and air coolers across India

C. Retail Business (Retail)

The Retail revenue from operations stood at ₹ 2,372 lakh in FY 2023-24 as compared to ₹ 5,638 lakh in FY 2022-23. The business has EBIT of ₹ (2,939) lakh as compared to the previous year's EBIT loss of ₹ (164) lakh.

MATERIAL CHANGES AND COMMITMENTS

The Company has decided to discontinue further operations of the "Retail Business" of the Company w.e.f. 28 May 2024.

The Retail Business of the Company constituted of furniture & furnishing retail done through subset of physical stores as well as franchise stores across India and online retail through website "evok.in". The online business was carried through wholly owned subsidiary of the Company, EVOK Homes Private Limited (the "EHPL"). Being in highly competitive market especially after emergence of many online furniture stores, the business sales growth and profitability remained under pressure. Therefore, the Board of Directors at its meeting held on 28th May, 2024 approved to discontinue the further operation of the Retail Division of the Company. The Board had also approved the sale/liquidation of various assets relating to the said division.

CHANGE IN THE NATURE OF BUSINESS

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

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has 5 subsidiaries (including 3 step down subsidiaries) and 1 Joint venture company as on March 31, 2024. During the year under review, Luxxis Heating Solutions Private Limited **("Luxxis")**, a step-down subsidiary of the Company ceased to be a subsidiary of the Company since it was struck off and dissolved by the Registrar of Companies w.e.f. 28 April 2023 consequent to the striking off application filed by the said Luxxis.

During the year, the Board of Directors reviewed the affairs of the subsidiaries. In accordance with Section 129(3) of the Companies Act, 2013 **("Act")**, the consolidated financial statements of the Company and all its subsidiaries have been prepared, which form part of the Annual Report. (Please refer to the Consolidated Financial Statements Section of the Annual Report).

Further, a statement containing the salient features of the financial statements of the Company's subsidiaries in the prescribed format AOC-1 forms part of the consolidated financial statements and hence not repeated here for the sake of brevity. The statements provide the details of performance, financial positions of each of the subsidiaries.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of its subsidiaries are available on Company's website http://www.hindwarehomes.com. These documents will also be available for inspection in the investors' section of the Company's website.

The Policy for determining material subsidiaries as approved may be accessed on the Company's website at the link:

https://www.hindwarehomes.com/pdf/Policy%20on%20Material%20Subsidiaries.pdf

SHARE CAPITAL

During the year under review, the Company did not issue equity shares. Accordingly, the paid-up equity share capital of the Company as on 31 March 2024 was ₹ 1,445.93 lakh.

CREDIT RATINGS

During the year under review, the credit ratings of the Company was reviewed by CARE Ratings Limited. A detailed note on the credit ratings of the Company is provided in the Corporate Governance Report section of this Report.

INVESTOR EDUCATION AND PROTECTION FUND ("IEPF")

There was no amount of dividend due till 31 March 2024 to transfer to IEPF since 7 years are not completed of its First dividend paid for the year 2020.

DIVIDEND

Your Directors have recommended a dividend of ₹ 0.40 (Forty Paise) (i.e. 20%) per equity share (last year dividend of ₹ 0.50/- (i.e. 25%) per equity share) on equity shares of ₹ 2/- each for the financial year ended 31 March 2024, subject to deduction of income tax at source, as applicable. The dividend payout is subject to approval of members at the ensuing Annual General Meeting.

The dividend will be paid to those shareholders whose names appear in the Register of Members/List of Beneficial Owners (as furnished by National Securities Depository Limited and Central Depository Services (India) Limited) as on 22 August 2024.

TRANSFER TO RESERVES

There was no profit available for the year under review hence the Board has not proposed to transfer any amount to general reserve.

DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 73 of the Act and as such no amount of principal or interest was outstanding as on the Balance Sheet date.

AUDITORS AND AUDITORS' REPORTS

Statutory Auditors

At the 6th Annual General Meeting of the Company held on 27 September, 2023, the shareholders approved the re-appointment of M/s. Lodha & Co (now known as Lodha & Co LLP), Chartered Accountants, as Statutory Auditors of the Company having Firm's Registration No. 301051E/E300284 to hold the office till the conclusion of the 11th Annual General Meeting of the Company.

The Notes on Financial Statements referred to in the Auditors' report are self-explanatory and therefore do not require any further comments.

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and/or Board under Section 143(12) of the Act and the rules made thereunder. The Auditors' report does not contain any qualifications, reservations or adverse remarks.

Secretarial Auditor

The Board had appointed M/s. DMK Associates, Company Secretaries, New Delhi, (Ms. Monika Kohli, Practicing Company Secretary CP No.4936) to conduct Secretarial Audit for the Financial Year 2023-24, pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report in Form No. MR – 3 for the financial year 2023-24 is enclosed as **Annexure A** to this Report. The Secretarial Audit Report does not contain any observation or adverse remark.

Further, Hindware Limited, the unlisted material subsidiary of the Company has undergone Secretarial Audit for the year ended 31 March 2024. The Secretarial Audit Report issued by M/s. DMK Associates, Company Secretaries, New Delhi, (Ms. Monika Kohli, Practicing Company Secretary CP No.4936) is enclosed as **Annexure-B**. The said report is self-explanatory and does not contain any qualifications, reservations, adverse remarks or disclaimers.

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

The Company is engaged into trading and marketing of products, hence particulars pertaining to Conservation of Energy, Research and Development, Technology Absorption are not applicable. However, the particulars as prescribed in of Section 134(3)(m) of the Act, read with Companies (Accounts) Rules, 2014 are provided in the enclosed **Annexure C** to this Report to the extent applicable.

ANNUAL RETURN

In accordance with Section 134(3)(a) of the Companies Act, 2013, the extract of Annual Return as required under Section 92(3) of the Act and prepared in prescribed format, which will be filed with the Registrar of Companies, is hosted on the Company's website i.e. https://www.hindwarehomes.com/pdf/Annual%20Return%202023-2024.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2)(e) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, is presented in a separate section forming part of this Annual Report.

BUSINESS RESPONSIBILITY AND SUSTAINIBILITY REPORT

Pursuant to Regulation 34(2)(f) of the SEBI Listing Regulations read with SEBI's Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, your Company has provided the prescribed disclosures in new reporting requirements on Environmental, Social and Governance **("ESG")** parameters called the Business Responsibility and Sustainability Report **("BRSR")** which includes performance against the nine principles of the National Guidelines on Responsible Business Conduct and the report under each principle which is divided into essential and leadership indicators. Please refer BRSR which forms part of this Annual Report.

CODE FOR PREVENTION OF INSIDER TRADING

Your Company has adopted a Code of Conduct to regulate, monitor and report trading by designated persons and their immediate relatives **("Code")** as per the requirements under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code, inter alia, lays down the procedures to be followed by designated persons while trading/dealing in the Company's shares and sharing Unpublished Price Sensitive Information **("UPSI")**. The Code covers Company's obligation to maintain a structured digital database **("SDD")**, mechanism for prevention of insider trading and handling of UPSI, and the process to familiarize with the sensitivity of UPSI. To increase awareness on the prevention of insider trading in the organisation and to help the Designated Persons to identify and fulfill their obligations, regular trainings have been imparted to all designated persons by the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors in terms of Section 134(3)(c) of the Act state that:

a) in the preparation of the annual accounts for the year ended 31 March 2024, the applicable accounting standards read with requirements set out under Schedule III to the Act, had been followed and there are no material departures from the same;

b) the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31 March 2024 and of the profit/ loss of the Company for the year ended on that date;

c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the Directors had prepared the annual accounts on a 'going concern' basis;

e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

CORPORATE GOVERNANCE

The report on Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, forms an integral part of this Report. The requisite certificate from the Practicing Company Secretary confirming compliance with the conditions of corporate governance is attached to the report on Corporate Governance.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts/arrangements/transactions entered into by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The disclosure in Form No. AOC-2 is enclosed as **Annexure D** to this report.

The policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link: https://www.hindwarehomes.com/pdf/Related%20Party%20Transaction%20Policy.

Your Directors draw attention of the members to Note no. 46 of standalone financial statements to the financial statements which set out related party disclosures.

CORPORATE SOCIAL RESPONSIBILITY ("CSR")

During the year under review, the provisions of Section 135 of the Companies Act, 2013 pertaining to Corporate Social Responsibility (CSR) were not applicable to the Company.

NUMBER OF BOARD MEETINGS

During the year under review, Five (5) Board Meetings were convened and held. For further details, please refer the Report on Corporate Governance which is forming part of this Annual Report. The intervening gap between two consecutive meetings was not exceeding the period prescribed under the Companies Act, 2013.

AUDIT COMMITTEE

The Audit Committee comprises of Independent Directors namely Mr. Salil Kumar Bhandari as Chairman, Mr. N. G. Khaitan, Ms. Anisha Motwani and a Non-Independent Director Mr. Sandip Somany as members of the Committee.

For further details, please refer the Report on Corporate Governance which is forming part of this Annual Report.

All the recommendations made by the Audit Committee were accepted by the Board.

DISCLOSURE UNDER SECRETARIAL STANDARDS

The Directors state that the Company has complied with all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India. The details with respect to the composition, terms of reference, number of meetings held, etc. of the statutory committees of the Board of Directors are included in the Report on Corporate Governance, which forms part of this Annual Report.

VIGIL MECHANISM (WHISTLE BLOWER) POLICY

The Company has in place a Whistle Blower Policy to establish a vigil mechanism for Directors/Employees and other stakeholders of the Company to report concerns affecting the smooth and efficient running of operations of the Company. This Policy documents the Company's commitment to maintain an open work environment in which employees, consultants and contractors are able to report instances of unethical or undesirable conduct, actual, suspected fraud or violation of the Company's Code of Conduct.

The Vigil Mechanism (Whistle Blower) Policy is available on Company's website at the link: https://www.hindwarehomes.com/pdf/Vigil%20Mechanism.

NOMINATION AND REMUNERATION POLICY

The Company has in place a Nomination and Remuneration Policy for appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters as per the Act and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

The Nomination and Remuneration Policy is available on Company's website at the link: https://www.hindwarehomes.com/pdf/Nomination%20and%20Remuneration%20Policy.pdf

DIVIDEND DISTRIBUTION POLICY

The Company has in place a Dividend Distribution Policy as per Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. The policy was adopted to set out the parameters that will be taken into account by the Board in determining the distribution of dividend to its shareholders and/or retaining profit earned by the Company. The Policy is available on Company's website at the link: https://www.hindwarehomes.com/pdf/Dividend%20Distribution%20Policy.pdf

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Particulars of loans, guarantees and investments covered under Section 186 of the Act forms part of the notes to the Financial Statements (Please refer note nos. 6 and 7 & note no. 50 of standalone financial statements for particulars of Section 186 disclosure).

PARTICULARS OF EMPLOYEES

Information required as per Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed as **Annexure E** to this Report.

Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are available with the Company. Having regard to the provisions of the first proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

INTERNAL CONTROLS

The internal control systems are commensurate with the size, scale and complexity of the operations of the Company. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with the applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation, and ensuring compliance with corporate policies. The Company uses SAP, a well-accepted enterprise resource planning (ERP) system, to record data for accounting, consolidation, and management information purposes and connects to different locations for efficient exchange of information.

The Audit Committee of the Board of Directors, comprising majority of Independent Directors, reviews the effectiveness of the internal control system across the Company, including the annual plan, significant audit findings and recommendations, adequacy of internal controls and compliance with accounting policies and regulations.

INTERNAL FINANCIAL CONTROLS

The Company has in place an adequate Internal Financial Controls framework. It has documented Risk and Control Matrices (RACM) covering all activities, and all controls are tested for design and operating effectiveness as part of its Internal Financial Control reporting framework. The financial controls are evaluated for both design and operating effectiveness by an external consulting firm of repute. In our view, the Internal Financial Controls are adequate and are in line with best practices applicable to organisations of a similar size, nature and complexity.

RISK MANAGEMENT

The Board of Directors of the Company has constituted a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The Company has also adopted a Risk Management Policy which establishes various levels of accountability and overview within the Company.

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

The Company has in place a Prevention of sexual harassment of women at workplace policy in compliance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company always endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment. The Internal Complaints Committee (ICC) has been set up to redress complaints regarding sexual harassment, if any.

The Directors further state that during the year under review, there were no complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Girdhari Lal Sultania, Non-Executive Director of the Company, retires by rotation at the ensuing Annual General Meeting ("AGM") and being eligible, offered himself for re-appointment.

Further, Mr. Rakesh Kaul, CEO and Whole-time Director of the Company resigned from the office of Director and as Key Managerial Personnel of the Company with effect 6 April 2023 to pursue opportunities outside the Company.

Mr. Salil Kapoor was appointed as Chief Executive Officer ("CEO") designated as Key Managerial Personnel of the Company w.e.f. 18 July 2023 upon recommendation of Nomination and Remuneration Committee at its meeting held on 17 July 2023 and resigned with effect from the close of business hours of 12 March 2024 due to personal reasons. The Board of Directors of the Company, upon recommendation of the Nomination and Remuneration Committee, at its meeting held on 28 May, 2024 has approved to designate Mr. Naveen Malik, Chief Financial Officer of the Company also as Chief Executive Officer of the Company effective from 28 May, 2024. Accordingly, Mr. Naveen Malik shall continue to serve as Chief Financial Officer (CFO) of the Company who shall be the whole-time Key Managerial Personnel pursuant to the provisions of Sections 2(18), 2(19) and Section 203 of the Companies Act, 2013 and other applicable laws.

Further, the tenure of Mr. Nand Gopal Khaitan, Mr. Salil Kumar Bhandari and Mr. Ashok Jaipuria as Non-Executive Independent Directors of the Company will expire by efflux of time on 13 September 2024 and will be due for re-appointment for their second term of five consecutive years. The re-appointment of Mr. Khaitan, Mr. Bhandari and Mr. Jaipuria has been proposed by way of Postal Ballot approved by the Board of Directors in its meeting held on 28 May 2024 for seeking approval of the shareholders of the Company by way of Special resolution.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act and SEBI LODR Regulations. In the opinion of the Board, they fulfil the conditions of independence as specified in the Act and SEBI LODR Regulations and are independent of the management.

The Independent Directors of the Company are persons of integrity and comprise of appropriate skills/expertise/competencies (including proficiency) and have rich and varied experience in diversified domains for effective functioning of the Board of Directors of the Company.

BOARD EVALUATION

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual Directors on the basis of the criteria and framework adopted by the Board. In addition, 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.

In a separate meeting of Independent Directors, 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 and Non-Executive Directors. The evaluation process has been explained in the Corporate Governance Report section of the Annual Report.

TRAINING OF INDEPENDENT DIRECTORS

The details of programmes conducted for familiarisation of Independent Directors with the Company, nature of the industry in which the Company operates, business model of the Company, recent amendments/notifications etc. has been uploaded on the Company's website at the web link: https://www.hindwarehomes.com/training-of-directors.php

For further details, please refer to the Report on Corporate Governance which is forming part of this Annual Report.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.

2. Details of revision of financial statement or the Report.

3. Issue of equity shares with differential rights as to dividend, voting or otherwise.

4. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

5. The Whole-time Director(s) of the Company do not receive any remuneration or commission from any of its subsidiaries.

6. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

7. The Company is not required to maintain cost records as specified in Section 148(1) of the Companies Act, 2013.

8. Neither any application is made nor any proceeding is pending against the Company under the Insolvency and Bankruptcy Code, 2016.

9. The Company has not defaulted in the repayment of loans to the Banks or Financial Institutions. Accordingly, disclosure relating to one-time settlement with the Banks of Financial Institutions is not applicable.

10. Details of difference between amount of the Valuation done at the time of One Time Settlement and the Valuation done while taking loans from the Banks or Financial Institution alongwith the reasons thereof.

ACKNOWLEDGEMENT

Your Directors would like to express their appreciation for assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by all employees of the Company.

For and on behalf of the Board of Directors

Place: Gurugram
Date: 28 May 2024

Sandip Somany
Chairman

Annexure A

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2024

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

To
The Members,
M/s Hindware Home Innovation Limited
(Formerly known as Somany Home Innovation Limited)
CIN: L74999WB2017PLC222970
2, Red Cross Place
Kolkata, West Bengal 700001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Hindware Home Innovation Limited (Formerly known as Somany Home Innovation Limited)** CIN: L74999WB2017PLC222970 (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31 March 2024 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with **Annexure 1** attached to this report:-

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder as amended till date;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder as amended till date;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder as amended till date;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB); **(No FDI and ECB were taken and no ODI was given by the Company during the Audit Period)**

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

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

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended till date;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended till date; **(Not applicable to the Company during the Audit Period)**

d) 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)**

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021 as amended till date; **(Not applicable to the Company during the Audit Period)**

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client; **(Not applicable to the Company during the Audit Period)**

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as amended till date ; **(Not applicable to the Company during the Audit Period)**

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended till date; **(Not applicable to the Company during the Audit Period)** and

i) The Securities and Exchange Board of India (Depository and Participants) Regulations, 2018.

(VI) OTHER LAWS SPECIFICALLY APPLICABLE TO THE COMPANY AS IDENTIFIED BY THE MANAGEMENT

i. BEE – Bureau of Energy,

ii. BIS – Bureau of Indian Standards,

iii. The Public Performance License of Copyright Music (Sound Recording) issued by Phonographic Performance Limited.

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

(i) Secretarial Standards on meeting of Board of Directors (SS-1) and on General Meeting (SS-2) issued by The Institute of Company Secretaries of India.

(ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, and Guidelines to the extent applicable, Standards, etc. as mentioned above except:

1. During the year under review, Company has received a Notice from National Stock Exchange of India Limited **("NSE")** and BSE Limited **("BSE")** for violation of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("LODR Regulations")**. As per notice the Company has not taken prior approval before appointing Mr. Girdhari Lal Sultania who has attained the age of 75 years as an Additional Director (Non Independent Director) at the Board Meeting held on February 8, 2023. In this regard, BSE has imposed a fine of ₹ 99,120 (including GST) on the Company. However, the Company vide letter dated 26.05.2023 informed the BSE (Designated Stock exchange) that the Company has been in compliance of Regulation 17 (1A) LODR Regulation and the Company has applied for waiver of fine to BSE and the same is still pending with BSE.

Based on the information received and records maintained, we further report that:

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

2. Adequate notice of at least seven days was given to all Directors to schedule the Board Meetings along with agenda and detailed notes on agenda except at shorter notice wherever required 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.

3. Majority decision is carried through and recorded in the minutes of the meetings. Further as informed and verified from minutes, no dissent was given by any director in respect of resolutions passed in the Board and committee meetings.

Based on the compliance mechanism established by the Company and on the basis of the Compliance Certificate (s) issued by Chief Executive Officer and Chief Financial Officer of the Company pursuant to Regulation 17(8) under SEBI (LODR) Regulations 2015 and report given by Company Secretary under the Act taken on record by the Board of Directors at their meeting (s), we further report that:

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

We further report that during the audit period the Company has not incurred any specific event / action that can have major bearing on the Company's affairs in pursuance of above referred laws, rules, regulations, guidelines, standards etc.

For **DMK ASSOCIATES**
COMPANY SECRETARIES

(MONIKA KOHLI)
FCS, I.P, LL.B, B. Com (H).
PARTNER
FCS 5480, C P 4936
Peer Review No. 779/2020

Date: 24.05.2024
Place: New Delhi
UDIN: F005480F000444897

Annexure I

To
The Members,
M/S Hindware Home Innovation Limited
(Formerly known as Somany Home Innovation Limited)
CIN: L74999WB2017PLC222970
2, Red Cross Place,
Kolkata, West Bengal 700001

Sub: Our Secretarial Audit for the Financial Year ended 31 March 2024 of even date is to be read along with this letter

1. Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis of our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. Our examination was limited to the verification of the procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

7. As per the information provided by the Company, there are certain disputes / cases filed by or against the Company, which are currently lying pending with the various Courts. However as informed these cases have no major impact on the Company.

For **DMK ASSOCIATES**
COMPANY SECRETARIES

(MONIKA KOHLI)
FCS, I.P, LL.B, B. Com (H).
PARTNER
FCS 5480, C P 4936
Peer Review No. 779/2020

Date: 24.05.2024
Place: New Delhi
UDIN: F005480F000444897

Annexure B

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2024

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

To
The Members,
M/S Hindware Limited
(Formerly Known as Brilloca Limited)
CIN: U74999WB2017PLC223307
2, Red Cross Place,
Kolkata, West Bengal 700001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Hindware Limited (Formerly known as Brilloca Limited)** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31 March, 2024 **("Audit Period")** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with **Annexure 1** attached to this report:-

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder **(Not applicable to the Company during the Audit Period)**;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder **(Not applicable to the Company during the Audit Period)**;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB); **(No FDI and ECB were taken and no ODI was made by the company during the Audit Period)**

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

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date; **(Not applicable to the Company during the Audit Period being an unlisted company)**;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended till date; **(Not applicable to the Company during the Audit Period being an unlisted company)**;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended till date; **(Not applicable to the Company during the Audit Period being an unlisted company)**;

d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date; **(Not applicable to the Company during the Audit Period being an unlisted company)**;

e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations,2021 as amended till date; **(Not applicable to the Company during the Audit Period)**;

f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 as amended till date; **(Not applicable to the Company during the Audit Period being an unlisted company)**;

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 as amended till date; **(Not applicable to the Company during the Audit Period being an unlisted company)**;

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as amended till date; and **(Not applicable to the Company during the Audit Period being an unlisted company)**; and

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended till date; **(Not applicable to the Company during the Audit Period being an unlisted company)**.

(VI) OTHER LAWS

As confirmed by the management, there is no specific law applicable to the Company during the audit period.

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

(i) Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India.

(ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time. **(Not applicable to the Company during the Audit Period being an unlisted company)**.

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

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-executive, Women and Independent Directors. No changes in the composition of the Board of Directors took place during the period under review.

2. Adequate notice of at least seven days was given to all Directors to schedule the Board Meetings along with agenda and detailed notes on agenda and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting in compliance of the Act.

3. Majority decision is carried through and recorded in the minutes of the Meetings. Further as informed, no dissent was given by any director in respect of resolutions passed in the Board and committee meetings.

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

We further report that during the audit period the Company has not incurred any specific event/ action that can have major bearing on the Company's affairs in pursuance of above referred laws, rules, regulations, guidelines, standards etc.

For **DMK ASSOCIATES**
COMPANY SECRETARIES

(MONIKA KOHLI)
B. Com (H), FCS, LL.B. I.P.
PARTNER
FCS 5480, C P 4936
Peer Review No. 779/2020

Date : 20.05.2024
Place: New Delhi
UDIN: F005480F000400798

Annexure I

To
The Members,
M/S Hindware Limited
(Formerly Known as Brilloca Limited)
CIN: U74999WB2017PLC223307
2, Red Cross Place, Kolkata
West Bengal 700001

Sub: Our Secretarial Audit for the Financial Year ended 31 March 2024 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. Our examination was limited to the verification of the procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For **DMK ASSOCIATES**
COMPANY SECRETARIES

(MONIKA KOHLI)
B. Com (H), FCS, LL.B. I.P.
PARTNER
FCS 5480, C P 4936
Peer Review No. 779/2020

Date : 20.05.2024
Place: New Delhi
UDIN: F005480F000400798

Annexure C

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

(A) CONSERVATION OF ENERGY

(i) The steps taken or impact on conservation of energy

The Company has undertaken various projects towards conservation of energy such as BLDC Fan with Low Power Consumption, Kitchen Chimney with Higher suction and low power consumption, Water Wastage Reduction in RO Water Purifiers, Local production of Chimney to reduce carbon footprints in transportation cost from China, Noise Reduction from Chimney to make them convenient for consumers.

(ii) The steps taken by the Company for utilising alternate sources of energy

Not Applicable

(iii) The capital investment on energy conservation equipments:

S. No.	Capital Equipment	Capital investments on energy conservation equipments	Energy saving/annum (units in KWH)	Financial saving
Not Applicable				

(B) TECHNOLOGY ABSORPTION

(i) The efforts made towards technology absorption

At present, the Company has in-house facilities to develop all its technology.

The benefits derived like product improvement, cost reduction, product development or import substitution

Chimney production already started in India, Printed Circuit Board (PCB), Low noise Housing and Blower localisation will result in value engineering, faster time to market and reduction in dependency over imports.

iii) In case of imported technology (imported during last three years reckoned from the beginning of the financial year)

Details of technology imported	Technology import from	Year of import	Status of implementation/ absorption, in case fully absorbed	If not fully absorbed, areas where absorption has not taken place, and the reasons thereof
Not Applicable				

(iv) Expenditure incurred on Research and Development

(₹ in lakh)

Particulars	2023-24	2022-23
Capital Expenditure	30.80	37.51
Recurring Expenditure	54.30	27.04
Total	**85.10**	**64.55**
Total R&D expenditure as a % of total revenue	0.19%	0.12%

(v) Foreign Exchange Earnings and Outgo

(₹ in lakh)

Particulars	2023-24	2022-23
Earning in foreign currency	196.27	206.52
Outgo of foreign currency		
- Raw Material, spare part and others	7801.27	8,907.71
- Capital Equipment	-	139.13

Annexure D

FORM NO. AOC-2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

(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:

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188
NIL							

2. DETAILS OF MATERIAL CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARM'S LENGTH BASIS:

(a)	(b)	(c)	(d)	(e)	(f)
Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
NIL					

For and on behalf of the Board of Directors

Sandip Somany
Chairman

Annexure E

DETAILS PERTAINING TO EMPLOYEES AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

A. THE INFORMATION REQUIRED UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 ARE GIVEN BELOW:

(i) The ratio of the remuneration of each director to the median remuneration of the employee of the Company for the financial year:

Name of the Directors	Ratio to median remuneration*
Executive Director	
Mr. Rakesh Kaul#	33.95
Non-Executive Directors	
Mr. Sandip Somany	1.40
Mr. Salil Kumar Bhandari	1.54
Mr. Ashok Jaipuria	0.96
Mr. Nand Gopal Khaitan	1.54
Ms. Anisha Motwani	1.29
Mr. Girdhari Lal Sultania	0.49

*Remuneration is calculated on paid basis and as per the Income Tax Act, 1961.
Resigned w.e.f. 6 April 2023.

(ii) The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year:

Director, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase/(decrease) in remuneration in the financial year**
Mr. Sandip Somany, Chairman and Non-Executive Director	5.98
Mr. Rakesh Kaul, Whole time Director & CEO*	NA
Mr. Salil Kumar Bhandari, Independent Director	15.14
Mr. Ashok Jaipuria, Independent Director	9.03
Mr. Nand Gopal Khaitan, Independent Director	12.19
Ms. Anisha Motwani, Independent Director	15.76
Mr. Girdhari Lal Sultania*	NA
Mr. Salil Kapoor *	NA
Mr. Naveen Malik, Chief Financial Officer and Chief Executive Officer**	11.49
Ms. Payal M Puri, Company Secretary	20.96

*This information is not applicable for the FY 2023-2024, since Mr. Rakesh Kaul resigned w.e.f 6 April 2023, Mr. Girdhari Lal Sultania was appointed as Non-Executive Non-Independent Director w.e.f. 8 February 2023 and Mr. Salil Kapoor was appointed as CEO w.e.f. 18 July 2023 and resigned on 12 March 2024. Hence, no increase/ decrease is applicable.
**Appointed also as Chief Executive Officer of the Company w.e.f. 28 May 2024.
***Remuneration includes sitting fees and is calculated on paid basis and as per the Income Tax Act, 1961.

(iii) The percentage increase in remuneration in the median remuneration of employee in the financial year: 10.98%

(iv) The number of permanent employees on the rolls of the Company as on 31 March 2024: 398

(v) Average percentile increase already made in the salaries of the employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

There is an average percentile increase made in the salaries of the employees other than the managerial personnel in the last financial year: 10.13%

(vi) Affirmation that the remuneration is as per the Remuneration Policy of the Company:

The Company affirms that the remuneration is as per the Remuneration Policy of the Company.

Report on Corporate Governance

COMPANY PHILOSOPHY

The Company upholds the highest standards of integrity, transparency, and accountability in its corporate governance practices. Good corporate governance is a way of life and the way we do our business, encompassing every day's activities and is enshrined as a part of our way of working. The Company has put in place an internal governance structure with defined roles and responsibilities of every constituent of the system.

Your Company is committed to the highest standards of Corporate Governance and disclosure practices to ensure that its affairs are managed in the best interest of all stakeholders and its aim is to set new benchmarks and be the leader in all the segments of the business in which it operates. Your Company is of the view that good governance goes beyond good working results and financial propriety and is a pre-requisite to the attainment of excellent performance in terms of stakeholder's value creation. In addition to complying with the statutory requirements, effective governance systems and practices towards improving transparency, disclosures, internal control and promotion of ethics at workplace have been embedded.

A. BOARD OF DIRECTORS

The Company is managed and controlled by a professional Board comprising a blend of Executive and Non-executive professional Directors with extensive expertise and experience which provides leadership and guidance to the management thereby enhancing Stakeholders' value. As on 31 March 2024, the Board of Directors consisted of six Directors out of which four (i.e. 66.67%) are Independent Directors, two (33.33%) are Non-Executive Non-Independent Directors. The composition of the Company's Board is in conformity with the provisions of the Companies Act, 2013 ("the Act") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

As on 31 March 2024, none of the Director on the Company's Board was a Director in more than 10 Public Companies (including 7 Listed Companies), neither a Chairman of more than 5 Committees nor a member of more than 10 Committees in all the public companies in which they are Directors. Further, all the Directors have made necessary disclosures regarding their Directorship and Chairmanship/Membership in Committees of other Companies as per the requirements under the Listing Regulations, Act and other applicable provisions, if any.

As on 31 March 2024, no Director is related to any other Director on the Board.

Appointment of the Chairman and Directors including the tenure and terms of their remuneration is approved by the members at their general meeting.

Five Board meetings were held during FY 2023-24 and the gap between two meetings did not exceed 120 days. The dates, on which the Board meetings were held, are as follows:

24 May 2023, 17 July 2023, 10 August 2023, 8 November 2023 and 12 February 2024.

Dates for the Board meetings are decided well in advance to enable the Directors plan their schedules to facilitate participation in the meetings. The Agenda, along with the supporting documents, explanatory notes and information, as enumerated under Listing Regulations, are made available to the Board along with the notice of respective meetings in advance in order to enable them to make value addition and discharge their duties diligently during the meetings. The Board periodically reviews compliance reports of all laws applicable to the Company. The Company undertakes steps to rectify instances of non-compliance, if any.

The names and categories of the Directors on the Board, along with their attendance at the Board meetings held during the year ended 31 March 2024, and at the last Annual General Meeting, and the number of other Directorship and Chairmanship/Membership of Committees held by them, are given below:

Name of the Director	No. of Board meetings attended during tenure	Whether attended the last AGM	No. of other Directorship*	Committee position of other Companies**		No. of Equity Shares held
				Chairman	Member	
Non-executive and Non- Independent						
Mr. Sandip Somany (Chairman and Non-Executive Director) DIN: 00053597	5	Yes	7	Nil	2	60,39,731
Mr. Girdhari Lal Sultania DIN: 00060931	5	Yes	7	1	2	705
Non-executive and Independent						
Mr. Ashok Jaipuria DIN: 00214707	2	No	2	Nil	Nil	25,000
Mr. Nand Gopal Khaitan DIN: 00020588	5	Yes	5	3	3	132
Mr. Salil Kumar Bhandari DIN: 00017566	5	Yes	4	2	Nil	Nil
Ms. Anisha Motwani DIN: 06943493	5	Yes	7	1	4	Nil

*This includes Directorship in public limited companies (including subsidiaries of public limited companies) and excludes Directorship in this Company, associations, private, foreign and Section 8 companies.

** Represents Chairmanship/Membership of Audit Committee and Stakeholder Relationship (Shareholders'/Investors' Grievance) Committee. This includes Chairmanship/Membership in public limited companies (including subsidiaries of public limited companies) and excludes Chairmanship/Membership in this Company, private, foreign and Section 8 companies.

Name of Listed Companies in which Directors hold Directorships other than Hindware Home Innovation Limited

S. No.	Name of Director	Name of the Listed Company	Category of Directorship
1.	Mr. Sandip Somany	• AGI Greenpac Limited	Chairman and Managing Director
		• JK Paper Limited	Independent Director
		• Indraprastha Medical Corporation Limited	Independent Director
2.	Mr. Ashok Jaipuria	• Cosmo First Limited	Managing Director
3.	Mr. N. G. Khaitan	• Mangalam Cement Limited	Independent Director
		• Reliance Chemotex Industries Limited	Non-Executive Non-Independent Director
		• JK Lakshmi Cement Limited	Independent Director
		• AGI Greenpac Limited	Independent Director
		• Shyam Metalics and Energy Limited	Independent Director
4.	Mr. Salil Kumar Bhandari	• Greenpanel Industries Limited	Independent Director
5.	Ms. Anisha Motwani	• Prataap Snacks Limited	Independent Director
		• Welspun Living Limited	Independent Director
		• Abbott India Limited	Independent Director
		• Star Health and Allied Insurance Company Limited	Independent Director
6.	Mr. Girdhari Lal Sultania	• AGI Greenpac Limited	Non-Executive Non-Independent Director

CORE SKILLS/ EXPERTISE/ COMPETENCIES OF DIRECTORS

The existing Board of Directors of the Company comprises of appropriate skills/ expertise/competencies in diversified domains for its effective functioning. Further, the Board has identified the skills/expertise/competencies of each Director in accordance with their rich and varied experience across different sectors, in the following manner:

AREA OF EXPERTISE	Name of Directors					
	Mr. Sandip Somany	Mr. Salil Kumar Bhandari	Mr. Ashok Jaipuria	Mr. Nand Gopal Khaitan	Ms. Anisha Motwani	Mr. Girdhari Lal Sultania
Strategy	✓	✓	✓	-	✓	-
Business Administration	✓	✓	-	-	✓	-
Management	✓	✓	✓	✓	✓	✓
Corporate Governance	✓	✓	✓	✓	✓	✓
Engineering & Manufacturing	✓	-	✓	-	-	-
Sales & Marketing	✓	✓	✓	-	✓	-
Community Services	✓	✓	✓	-	-	-
Human Resources	✓	✓	✓	-	-	-
Business Development	✓	✓	✓	-	-	-
Finance	✓	✓	✓	✓	✓	✓
Legal	✓	-	✓	✓	-	✓
Product Development	-	-	-	-	✓	-
Consumer Insight	-	-	-	-	✓	-

The Board confirms that the Independent Directors fulfill the conditions specified in the Listing Regulations and are independent of the management.

During the FY 2023-24, no Independent Directors resigned from the Board of Directors of the Company.

B. COMMITTEES OF THE BOARD

The Board of Directors has constituted the following Committees for better governance with adequate delegation of powers to discharge the Company's requisite business:

- Audit Committee
- Corporate Affairs Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship (Shareholders'/Investors' Grievance) Committee
- Share Transfer Committee
- Risk Management Committee

The minutes of the meetings of all such committees are placed before the Board for discussion/noting.

Details of the composition, number of meetings held during the year, attendance of members and scope of the committees are as below:

Audit Committee

Composition

The Committee comprising of four Directors (one Non-Independent Non-Executive Director and three Independent Directors). Mr. Salil Kumar Bhandari, Fellow Chartered Accountant and Commerce graduate is the Chairman of the Committee. The quorum of the Committee is two members or one-third of the members, whichever is higher with at least two Independent Directors. The CFO and CEO, Finance Head, General Counsel, Statutory Auditors and the Internal Auditors are invitees to the meetings of the Audit Committee. The business and operation heads are invited to the meetings, as and when required. The Company Secretary acts as the Secretary to the Committee.

Meetings and Attendance

During the year, four meetings of the Audit Committee were held on 24 May 2023, 10 August 2023, 8 November 2023 and 12 February 2024. The Chairman of the Audit Committee attended the Company's last Annual General Meeting.

The following table summarizes attendance of Audit Committee members during the year under review:

Name of Members	Status	No. of meetings held during the tenure	No. of meetings attended
Mr. Salil Kumar Bhandari	Chairman	4	4
Mr. Sandip Somany	Member	4	4
Mr. N. G. Khaitan	Member	4	4
Ms. Anisha Motwani	Member	4	4

The Committee's existing composition meets with the requirements of Section 177 of the Act and Listing Regulations. Members of the Audit Committee possess financial/accounting expertise/exposure.

Scope of the Audit Committee

The Audit Committee, inter alia, supports the Board to ensure an effective internal control environment. The Committee discharges such duties and functions with powers generally indicated in Listing Regulations.

The scope of the Audit Committee is as follows:

Powers of Audit Committee

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Terms of Reference

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, adequate and credible;
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditors and the fixation of audit fee;
- Approving payment to Statutory Auditors for any other services rendered by them;
- Reviewing, with the management, the Annual Financial Statements and Auditor's report thereon before submission to the Board for approval, with particular reference to, (a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013; (b) Changes, if any, in accounting policies and practices and reasons for the same; (c) Major accounting entries involving estimates based on the exercise of judgment by management; (d) Significant adjustments made in the Financial Statements arising out of audit findings; (e) Compliance with listing and other legal requirements relating to Financial Statements; (f) Disclosure of any related party transactions; and (g) Qualifications in the draft audit report, if any;
- Reviewing, with the management, the Quarterly Financial Statements before submission to the Board for approval;
- Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the agency monitoring the utilisation of proceeds of a public or rights issue, if any, and making appropriate recommendations to the Board to take up steps in this matter;
- Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments, if any;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Reviewing, with the management, the performance of Statutory and Internal Auditors and adequacy of the internal control system;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Reviewing reports of internal audit and discussing with Internal Auditors on any significant findings of any internal investigations by the Internal Auditors and the executive management's response on matters and follow-up thereon;
- Reviewing reports of cost audit, if any, and discussion with Cost Auditors on any significant findings by them;
- Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- To review the functioning of the Vigil (Whistle Blower) mechanism;
- Approval of appointment of CFO (i.e., the Whole-Time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- Recommending to the Board, the appointment and fixation of remuneration of Cost Auditors, if applicable;
- Evaluating Internal Financial Controls and Risk Management Systems and reviewing the Company's financial and risk management policies;

- Looking into the reasons for substantial defaults, if any, in payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- Reviewing the Management Discussion and Analysis of financial condition and results of operation;
- Reviewing the statement of significant related-party transactions;
- Reviewing the management letters/letters of internal control weaknesses issued by the Statutory Auditors;
- To review the appointment, removal and terms of remuneration of the Chief Internal Auditor;
- To review the internal audit report relating to internal control weaknesses;
- To review compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, and verify that the systems for internal controls are adequate and are operating effectively;
- To review the utilization of loans and/or advances from/ investment by the Company in its subsidiary companies exceeding ₹100 crore or 10% of the asset size of the subsidiary, whichever is lower; and
- To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

Corporate Affairs Committee

Composition

The Company's Corporate Affairs Committee comprising of two Non-Executive Non-Independent Directors and two Independent Directors. Mr. Sandip Somany, Chairman and Non-Executive Director of the Company, is the Chairman of the Committee. The quorum for the Committee is two members. The Company Secretary acts as the Secretary to the Committee.

Meetings and Attendance

The Corporate Affairs Committee met on three occasions during the FY 2023-24, on 19 July 2023, 31 October 2023 and 20 February 2024.

The following table summarises the attendance details of the Corporate Affairs Committee members:

Name of Members	Status	No. of meetings held during the tenure	No. of meetings attended
Mr. Sandip Somany	Chairman	3	2
Mr. Salil Kumar Bhandari	Member	3	2
Mr. Nand Gopal Khaitan	Member	3	1
Mr. Girdhari Lal Sultania	Member	3	2

Scope of the Corporate Affairs Committee

The Corporate Affairs Committee's terms of reference, inter alia, include providing authorization to the Company's Executives on account of banking operations, taxation, corporate and financial management issues and other incidental matters arising in the Company's day-to-day operations. The Committee's powers are revised from time to time by the Board of Directors to facilitate seamless operations of the Company.

Nomination and Remuneration Committee

Composition

The Nomination and Remuneration Committee comprises of three members, two of them are Independent Directors and one is Non-Executive Non-Independent Director. The quorum for a meeting of the Nomination and Remuneration Committee is either two members or one third of the members of the Committee, whichever is higher, including at least one Independent Director in attendance. The Company Secretary acts as Secretary to the Committee.

Meetings and Attendance

During the year, the Nomination and Remuneration Committee met two times on 17 July 2023 and 12 February 2024. The following table summarises the attendance details of the Nomination and Remuneration Committee members:

Name of Members	Status	No. of meetings held during the tenure	No. of meetings attended
Mr. Salil Kumar Bhandari	Chairman	2	2
Mr. Sandip Somany	Member	2	2
Mr. Nand Gopal Khaitan	Member	2	2

Terms of reference

The Nomination and Remuneration Committee is empowered to review and recommend to the Board of Directors, remuneration and commission of the Company's Executive Directors and Senior management with the guidelines laid down under the statute. The scope of the Nomination and Remuneration Committee is as follows:

- formulating criteria for determining qualifications, positive attributes and independence of Directors;

- For every appointment of an independent director, the Nomination and Remuneration Committee evaluates the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  a. use the services of an external agencies, if required;
  b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  c. consider the time commitments of the candidates.

- identifying and recommending individuals who are qualified to become Directors, and who may be appointed as Senior Management in accordance with the criteria laid down;
- assisting the management of the Company in formulating and periodically reviewing the familiarization programs for independent directors, as may be required;
- whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- formulating criteria for evaluation of independent directors and the Board;
- specifying the manner for effective evaluation of performance of Board, its Committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;
- recommending to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and Senior Management, and while formulating such policy ensuring that (i) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of quality, required to run the Company successfully; (ii) the relationship of remuneration to performance is clear and meets the appropriate performance benchmarks; and (iii) remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between the fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;
- preparing a policy on diversity of the Board;
- recommending to the Board the re-appointment and removal of any individual holding the office of a Director, Key Managerial Personnel or Senior Management, subject to the provision of the law and their service contract;
- determining whether the relevant Director has the requisite qualifications for practice of a profession in terms of section 197 of the Companies Act, 2013 in relation to payment of remuneration for services rendered by such Director;
- recommending to the Board, all remuneration, in whatever form, payable to Senior Management;
- undertaking such other functions as may be determined by the Board or required under the provisions of the Companies Act, 2013 or the Listing Regulations; and
- undertaking such other actions as may be necessary or appropriate for performance of the aforementioned functions.

The Nomination and Remuneration Policy of the company is available on the Company's website www.hindwarehomes.com.

Detail of Remuneration of Directors

The table below provides the detail of the remuneration paid to the Directors during the financial year 2023-24:

(Amount in ₹)

Name of Directors	Basic & Allowances	Perquisites	Commission (for the year 2022-23)	Contribution to PF	Sitting Fee	Total
Mr. Sandip Somany	N.A.	N.A.	4,71,316	N.A.	3,30,000	8,01,316
Mr. Ashok Jaipuria	N.A.	N.A.	4,71,316	N.A.	75,000	5,46,316
Mr. Nand Gopal Khaitan	N.A.	N.A.	4,71,315	N.A.	4,05,000	8,76,315
Mr. Salil Kumar Bhandari	N.A.	N.A.	4,71,315	N.A.	4,05,000	8,76,315
Ms. Anisha Motwani	N.A.	N.A.	4,71,315	N.A.	2,65,000	7,36,315
Mr. Girdhari Lal Sultania	N.A.	N.A.	67,146	N.A.	2,10,000	2,77,146
Mr. Rakesh Kaul*	1,85,93,887#	N.A.	-	15,491	-	1,86,09,378
TOTAL	**1,85,93,887**	**-**	**24,23,723**	**15,491**	**16,90,000**	**2,27,23,101**

*Mr. Rakesh Kaul ceased to be a Director w.e.f. 6 April 2023.

This includes Gratuity, Leave Encasement, Performance Incentive etc.

The Company has not issued any stock option to its directors/employees.

Directors with materially significant, pecuniary or business relationship with the Company.

The transactions with related parties are furnished in note no. 46 of standalone financial statements of financial statements, as stipulated under Accounting Standard (Ind AS) 24. Apart from related party transactions furnished in note no. 46, there are no transactions of material nature with Directors or their relatives and others, which may have potential conflict with the Company's interest. The Register of Contracts required to be maintained under Section 189(1) and Rule 16(1) of the Act, containing the details of the contracts, in which the Directors are concerned or interested, is placed at the meeting of the Board of Directors for their approval and noting, on a periodical basis.

With the applicability of the Act and Listing Regulations, transactions attracting provisions of Section 188 which are in ordinary course of business and are at arm's length have been entered into after being reviewed, scrutinized and approved by the Audit Committee and with approval of the Board, wherever necessary.

No transactions which are not in ordinary course of business and are not at arm's length have been entered into with any related party.

The Policy on Related Party Transactions of the Company is available on the Company's website www.hindwarehomes.com.

Stakeholder Relationship (Shareholders'/Investors' Grievance) Committee

Composition

The Committee comprising of three members, two of them are Independent Directors and one is Non-Executive Non-Independent Director. The Chairman of the Committee is Mr. Salil Kumar Bhandari. The Company Secretary of the Company acts as the Secretary to the Committee and is also the Company's Compliance Officer.

Meetings and Attendance

During the year, four meetings of the Committee were held on 24 May 2023, 10 August 2023, 8 November 2023 and 12 February 2024. The following table summarizes the attendance details of the Stakeholder Relationship (Shareholders'/Investors' Grievance) Committee members:

Name of Members	Status	No. of meetings held during the tenure	No. of meetings attended
Mr. Salil Kumar Bhandari	Chairman	4	4
Mr. Nand Gopal Khaitan	Member	4	4
Mr. Girdhari Lal Sultania	Member	4	4

Scope of Stakeholders Relationship (Shareholders'/ Investors' Grievance) Committee

- To resolve the grievances of the security holders of the Company including complaints related to transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;
- To review measures taken for effective exercise of voting rights by shareholders;
- To review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent; and
- To review various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

During the year, 2 (Two) complaints were received and duly resolved by the Company.

Share Transfer Committee

Composition

The Committee comprises of three members. The Committee comprises of the Company's Authorised Representatives/Executives as its members.

Meetings and Attendance

The Committee conducts monthly meetings for the approval of transmission of shares, if any, lodged with the Company. As on 31 March 2024, no such request was pending.

Scope of the Share Transfer Committee

The Board entrusts the Share Transfer Committee with the powers related to transmissions, consolidation, splitting and issue of share certificates, in exchange of sub-divided/consolidated and others and overseeing the performance of the Company's appointed Registrar and Share Transfer Agent.

Risk Management Committee

Composition

The Company comprising of four members, three of them being members of the Board (including two Independent Directors and one Non-Executive Director) and one senior executive of the Company. Mr. Sandip Somany, Chairman and Non-Executive Director of the Company is the Chairman of the Committee. The quorum for the meetings of the Committee is either two members or one-third of the total members, whichever is higher, including at least one member of the Board of Directors. The Company Secretary acts as the Secretary to the Committee.

Meetings and Attendance

During the year, the Risk Management Committee met two times on 24 May 2023 and 27 October 2023. The following table summarises the attendance details of the Members of Risk Management Committee:

Name of Members	Status	No. of meetings held during the tenure	No. of meetings attended
Mr. Sandip Somany	Chairman	2	2
Mr. Salil Kumar Bhandari	Member	2	2
Mr. Nand Gopal Khaitan	Member	2	2
Mr. Sandeep Sikka	Member	2	2

Scope of the Risk Management Committee

The Risk Management Committee has powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

Terms of reference

- To formulate a detailed risk management policy which shall include:
  a. framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
  b. measures for risk mitigation including systems and processes for internal control of identified risks.
  c. business continuity plan.
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;
- The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors;
- Monitoring and Reviewing the Risk Management Plan; and
- Such other function(s) as the board of directors may deem fit.

C. OTHER MEETING

Independent Directors Meeting

During the year under review, the Independent Directors met on 12 February 2024 inter alia, to discuss:

- Evaluation of the performance of Non-Independent Directors;
- Evaluation of the Board of Directors as a whole;
- Evaluation of the performance of the Chairman of the Company, taking into account the view of the Executive and Non-Executive Directors; and

- The quality, quantity and time lines of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

All Independent Directors were present at the meeting.

Senior Management

In terms of Clause 5B of Schedule V of SEBI Listing Regulations, the particulars of Senior Management as on March 31, 2024 are provided below:

S. No.	Name	Designation
1.	Mr. Rakesh Kaul*	CEO and Whole-time Director
2.	Mr. Salil Kapoor**	Chief Executive Officer
3.	Mr. Naveen Malik***	Chief Financial Officer and Chief Executive Officer
4.	Ms. Payal M Puri	Company Secretary and Sr. V P Group General Counsel
5.	Mr. Alok Mishra	Senior Vice President
6.	Mr. Amit Bali	Financial Controller
7.	Mr. Nikhil Maheshwari	Vice President

*Mr. Rakesh Kaul ceased to be CEO and Whole-time Director w.e.f. 6 April 2023.

**Mr. Salil Kapoor ceased w.e.f. 12 March 2024 who was appointed as Chief Executive Officer on 18 July 2023.

*** Mr. Naveen Malik who was appointed as Chief Financial Officer of the Company was also designated as Chief Executive Officer of the Company w.e.f. 28 May 2024.

D. GENERAL BODY MEETINGS

Annual General Meeting

The last three Annual General Meetings were held as under:

Financial Year	Date	Time	Venue
2022-23	27 September 2023	1:00 p.m.	Through Video Conferencing/ Other Audio Visual Means Deemed venue of the meetings: Registered Office - 2, Red Cross Place, Kolkata – 700 001
2021-22	30 August 2022	12:00 noon	
2020-21	27 September 2021	12:00 noon	

Two Special Resolutions were passed at the Annual General Meetings held during the last three financial years

Date of Annual General Meeting	No. of Special Resolution passed	Particulars
30 August 2022	1	Re-appointment of Mr. Rakesh Kaul as Whole-time Director & Chief Executive Officer and remuneration payable thereof
27 September 2021	1	Remuneration by way of Commission to the Directors (Other than Managing Director/ Whole-time Director)

Extra-Ordinary General Meeting

During the Financial Year 2023-24, no Extra Ordinary General Meeting was held. Further, no special resolution was passed during the Financial Year 2023-24 through Postal Ballot.

Details of special resolution proposed to be conducted through postal ballot:

Pursuant to the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder, the Board of Directors at its meeting held on 28 May, 2024 has approved a Postal Ballot Notice for seeking the consent of the shareholders on the following businesses by way of special resolution through Postal Ballot:

1. Re-appointment of Mr. Nand Gopal Khaitan as an Independent Director of the Company;
2. Re-appointment of Mr. Salil Kumar Bhandari as an Independent Director of the Company; and
3. Re-appointment of Mr. Ashok Jaipuria as an Independent Director of the Company.

Procedure for Postal Ballot

The Company has engaged the services of Central Depository Services Limited ("CDSL") for the purpose of providing e-voting facility to its members. The remote e-voting is proposed to be commenced from 09:00 a.m. (IST) on Wednesday, 5 June 2024 and shall end at 05:00 p.m. (IST) on Thursday, 4 July 2024. During this period, members of the Company holding equity shares either in physical form or in dematerialized form, as on the Cut-off date i.e. 31 May 2024 may cast their vote electronically.

The Board of Directors of the Company has appointed Mr. Pravin Kumar Drolia, Company Secretary in Practice, Kolkata (FCS No. 2366, CP No. 1362), as the Scrutinizer for conducting the Postal Ballot by way of e-Voting process in a fair and transparent manner. The consolidated report on the result of the postal ballot through remote e-voting for approving aforementioned resolutions will be provided by the Scrutinizer to the Chairman of the Company or any other person authorized by the Chairman in this regard on Friday, 5 July 2024.

None of the businesses proposed to be transacted at the ensuing Annual General Meeting, scheduled to be held on Wednesday, 28 August 2024, ('AGM'), requires passing of a Special Resolution.

E. DISCLOSURES

Disclosure of Accounting Treatment

The Company followed the guidelines of Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.

Risk Management

The Company has a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The Company has also adopted a Risk Management Policy which establishes various levels of accountability and overview within the Company.

Disclosure of Commodity Price Risks and Hedging Activities

Please refer Note No. 39 of the Standalone Financial Statements, which form part of the Annual Report.

Exposure of the listed entity to commodity and commodity risks faced by the entity throughout the year:

a) Total exposure of the listed entity to commodities in INR: NIL

b) Exposure of the listed entity to various commodities:

Commodity Name	Exposure in INR towards the particular commodity	Exposure in Quantity terms towards the particular commodity	% of such exposure hedged through commodity derivatives				
			Domestic market		International market		Total
			OTC	Exchange	OTC	Exchange	
Nil							

c) Commodity risks faced by the listed entity during the year and how they have been managed: NA

Strictures/Penalties

During the Financial Year 2023-24, BSE Limited has levied a fine of ₹ 99,120 (Indian Rupees Ninety-Nine Thousand One Hundred and Twenty only) on the Company for not complying with the provisions of the Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")**. However, the Company is of the view that it has complied the requirement of the provisions of the Regulation 17 (1A) of Listing Regulations and hence has made an application with the stock exchange for waiver of the aforesaid fine. The application is still pending with BSE. Apart from aforesaid fine there were no strictures/penalties imposed on the Company by Stock Exchanges or SEBI or any statutory authority, or any matter related to capital markets during the last three years.

Details of utilisation of funds

During the year under review, the Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the SEBI Listing Regulations.

Management

The Management Discussion and Analysis Report forms a part of the Annual Report and is in accordance with the requirements laid down in Regulation 34 of the Listing Regulations.

No material transaction was entered into by the Company with the Promoters, Directors or the Senior Management that may have a potential conflict with the Company's interest.

Vigil Mechanism (Whistle Blower) Policy

The Company has put in place a mechanism for reporting illegal, unethical behavior, malpractice, impropriety, abuse, insider trading or wrongdoing. The Company has a Vigil Mechanism (Whistle Blower) Policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct.

The employees, directors and other stakeholders can submit Protected Disclosures to Tip-offs Anonymous Service Provider in the manner laid out in the Vigil Mechanism (Whistle Blower) Policy, which is available on the Company's website www.hindwarehomes.com. During the year under review, no employee was denied access to Audit Committee.

Performance Evaluation

Pursuant to the provisions of the Act and Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually, Chairman as well as the evaluation of the working of its Nomination and Remuneration Committee. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Boards functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligation and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors and the Directors expressed their satisfaction with the evaluation process.

Code of Conduct for the Prevention of Insider Trading

The Company has in place its Code of Conduct for the Prevention of Insider Trading, in accordance with the guidelines specified under the Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

The Code of Conduct for Prevention of Insider Trading ("Code"), inter-alia, prohibits purchase/sale of Company's shares, while in possession of Company's Unpublished Price Sensitive Information ("UPSI") and accordingly necessary procedures have been laid down for the Designated Persons and others as prescribed under the said code for trading in the Company's securities. The Code covers Company's obligation to maintain a structured digital database, mechanism for prevention of insider trading and handling of UPSI, and the process to familiarize with the sensitivity of UPSI.

The Company's Code of Practices and Procedures for Fair Disclosures is available on the Company's website www.hindwarehomes.com.

Subsidiary Companies

The Company has Hindware Limited as its unlisted Indian subsidiary, whose income or net worth exceeds 10% of the consolidated income or net worth, respectively, of the Company and its subsidiaries in the immediately preceding accounting year. The minutes of the Board meetings as well as statements of all significant transactions of the unlisted subsidiary companies are circulated with the agenda of the Board meeting to the Company's Board of Directors. The Policy on Material Subsidiaries is available on the Company's website at the link https://www.hindwarehomes.com/pdf/Policy%20on%20Material%20Subsidiaries.pdf

Details of Material Subsidiary

S.No.	Name of the Company	Date of Incorporation	Place of Incorporation	Name of Statutory Auditors	Date of appointment of statutory auditors
1.	Hindware Limited	02/11/2017	Kolkata, India	M/s. Lodha & Co LLP, Chartered Accountants	21 June, 2023

Particulars of Director seeking re-appointment

Pursuant to provisions of the Act, Mr. Girdhari Lal Sultania shall retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

For detailed particulars on the Director seeking re-appointment, please refer to Notice dated 28 May 2024 of the Annual General Meeting scheduled to be held on 28 August 2024.

Training of Independent Directors

As per Regulation 25(7) of Listing Regulations, the Company provides suitable training to the Independent Directors to familiarize them with the Company, their roles, rights, responsibilities, nature of the industry in which the Company operates, business model of the Company and other relevant information, if any. The details of such training imparted are disclosed in the Annual Report.

The Company provides an orientation and business overview to all its new Directors and provides materials and briefing sessions periodically to all Directors which assist them in discharging their duties and responsibilities.

The details of programmes conducted for familiarization of Independent Directors with the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company at the link: https://www.hindwarehomes.com/training-of-directors.php.

Further, the Company issues a formal letter of appointment to Independent Directors outlining their roles, responsibilities, functions and duties as an Independent Director. The format of the letter of appointment is available on the Company's website at the link: https://www.hindwarehomes.com/appointment-letter-to-independent-directors.php.

Adoption of mandatory and non-mandatory requirements of Listing Regulations

The Company has complied with all mandatory requirements of Listing Regulations. The Company has adopted following non-mandatory requirements of the Listing Regulations:

Audit Qualification

The Company is in the regime of unqualified financial statements.

Reporting of Internal Auditor

The Internal Auditor directly reports to the Audit Committee.

Certificate from a Company Secretary in Practice

The certificate from a Company Secretary in Practice, stating that none of the Directors on the Board of Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI/Ministry of Corporate Affairs (MCA) or any such statutory authority, is enclosed to this Report.

Deviations, if any, of mandatory recommendations by the Committees to the Board of Directors

During the year, there was no instance wherein the Board of Directors of the Company did not accept any recommendation of the Committees.

Details of total fees paid to Statutory Auditor

The details of total fees for all services paid by the Company and its subsidiaries for the FY 2023-24, on a consolidated basis, to the Statutory Auditor and all entities in the network firm/network entity of which the Statutory Auditor is a part, are as follows:

S.No.	Nature of Service	Amount (₹ in lakhs)
1.	Audit Fees	27.99
2.	Other Services*	12.07
Total		**40.06**

*Payment for other services has been approved by the Audit Committee as required under Listing Regulations.

Prevention of Sexual Harassment of Women at Workplace

The disclosures in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are mentioned in the Directors' Report which forms part of the Annual Report.

Disclosure of certain type of agreements binding listed entities

There is no agreement impacting management or control of the Company or imposing any restriction or creating any liability upon the Company as stated under Schedule III, Para A, Clause 5A of the SEBI Listing Regulations.

Loans and Advances in which Directors are interested

The Company has not provided any loans and advances to any firms/companies in which Directors are interested.

F. MEANS OF COMMUNICATION

Results

The quarterly, half yearly and annual results are submitted to the Stock Exchange(s) in accordance with Listing Regulations. Further, the quarterly/half yearly/annual results in the prescribed format, are published within 48 hours in any prominent daily newspaper, such as The Financial Express, The

English daily and Ekdin vernacular newspaper. All vital information of the Company's performance, including Financial Results, Annual Reports and Shareholding Pattern have been posted on the Company's website i.e. www.hindwarehomes.com.

News releases, presentations, among others

Official news/press releases and official media releases etc. are displayed on the Company's website i.e. www.hindwarehomes.com.

Presentation

The Company makes financial presentations to institutional investors, mutual funds and others who have invested or intends to invest in the Company's share capital and such presentations are available on the website of the Company.

Website

The Company's website i.e. www.hindwarehomes.com contains a separate dedicated section 'Investor Relations' where shareholders' information is available. The Company's Annual Report is also available in a user-friendly and downloadable form.

Annual Report

The Annual Report containing, inter alia, Audited Financial Statements, Consolidated Financial Statements, Directors' Report, Auditors' Report, AGM Notice, Business Responsibility and Sustainability Report and other important information is circulated to members and others entitled thereto. The Management Discussion and Analysis (MD&A) Report forms part of the Annual Report and is displayed on the Company's website i.e. www.hindwarehomes.com.

NSE Electronic Application Processing System (NEAPS)

The NEAPS is a web-based application designed by NSE for Corporates. All periodical compliance filings like shareholding pattern, corporate governance report, results and other requirement of Listing Regulations, media releases, among others are filed electronically on NEAPS as mandated by NSE, by the Company.

BSE Corporate Compliance & Listing Centre (the 'Listing Centre')

BSE's Listing Centre is a web-based application designed for Corporates. All periodical compliance filings like shareholding pattern, corporate governance report, results, media releases, among others are also filed electronically on the Listing Centre by the Company.

SEBI Complaints Redress System (SCORES)

The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

Dispute Resolution Mechanism (SMART ODR)

In order to strengthen the dispute resolution mechanism for all disputes between a listed company and/or registrars & transfer agents and its shareholder(s)/investor(s), SEBI had issued a Standard Operating Procedure ('SOP') vide Circular dated 30 May 2022. As per this Circular, shareholder(s)/investor(s) can opt for Stock Exchange Arbitration Mechanism for resolution of their disputes against the Company or its RTA. Further, SEBI vide Circular dated 31 July 2023 (updated as on 20 December 2023), introduced the Online Dispute Resolution (ODR) Portal. Through this ODR portal, the aggrieved party can initiate the mechanism, after exercising the primary options to resolve its issue, directly with the Company and through the SEBI Complaint Redress System (SCORES) platform. The Company has complied with the above circulars and the same are available at the website of the Company: https://www.hindwarehomes.com/odr-portal.php.

Designated Exclusive email-id

The Company has designated the email-id investors@shilgroup.com exclusively for investor services.

G. SHAREHOLDER INFORMATION

Company Registration Details

The Company is registered with the Registrar of Companies, in the State of West Bengal, India. The Corporate Identification Number (CIN) allotted to the Company by the MCA is L74999WB2017PLC222970.

Contact Information

Registered Office

2, Red Cross Place,
Kolkata - 700 001, West Bengal, India
Phone: +91 - 33 -2248 7404/7407
email: investors@shilgroup.com

Corporate Office

Plot No. 68, Echelon Institutional Area,
Sector -32, Gurugram, Haryana-122001, India
Phone: +91- 124-2889300
Email: payal@hindware.com

Plant locations

The Company is engaged into marketing and trading activities, hence it does not have any manufacturing unit.

Company Secretary

Ms. Payal M Puri

Annual General Meeting

The 7th Annual General Meeting is scheduled to be held on Wednesday, 28 August 2024 at 1:30 P.M. (IST) through Video Conferencing/Other Audio Visual Means. The deemed venue of the AGM shall be 2, Red Cross Place, Kolkata, West Bengal- 700 001, India.

Financial Year

The Company follows April to March as its financial year. The results for every quarter, beginning from April, are declared within 45 days of the end of quarter, except for the last quarter, which are submitted, along with the annual audited results within 60 days of the end of the last quarter, as permitted under the Listing Regulations.

Date of Book Closure

Friday, 23 August 2024 to Wednesday, 28 August 2024 (both days inclusive).

Dividend Payment Date

The Board of Directors at their meeting held on 28 May 2024 recommended Dividend @ ₹ 0.40 (Forty Paise) per equity shares of ₹ 2/- each for the year 2023-2024. The Board has recommended the said dividend as final dividend for the year ended 31 March 2024 for shareholders' approval at the ensuing Annual General Meeting to be held on 28 August 2024 and the same will be credited/dispatched on or before 4 September 2024 to the shareholders entitled for the same.

Listing on Stock Exchanges

The Stock Exchanges, at which the Company's equity shares are listed, and the respective stock codes are:

National Stock Exchange of India Ltd. (NSE): HINDWAREAP
Exchange Plaza, 5th Floor,
Plot No. C-1, Block G,
Bandra-Kurla Complex,
Mumbai-400051
Maharashtra, India

BSE Ltd. (BSE): 542905
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
Maharashtra, India

International Securities Identification Number (ISIN) of the Company's equity shares, having face value of ₹2 each, is INE 05AN 01011.

Listing fees for the financial year 2024-25 have been paid to the Stock Exchanges.

Registrar and Share Transfer Agent

M/s. Maheshwari Datamatics Private Limited is the Company's Registrar and Share Transfer Agent (RTA) for its equity shares. The contact details of RTA are:

Maheshwari Datamatics Private Limited
23, R. N. Mukherjee Road, 5th Floor, Kolkata –700 001,
West Bengal, India
Phone: +91-33- 2243 5029/2248 2248
Email: mdpldc@yahoo.com

Share Transfer System

The Company has constituted a Share Transfer Committee to consider and approve applications for re-materialisation/transmission/transposition/internal transfer/ issuance of duplicate certificates etc. for physical shares, if any received in future.

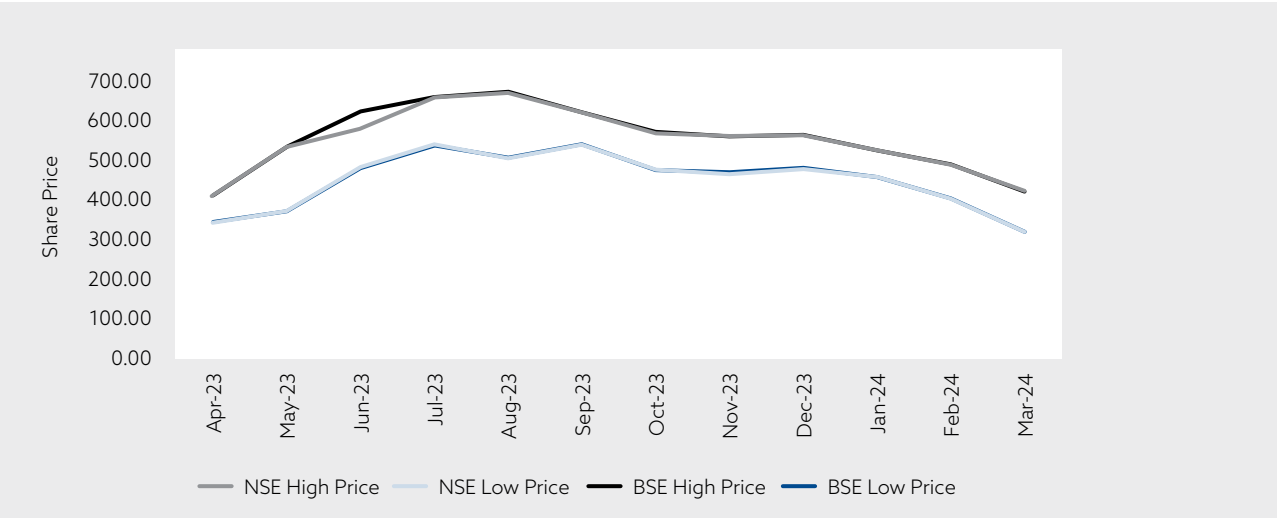
Market Price Data

Monthly stock market data of the Company's high-and-low prices of equity shares during FY 2023-24 and their performance, in comparison with the broad-based index, comprise:

Monthly Stock Market Data

Month	NSE High Price	NSE Low Price	BSE High Price	BSE Low Price
Apr-23	401.45	338.25	406.00	338.55
May-23	527.00	365.10	527.05	364.85
Jun-23	571.75	473.10	614.95	472.85
Jul-23	648.15	531.55	650.05	528.35
Aug-23	664.10	497.20	664.15	496.70
Sep-23	614.95	532.70	614.00	533.00
Oct-23	562.55	470.15	566.00	469.65
Nov-23	552.35	460.85	552.00	462.00
Dec-23	554.40	469.95	554.45	474.65
Jan-24	518.00	450.50	518.15	450.00
Feb-24	489.10	398.10	482.90	399.60
Mar-24	416.00	315.00	415.65	315.10

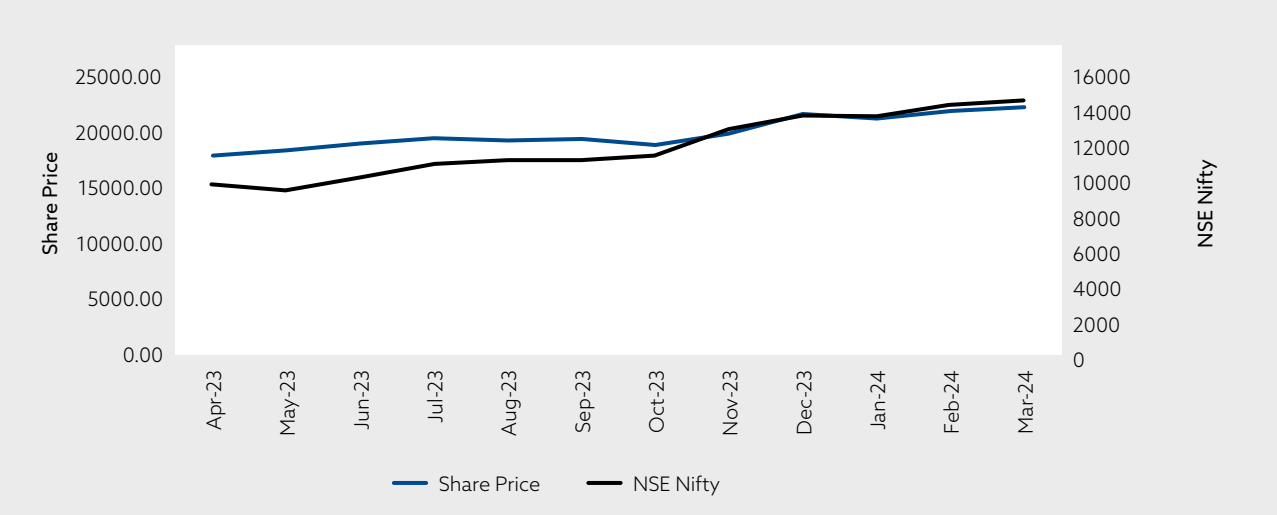
Monthly NSE and BSE prices of equity shares



Monthly closing price of shares on NSE and NSE Nifty

Month	Share Price	NSE Nifty
Apr-23	385.95	18065.00
May-23	512.70	18534.40
Jun-23	544.80	19189.05
Jul-23	641.20	19753.80
Aug-23	585.90	19253.80
Sep-23	551.15	19638.30
Oct-23	501.85	19079.60
Nov-23	518.80	20133.15
Dec-23	508.90	21731.40
Jan-24	483.10	21725.70
Feb-24	405.20	21982.80
Mar-24	376.70	22326.90

Monthly closing prices of the shares on NSE and NSE NIFTY



Distribution of Shareholding as on 31 March 2024

Number of Shares held	Shareholders		Shares	
	Number	% of Total	Number	% of Total
Upto 500	32936	88.45	2453664	3.39
501-1,000	1694	4.55	1321135	1.83
1,001-2,000	1222	3.28	1834404	2.54
2,001-3,000	541	1.45	1367239	1.89
3,001-4,000	251	0.68	878657	1.22
4,001-5,000	131	0.35	601092	0.83
5,001-10,000	231	0.62	1663804	2.30
10,001 and above	231	0.62	62176400	86.00
Total	**37237**	**100.00**	**72296395**	**100.00**

Category of Shareholders as on 31 March 2024

Particulars	No. of Shares of ₹ 2 each	% of Total
Promoters	37099787	51.32
Mutual Fund/UTI	1264040	1.75
Alternative Investment Funds	3935666	5.44
Foreign Portfolio Investors/ Foreign Institutional Investors	5413128	7.49
Financial Institutions/Banks	1687	0.00
Insurance Companies	111181	0.15
Foreign National	207	0.00
Domestic Companies/Bodies Corporate	4150112	5.74
Non-Resident Individual	1510486	2.09
Others	18810101	26.02
Total	**72296395**	**100.00**

Dematerialization of Shares

Particulars of Shares	Shares of ₹2 each	
	Number	% of Total
Dematerialized Form		
National Securities Depository Ltd. (NSDL)	63918927	88.41
Central Depository Services (India) Ltd. (CDSL)	8363689	11.57
Physical Form	13779	0.02
Total	**72296395**	**100.00**

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments.

Disclosure in respect of equity shares transferred in the Company's unclaimed suspense account

Details	No. of Shareholders	No. of Shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 01 April 2023	1155	625638
Shareholders who approached the Company for transfer of shares from suspense account during the year	28	10726
Shareholders to whom shares were transferred from the suspense account during the year	28	10726
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	NIL	NIL
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 31 March 2024	1127	614912

The voting rights on the shares outstanding in the suspense account as on 31 March 2024 shall remain frozen till the rightful owner of such shares claims the shares.

Credit Ratings

The Company has obtained the following credit ratings during the financial year:

Name of the Agency	Facilities	Amount (₹ in Crore)	Rating	Rating Action
Care Ratings Limited (CARE)	Long Term Bank Facilities	186.75	CARE A Stable (Single A Outlook: Stable)	Revised from CARE A+; Stable (Single A Plus ; Outlook: Stable)
	Short Term Bank Facilities	110.00	CARE A1 (A One)	Revised from CARE A1+ (A One Plus)

H. CODE OF CONDUCT

The Company's Board of Directors laid down and adopted a Code of Conduct under Corporate Governance for all the Directors and the Senior Management Personnel of your Company. The said Code of Conduct has also been posted on the Company's website i.e. www.hindwarehomes.com. The Board members and Senior Management Personnel have affirmed their compliance with the Code of Conduct for the FY 2023-24.

A declaration signed by the Company's Chief Executive Officer and Chief Financial Officer to this effect is enclosed at the end of this report.

I. CEO AND CFO CERTIFICATION

The Certificate, as required under Regulation 17(8) of the Listing Regulations, duly signed by the Chief Executive Officer and Chief Financial Officer, was placed before the Board, and the same is enclosed to this report and forms part of the Annual Report.

J. CERTIFICATION BY SECRETARIAL AUDITORS

As required under the Listing Regulations, M/s. DMK Associates, Company Secretaries, the Company's Secretarial Auditors, have verified the compliances of the Corporate Governance by the Company. We have obtained a Certificate affirming the compliance from M/s. DMK Associates, Company Secretaries, and the same is enclosed to this Report and forms a part of the Annual Report.

Declaration by Chief Executive Officer (CEO) under Listing Regulations regarding adherence to the Code of Conduct

In accordance with Listing Regulations, I hereby confirm that all the Directors and the Senior Management Personnel have affirmed compliance with their respective Code of Conduct, as applicable to them, for the year ended 31 March 2024.

Naveen Malik
Chief Executive Officer and
Chief Financial Officer

Place: Gurugram
Date: 28 May 2024

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members of
Hindware Home Innovation Limited
CIN: L74999WB2017PLC222970
2, Red Cross Place, Kolkata-700001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Hindware Home Innovation Limited** having registered office at 2, Red Cross Place, Kolkata-700001 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Director Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial year ended on 31 March 2024 have been debarred or disqualified from being appointed or continuing as Directors of the companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of appointment
1.	Mr. Sandip Somany	00053597	28/09/2017
2.	Mr. Salil Kumar Bhandari	00017566	14/09/2019
3.	Mr. Nand Gopal Khaitan	00020588	14/09/2019
4.	Mr. Ashok Jaipuria	00214707	14/09/2019
5.	Mr. Rakesh Kaul (WTD & CEO)*	08560772	17/09/2019
6.	Ms. Anisha Motwani	06943493	11/02/2020
7.	Mr. Girdhari Lal Sultania	00060931	08/02/2023

*Mr. Rakesh Kaul ceased to be a Director w.e.f. 6 April 2023 due to his resignation from the Board.

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **DMK Associates**
Company Secretaries

(Monika Kohli)
FCS, I.P, LL.B, B. Com (H).
Partner
FCS 5480, COP 4936
Peer Review No. 779/2020

Date: 24 May 2024
Place: New Delhi
UDIN: F005480F000444853

CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

To
The Board of Directors

We hereby certify that:

a) We have reviewed financial statements and cash flow statement of Hindware Home Innovation Limited ('the Company') for the year ended 31 March 2024 and that to the best of our knowledge and belief:

   i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the above said period which are fraudulent, illegal or violative of the Company's Code of Conduct.

c) We accept the responsibility of establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d) We have indicated to the Auditors and the Audit Committee:

   i. significant changes in internal control over financial reporting during the above said period;

   ii. significant changes in accounting policies during the above said period and that the same have been disclosed in the notes to the financial statements; and

   iii. instances of significant fraud, of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Gurugram
Date: 28 May 2024

Naveen Malik
Chief Executive Officer and Chief Financial Officer

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Hindware Home Innovation Limited
CIN: L74999WB2017PLC222970
2, Red Cross Place, Kolkata-700001

We have examined the compliance of the conditions of corporate governance by Hindware Home Innovation Limited ("the Company") for the year ended 31 March 2024 as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations").

Management's Responsibility

1. The compliance of conditions of corporate governance is the responsibility of the management of the Company. This responsibility includes the designing, implementing and operating effectiveness of internal control to ensure compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations.

Our Responsibility

2. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

3. We have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

Opinion

4. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended 31 March 2024.

5. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the company.

For **DMK Associates**
Company Secretaries

(Monika Kohli)
FCS, I.P, LL.B, B.Com (H).
Partner
FCS 5480, COP 4936
Peer Review No. 779/2020

Date: 24 May 2024
Place: New Delhi
UDIN: F005480F000444655

Business Responsibility & Sustainability Report

BRSR OVERVIEW

Section A: General Disclosures

Section B: Management and Process Disclosures

Section C: Principle-wise Performance Disclosure

Principle 1	Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent, and accountable
Principle 2	Businesses should provide goods and services in a manner that is sustainable and safe
Principle 3	Businesses should respect and promote the well-being of all employees, including those in their value chains
Principle 4	Businesses should respect the interests of and be responsive to all their stakeholders
Principle 5	Businesses should respect and promote human rights
Principle 6	Businesses should respect and make efforts to protect and restore the environment
Principle 7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent
Principle 8	Businesses should promote inclusive growth and equitable development
Principle 9	Businesses should engage with and provide value to their consumers in a responsible manner

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1	**Corporate Identity Number (CIN) of the Listed Entity**	L74999WB2017PLC222970
2	**Name of the Listed Entity**	Hindware Home Innovation Limited
3	**Year of incorporation**	2017
4	**Registered office address**	2 Red Cross Place, Kolkata – 700001, West Bengal
5	**Corporate office address**	Plot No. 68, Echelon Institutional area, Sector-32, Gurugram - 122001, Haryana
6	**E-mail**	investors@shilgroup.com
7	**Telephone**	91-124-2889300
8	**Website**	www.hindwarehomes.com
9	**Financial year for which reporting is being done**	1 April 2023 - 31 March 2024
10	**Name of the Stock Exchange(s) where shares are listed**	National Stock Exchange of India Limited (NSE) and BSE Limited (BSE)
11	**Paid-up Capital**	₹ 1,445.93 lakh
12	**Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**	Mr. Sandip Somany, Chairman and Non-Executive Director, +91 33 22487407
13	**Reporting boundary**	All the disclosures under this report are made on a standalone basis for Hindware Home Innovation Limited
14	**Name of assurance provider**	--
15	**Type of assurance obtained**	--

II. Products/services

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

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Consumer Appliances	Kitchen appliances, Air coolers, Electronic Household goods and other household appliances	95%
2	Retail Business	Home Interior and Furniture Products	5%

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

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Kitchen appliances (chimneys, hobs, cooktops, sinks)	47593	75%
2	Air coolers (Desert and personal air coolers)	47594	14%
3	Electronic Household Goods and other household appliances (Fans - ceiling and portable fans)	47599	6%
4	Home Interior and Furniture Products	47591	5%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	-	15	15
International	-	-	-

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	28
International (No. of Countries)	10

b. What is the contribution of exports as a percentage of the total turnover of the entity?

Exports contribute 0.43% of total turnover.

c. A brief on types of customers

Hindware Home Innovation Limited (HHIL) serves a wide spectrum of customers, encompassing a diverse array of individuals and entities seeking innovative and high-quality home solutions. These customers span various segments, including but not limited to the following:

1. Brand Stores: HHIL engages with brand stores, which are established retail outlets specialising in showcasing and selling a curated selection of Hindware's cutting-edge consumer appliances. These brand stores act as exclusive destinations where customers can explore and purchase a comprehensive range of home innovations products designed to elevate their living spaces.

2. Retailers: HHIL collaborates with retailers, who are key intermediaries bridging the gap between the manufacturer and the end consumers. These retailers encompass a wide network of outlets, both physical and online, that feature Hindware's products. By partnering with retailers, HHIL ensures that its innovative home solutions are easily accessible to a broad audience, enabling customers to integrate the latest advancements into their homes.

3. Distributors: The distribution network plays a crucial role in HHIL's outreach strategy. Distributors, acting as pivotal nodes within the supply chain, facilitate the efficient movement of Hindware's consumer appliances from manufacturing hubs to various retail points. By engaging with distributors, HHIL ensures widespread availability and seamless access to its home innovations, enhancing the convenience for customers to acquire these state-of-the-art solutions

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently-abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
1.	Permanent (D)	398	383	96%	15	4%
2.	Other than Permanent (E)	99	95	96%	4	4%
3.	**Total employees (D + E)**	**497**	**478**	**96%**	**19**	**4%**
WORKERS						
4.	Permanent (F)	-	-	-	-	-
5.	Other than Permanent (G)	12	10	83%	2	17%
6.	**Total workers (F + G)**	**12**	**10**	**83%**	**2**	**17%**

b. Differently-abled Employees and workers:

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

21. Participation/Inclusion/Representation of women

Particulars	Total (A)	No. and percentage of females	
		No. (B)	% (B/A)
Board of Directors	7[1]	1	14%
Key Management Personnel	3[2]	1	33%

Note: 1. Mr. Rakesh Kaul ceased to be Whole-time Director & CEO of the Company w.e.f. 6 April 2023 due to his resignation from the Board.

2. Mr. Salil Kapoor who was appointed as Chief Executive Officer (CEO) of the Company designated as Key Managerial Personnel (KMP) w.e.f. 18 July 2023 has resigned on 12 March 2024.

22. Turnover rate for permanent employees and workers

Particulars	FY 2024 (Turnover rate in current FY)			FY 2023 (Turnover rate in previous FY)			FY 2022 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	63%	1%	63%	37%	27%	39%	37%	14%	37%
Permanent Workers					NIL				

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding/subsidiary/associate companies/joint ventures

S. No.	Name of the holding/subsidiary/associate companies/ joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Hindware Limited	Subsidiary	98.2%	Yes
2	Evok Homes Private Limited	Subsidiary	100%	Yes
3	Halis International Limited	Subsidiary of Hindware Limited	98.2%	No
4	Hintastica Private Limited	Joint Venture	50%	No
5	Truflo Pipes Limited	Subsidiary of Hindware Limited	98.2%	No
6	Queo Bathroom Innovations Limited UK	Subsidiary of Halis International Limited	98.2%	No

VI. CSR Details

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Not Applicable

(ii) Turnover (in ₹) - 44,482 lakh

(iii) Net worth (in ₹) - 8,708 lakh

Note: HHIL does not fall under the obligation of CSR as per Section 135 of the Companies Act, 2013.

VII. Transparency and Disclosures Compliances

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

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web link for grievance redress policy)	FY 2024			FY 2023		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	-	-	-	-	-	-	NIL
Investors (other than shareholders)	For Investor's grievances and queries, HHIL has a separate mail id -investors@shilgroup.com	-	-	-	-	-	
Shareholders		2	-	-	3	-	
Employees and workers	For any violation of the policy and grievances, HHIL has a separate mail id - mailto:shilsuggestion@hindware.co.in	-	-	-	-	-	
	Employees can also submit a written complaint to the designated HR SPOC						
Customers	HHIL has a standalone policy on customer value Policy on Customer Value and Customers can also raise enquiry related to their concerns on wecare@hindware.co.in and brr@shilgroup.com	11,265	232	-	10,823	154	
Value Chain Partners	The Company's website has a dedicated section for value chain partners to raise their concerns or complaints	-	-	-	-	-	

Note: All pending complaints have been resolved post year closure.

26. Overview of the entity's material responsible business conduct issues

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Emission Reduction and Energy Management	Opportunity	Processes and Systems are in place to ensure maximum energy efficiency, and this will be continuously improved.		Positive - Any cost put into improving the energy management system will fetch positive outcomes and reduced costs in the long run.
2	Human Capital Development (Employee well-being, learning, and development, Diversity & Inclusion)	Opportunity	A skilled and trained workforce is an asset to our Company. Trained employees perform their tasks more efficiently, in reduced time and injuries.		Positive - Measures taken to train and retain these employees, aid in decreased hiring and training costs, increased productivity, reduction in quality issues, and ensure our continued success and build brand value.
3	Corporate Governance (Code of Conduct, Business Ethics, Board Management, Tax Transparency, Policy Influence)	Opportunity	To build upon our organisational strategy for championing success.		Positive - In transforming our business and levelling it up.
4	Product Quality and Safety	Opportunity	Ensuring product safety & quality is extremely crucial for the business to continue to deliver best-in-class services and avoid loss of business.		Positive - Enhanced revenue and profits.
5	Waste Management	Opportunity	Initiatives and opportunities to reduce plastic and paper in the office premises which result in minimising environmental damage.		Positive - Enhance our waste segregation and collection methods to optimise the overall efficiency of the procedure.
6	Customer Relationship Management	Opportunity	This gives us an opportunity to be the leader in this segment by being the preferred choice for all our customers across different business segments. Our endeavours are aligned towards achieving customer delight and satisfaction and we shall continue using this as an excellent opportunity for business leadership and growth.		A positive brand image and a strong recall value amongst consumers will help in being the platform of choice.
7	Supply Chain Management	Opportunity	Since fleet is a major part of our business, introducing sustainable transport can help HHIL lead the industry as a conscious and responsible business. This environmental stewardship effort will reduce carbon footprint.		Positive - This will have a significant impact on energy efficiency and will help us to reduce our Scope 3 emissions through delivery.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

HHIL has a robust management framework in place which enables us to align with the NGRBC Principles with respect to structure and policies to ensure we continue to deliver our best in an ethical, and responsible way. This encompasses transparent and principled business practices that hold us accountable, as well as protect the interests of our stakeholders, including customers and employees.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	The Company's policies are available at: https://www.hindwarehomes.com/pdf/Business%20Responsibility%20Policies.pdf								
2. Whether the entity has translated the policy into procedures. (Yes/No)	HHIL has developed policies based on National Voluntary Guidelines on Social, Environmental, and Economic Responsibilities of Business released by the Ministry of Corporate Affairs								
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	ISO 9001:2015 - Quality Management System								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	The Company in the process of finalising ESG goals and processes to create an ESG framework that incorporates sustainability in our business operations.								
6. Performance of the entity against the specific commitments, goals, and targets along-with reasons in case the same are not met.	The goals and targets are currently in the process of being finalised. We endeavour to monitor and report our performance against our goals in the upcoming years.								
Governance, leadership, and oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG-related challenges, targets, and achievements	We at HHIL, recognise the critical importance of Environmental, Social, and Governance (ESG) factors in driving sustainable business practices. As part of our commitment to responsible business operations, we have integrated ESG considerations into our strategy and operations. Our key ESG challenges include reducing our carbon footprint and minimising environmental impact. We have set ambitious targets to decrease greenhouse gas emissions by investing in energy-efficient technologies and exploring recycled materials. Social responsibility is fundamental—we create an inclusive workplace, prioritise employee well-being, and implement fair labour practices. Our governance practices uphold ethical standards, transparency, and accountability. We engage stakeholders, align with international standards, and aim for long-term sustainability.								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	DIN: 00053597 Name: Mr. Sandip Somany Designation: Chairman and Non-Executive Director								
9. Does the entity have a specified Committee of the Board/Director responsible for decision-making on sustainability related issues? (Yes/ No). If yes, provide details.	Yes. Our Risk Management Committee at HHIL also undertakes responsibility for ESG and sustainability-related matters. The Committee is empowered to formulate policies, implement strategies, and take all the pertinent decisions related to steering the organisation towards equitable, empathetic, and responsible business conduct.								

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee									Frequency (Annually/Half yearly/Quarterly/ Any other – please specify)									
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Yes, it is standard procedure for the Company to review its policies as and when required. The effectiveness of the policies is examined during this assessment, and any necessary adjustments to the policies and processes are put into place.																	
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances																		

11	Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P1	P2	P3	P4	P5	P6	P7	P8	P9
						No				

12. If answer to question (1) above is "No" i.e., not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	Not applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorised as "Essential" and "Leadership". While the **Essential indicators** are expected to be disclosed by every entity that is mandated to file this report, the **Leadership indicators** may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally, and ethically responsible.

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable

Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics /principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	1[1]	SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023	100%
Key Managerial Personnel	3[2]	SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2023	100%
Employees other than BoD and KMPs	10	HHIL conducts several trainings including Cybersecurity awareness, Ownership of processes among other trainings	100%
Workers[3]	NA	NA	NA

Note:

1. Mr. Rakesh Kaul ceased to be Whole-time Director & CEO of the Company w.e.f. 6 April 2023 due to his resignation from the Board.
2. Mr. Salil Kapoor who was appointed as Chief Executive Officer (CEO) of the Company designated as Key Managerial Personnel (KMP) w.e.f. 18 July 2023 has resigned on 12 March 2024.
3. HHIL operates as a retailer, specialising in the sale of manufactured products only, and as part of our business model, we do not employ any permanent workers

2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

	Monetary				
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine					
Settlement			NIL		
Compounding fee					

	Non-Monetary			
	NGRBC Principle	Name of the regulatory/ enforcement agencies/judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment				
Punishment		NIL		

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

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
NIL	NIL

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

HHIL covers its Anti-Corruption and Anti-Bribery policy under Vigil Mechanism/Whistleblower Policy which offers a formal mechanism to Company Directors, Employees, and other external stakeholders to raise their voices on unethical behaviour, actual or suspected fraud or flag any violations of the Company's Code of Conduct. The Company maintains a strong stance against bribery and corruption as per the Anti-Bribery and Anti-Corruption Policy, which imposes strict consequences against anyone found guilty of engaging in unethical conduct. This policy extends to every employee within the Company, including its subsidiaries, and joint ventures. More information on the policy can be accessed here.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:

Particulars	FY 2024		FY 2023	
	Number	Remarks	Number	Remarks
Directors				
KMPs	NIL		NIL	
Employees				
Workers	NA	NA	NA	NA

6. Details of complaints with regard to conflict of interest:

Particulars	FY 2024		FY 2023	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL		NIL	
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL		NIL	

7. Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/ law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable, since there were no fines, penalties, or action taken by regulators, law enforcement agencies or judicial institutions on cases of corruption and conflict of interest.

8. Number of days of accounts payables ((Accounts payable*365)/Cost of goods/services procured) in the following format:

Particulars	FY 2024	FY 2023
Number of days of accounts payables	95.03	81.76

9. Openness of business

Parameter	Metrics	FY 2024	FY 2023
Concentration of Purchases	a. Purchase from trading houses as % of total purchases	Not applicable	
	b. Number of trading houses where purchases are made from		
	c. Purchase from top 10 trading houses as % of total purchases from trading house		
Concentration of Sales	a. Sales to dealers/distributors as % of total Sales	69%	68%
	b. Number of dealers/distributors to whom sales are made.	1,120	1,213
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/ distributors	22%	21%
Share of RPTs	a. Purchases (Purchases from Related parties/Total purchases)	As per note to accounts no. 46 in Standalone financial statements	
	b. Sales (Sales to related parties/Total Sales)		
	c. Loans and advances (Loans and advances given to related parties/Total loans and advances)		
	d. Investments (Investments in related parties/ Total investments made)		

PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

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

Particulars	FY 2024	FY 2023	Details of improvements in environmental and social impacts
Research & Development	27%	19%	HHIL is contributing towards reducing the environmental impacts of the products by investing in energy-efficient products such as: • BLDC Fans with Low power consumption • BLDC Chimney with higher suction and low power consumption • Water Wastage Reduction in RO Water Purifiers • Local production of Chimney to reduce carbon footprints in transportation costs from China • Noise Reduction from chimneys to make them convenient for consumers.
Capex	31%	11%	

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

At HHIL, we recognise the importance of sustainable sourcing in today's dynamic business landscape. While we currently do not have specific procedures in place for sustainable sourcing, we are committed to taking proactive steps toward creating policies and processes to implement a sustainable sourcing programme.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

HHIL is in the process of establishing procedures for the safe reclamation of our products, with the aim to design and develop a robust mechanism, which will allow us to efficiently reclaim our products, ensuring they are reused, recycled, or appropriately disposed of at the end of their lifecycle.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Yes, EPR is applicable to HHIL business activities. HHIL holds an importer EPR license. HHIL has aligned its waste collection plans with respect to EPR guidelines, which include the following components:

- Setting up collection infrastructure
- Awareness programmes
- Tie-ups with waste management agencies
- Reporting and compliance

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

Essential Indicators

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

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	383	383	100%	383	100%	NA	NA	NIL	NIL	NIL	NIL
Female	15	15	100%	15	100%	15	100%	NA	NA	NIL	NIL
Total	**398**	**398**	**100%**	**398**	**100%**	**15**	**4%**	**-**	**-**	**-**	**-**
Other than Permanent employees											
Male	95	95	100%	95	100%						
Female	4	4	100%	4	100%			NIL			
Total	**99**	**99**	**100%**	**99**	**100%**						

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

Category	Total (A)	% of workers covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent workers											
Male											
Female						Not applicable					
Total											
Other than Permanent workers											
Male	10	10	100%	10	100%						
Female	2	2	100%	2	100%			Not applicable			
Total	**12**	**12**	**100%**	**12**	**100%**						

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:

Particulars	FY 2024	FY 2023
Cost incurred on well-being measures as a % of total revenue of the Company	0.10%	0.10%

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

Benefits	FY 2024			FY 2023		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/ N/ N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y /N / N.A.)
PF	99.77%	NA	Yes	99.77%	NA	Yes
Gratuity	100%	NA	Yes	100%	NA	Yes
ESI	-	NA	NA	-	NA	NA

3. Accessibility of workplaces

Yes, HHIL's premises are accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016. Our organisation fosters an inclusive work environment, taking necessary steps to enhance accessibility through facility improvements.

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

Yes, as evidenced in HHIL's policy on Diversity and Equal opportunity, the Company is committed to ensuring and upholding equal prospects, from at the start of the hiring process and also throughout the entire duration of employment, regardless of caste, creed, gender, race, religion, or disability. Our diversity and equal opportunity policy can be assessed here.

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

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	NA	NA
Female	100%	100%	NA	NA
Total	**100%**	**100%**	**-**	**-**

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

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent Workers	Yes, HHIL has established a grievance redressal mechanism for its workforce to receive and address their concerns. HHIL has a dedicated email channel accessible to all to raise any complaints/issues. Concerns of stakeholders are addressed while ensuring utmost confidentiality. HHIL encourages employees to participate in open and constructive dialogue with the management, without fear of reprisal and has established formal mechanisms to allow employees to report any grievance. All grievances are timely addressed and resolved to mutual satisfaction. Employees who feel they have experienced or are experiencing any form of discrimination at HHIL based on their age, religion, sex, gender, colour, national origin, sexual orientation, or physical impairment can submit a written complaint to their designated HR SPOC or to shilsuggestion@hindware.co.in. The Human Resources team ensures that complaints are handled promptly and rationally while preserving the strictest confidentiality and sensitivity.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	FY 2024			FY 2023		
	Total (A)	On Health and safety measures	On Skill upgradation	Total (D)	On Health and safety measures	On Skill upgradation
Total Permanent Employees	Not applicable, as the Company has no recognised employee unions or associations					
Male						
Female						
Total Permanent Workers	None, as HHIL operates as a retailer, specialising in the sale of manufactured products only, and as part of our business model, we do not employ any permanent workers.					
Male						
Female						

8. Details of training given to employees

Category	FY 2024					FY 2023				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	383	383	100%	152	40%	427	427	100%	401	94%
Female	15	15	100%	15	100%	15	15	100%	8	53%
Total	**398**	**398**	**100%**	**167**	**42%**	**442**	**442**	**100%**	**409**	**93%**
Workers										
Male										
Female					NA					
Total										

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

Category	FY 2024			FY 2023		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	383	383	100%	427	427	100%
Female	15	15	100%	15	15	100%
Total	**398**	**398**	**100%**	**442**	**442**	**100%**
Workers						
Male						
Female		NA			NA	
Total						

10. Health and Safety Management System

a) Whether an occupational health and safety management system has been implemented by the entity? (Yes/No).

If yes, the coverage of such a system?

Yes, HHIL is committed to achieving the highest standards of Health & Safety across the value chain. For our offices across the country, we have already implemented a robust health & safety system. All office buildings are designed to ensure safety and are equipped with safety systems such as fire detection, firefighting system, safe means of escape, assembly points emergency evacuation plans, etc. We regularly impart safety training to our workforce to build a culture of safety in the organisation.

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

We have conducted a comprehensive Hazard Identification and Risk Assessment (HIRA) study to identify and assess risks associated with work-related hazards. HIRA process is followed to identify work-related hazards for all routine & non-routine activities. Based on the severity of risks, we take mitigation measures as per the hierarchy of risk controls such as engineering, administrative, and PPE controls, etc.

c) Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Yes, we have processes for employees to report work-related hazards

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

Yes, HHIL believes in establishing an environment in which employees' financial requirements, in addition to their remunerations, are met. All employees are covered under Health Insurance Scheme provided by HHIL or the Employees State Insurance (ESI) scheme.

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

At present, as per available records maintained by the health & safety team for HHIL offices, there have been no fatalities or high-consequence injuries among employees in FY 2024.

Safety Incident/Number	Category	FY 2024	FY 2023
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	-	-
	Workers	NA*	NA*
Total recordable work-related injuries	Employees	-	-
	Workers	NA*	NA*
No. of fatalities	Employees	-	-
	Workers	NA*	NA*
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	NA*	NA*

*Note: HHIL operates as a retailer, specialising in the sale of manufactured products only, and as part of our business model, we do not employ any permanent workers

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

HHIL has the highest regard for the health, safety, and well-being of its employees. Thus, we have an EHS management system in place for Hazard identification & risk assessment, safety audits, and training, safe operating procedures, and EHS Manual to ensure a safe and healthy workplace. We have also initiated health & safety training followed by preventive and corrective actions. This will ensure that we comply with all crucial requirements in the future

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

Particulars	FY 2024		FY 2023	
	Filed during the year	Pending Resolution at the end of the year	Pending resolution at the end of year	Remarks
Working Conditions	NIL		NIL	
Health & Safety	NIL		NIL	

14. Assessments for the year

Particulars	FY 2024 % of your plants and offices that were assessed (by entity or statutory authorities or third parties)	FY 2023 % of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%	100%
Working Conditions	100%	100%

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

At HHIL, we are undertaking measures to promote continuous improvement in our health and safety practices. There have been no safety-related incidents at the workplace. However, we have strengthened our internal procedures to prevent any potential risks, including

- Procedures for safety incident management including incident monitoring, investigation, and reporting
- Safety-related training and awareness generation
- Emergency response and preparedness including improvements in fire safety measures

Leadership Indicators

1. **Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).**

   Yes. HHIL has life insurance policy for all the permanent employees.

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

   At HHIL - all the statutory dues are deducted as per applicable law and deposited with authorities in stipulated time on monthly basis.

3. **Provide the number of employees/workers having suffered high consequence work-related injury/ill-health/ fatalities (as reported in Q11 of ESSENTIAL INDICATORS above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

	Total no. of affected employees/workers			No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment		
	FY 2024	FY 2023	FY 2022	FY 2024	FY 2023	FY 2022
Employees	NIL	NIL	NIL	NIL	NIL	NIL
Workers	NA	NA	NA	NA	NA	NA

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. **Describe the processes for identifying key stakeholder groups of the entity.**

   HHIL has a systematic and iterative system in place to identify stakeholders who have an interest in or may be impacted by its activities. Key stakeholders have been identified as below:

   A. Internal stakeholders - individuals within the organisation who are part of critical functions, including Employees and Board Members

   B. External stakeholders - individuals outside the organisation, including vendors, suppliers, investors, regulators, NGOs, local communities, amongst others.

   Once all stakeholders were identified, they were prioritised based on their level of influence on the business and the impact that the organisation's activities have on them. This process helped determine the most critical stakeholders with whom the organisation needed to engage more deeply.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication	Frequency of engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
Board of Directors	No	Meetings, emails, and others	Quarterly & on need basis	Business enhancements, Governance, Fair business practices
Employees	No	Email, notice board, intranet	Regularly & on a need basis	Employee engagement activities, training, awareness, and welfare programs for health, safety, and well-being, learning development and upskilling
Community	No	Community meetings, pamphlets	Regularly & on a need basis	Need assessment, Development Program, and impacts, and opportunities for improvement
Suppliers	No	Email, website	Regularly & on a need basis	Ethical practices, business expectation and growth. Query and Grievance Redressal Vendor satisfaction

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication	Frequency of engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
Investors	No	Email, SMS, advertisements, website, newspaper	Regularly & on a need basis	Business updates, Queries, Business Performance – financial and non-financial, Events & Activations (campaigns & announcements)
Shareholders	No	Email, advertisements, website, newspaper	Quarterly & on need basis	Annual General Meetings, Dividend updates, Business Performance, Sustainability announcements
Regulators	No	Email, correspondence, meetings	On need basis	Discussions on Statutory and Regulatory compliances regulations and their amendments, inspections, and regulatory approvals
Bankers	No	Email, meetings	On need basis	Discussion on Company Finance
Auditors	No	Email, meetings	Quarterly & on need basis	Discussion on Company's financials, processes, and systems
Industrial Association	No	Email, Website, Seminars, Conferences	On need basis	Industry concerns related to health, environment, safety, inter-company product transfer, etc. Collaboration for commercialisation of Technologies/Products or Joint Research, providing product/ technology components, Complaints and grievance redressal

PRINCIPLE 5: Businesses should respect and promote human rights

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2024			FY 2023		
	Total (A)	No. of Employees / workers covered (B)	% (B / A)	Total (C)	No. of Employees / workers covered (D)	% (D / C)
Employees						
Permanent	398	398	100%	442	442	100%
Other than permanent	99	99	100%	136	136	100%
Total Employees	**497**	**497**	**100%**	**578**	**578**	**100%**
Workers						
Permanent	NA	NA	NA	NA	NA	NA
Other than permanent	12	12	100%	12	12	100%
Total Workers	**12**	**12**	**100%**	**12**	**12**	**100%**

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

Category	FY 2024					FY 2023				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent										
Male	383	-	-	383	100%	427	-	-	427	100%
Female	15	-	-	15	100%	15	-	-	15	100%
Other than Permanent										
Male	95	-	-	95	100%	130	126	96.9%	4	3.1%
Female	4	-	-	4	100%	6	6	100%	-	-
Workers										
Permanent										
Male	NIL					NIL				
Female										
Other than Permanent										
Male	10	10	100%	-	-	10	10	100%	-	-
Female	2	2	100%	-	-	2	2	100%	-	-

3. Details of remuneration/salary/wages

a. Median remuneration/wages:

Particulars	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/wages of respective category
Board of Directors (BoD)	6[1]	8,38,816	1	7,36,315
Key Managerial Personnel	2[2]	1,93,75,737	1	1,12,58,828
Employees other than BoD and KMP	381	9,48,571	14	11,64,789
Workers	NA	NA	NA	NA

Note: 1. Mr. Rakesh Kaul ceased to be Whole-time Director & CEO of the Company w.e.f. 6 April 2023 due to his resignation from the Board.

2. Mr. Salil Kapoor who was appointed as Chief Executive Officer (CEO) of the Company designated as Key Managerial Personnel (KMP) w.e.f. 18 July 2023 has resigned on 12 March 2024.

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

Details	FY 2024	FY 2023
Gross wages paid to females as a % of Total wages	20.60%	20.60%

4. Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, all the issues pertaining to Human Rights are overseen by the respective HR head. The HR head is in charge of assessing reported concerns and ensuring that they are handled and corrected. They also suggest appropriate resolution in consultation with Senior Management.

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

HHIL's Vigil Mechanism Policy establishes a framework for reporting and rectifying human rights violations. Additionally, a dedicated email address (brr@shilgroup.com) is available for reporting grievances or complaints.

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

Particulars	FY 2024			FY 2023		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	NIL			NIL		
Discrimination at workplace						
Child Labour						
Forced Labour/ Involuntary Labour						
Wages						
Other Human Rights related issues						

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

Details	FY 2024	FY 2023
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention and Redressal) Act, 2013 (POSH)	NIL	NIL
Complaints on POSH as a % of female employees/workers	NIL	NIL
Complaints upheld on POSH Upheld	NIL	NIL

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

When addressing complaints within the grievance redressal system, every measure is taken to ensure a discreet investigation, aimed at preventing any adverse consequences. The entire process is conducted with the utmost confidentiality. To safeguard complainants from potential negative outcomes, the Company follows established procedures outlined in the grievance redressal process and adheres to the provisions of the POSH Act.

Through the grievance redressal mechanism, employees, workers, independent contractors, and suppliers can openly express concerns related to human rights without the fear of reprisal. All valid infractions are treated with gravity, and appropriate actions are taken accordingly. Depending on the severity of the issue, these actions may extend to terminating commercial agreements and employment contracts.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes, the Company's Human Rights Policy extends its applicability to encompass not only its business associates but also any other entities that engage directly with the Company as part of its business operations. This commitment underscores the Company's dedication to upholding fundamental human rights principles throughout its entire network of interactions and collaborations

10. Assessments for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	NIL
Forced/Involuntary labour	NIL
Sexual harassment	NIL
Discrimination at workplace	NIL
Wages	NIL
Others - please specify	NIL

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

Not Applicable

PRINCIPLE 6: **Businesses should respect and make efforts to protect and restore the environment**

Essential Indicators

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

Parameter	FY 2024	FY 2023
From renewable sources		
Total electricity consumption (A)	-	-
Total fuel consumption (B)	-	-
Energy consumption sources		
Total energy consumed from renewable sources (A+B+C)	**-**	**-**
From non-renewable sources		
Total electricity consumption (D) (GJ)	1,348.34	1,166.37
Total fuel consumption (GJ)	72.13	165.64
Energy consumption through other sources (F) (GJ)	NIL	NIL
Total energy consumed from non- renewable sources (D+E+F)	**1,420.47**	**1,332.01**
Total energy consumed (A+B+C+D+E+F) (GJ)	**1,420.47**	**1,332.01**
Energy intensity per rupee of turnover (GJ/ ₹ Cr) (Total energy consumed/Revenue from operations)	3.19	2.39
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/Revenue from operations adjusted for PPP) (GJ/Int. Dollar Cr.)	71.53	53.02
Energy intensity in terms of physical Output	NA	NA

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency (Y/N)- No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office.

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

No, the entity does not have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India

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

Parameter	FY 2024	FY 2023
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	-	-
(iii) Third party water	3,679	3,484
(iv) Seawater/desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (In kilolitres) (I + ii + iii + iv + v)	3,679	3,484
Total volume of water consumption (In kilolitres)	3,679	3,484
Water intensity per rupee of turnover (KL/ ₹ Cr) (Total water consumption/Revenue from operations)	8.47	6.26
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/Revenue from operations adjusted for PPP) (KL/Int. Dollar Cr)	189.80	138.67
Water intensity in terms of physical Output	NA	NA

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency (Y/N)- No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office.

4. Provide the following details related to water discharged:

Parameter	FY 2024	FY 2023
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment		
- With treatment – please specify level of Treatment		
(ii) To Groundwater		
- No treatment		
- With treatment – please specify level of Treatment	Our offices are situated in Leased offices which process all wastewater through STPs on premises. We are in the process of streamlining our water management systems to optimise the reuse and recovery of residual water waste prior to discharge.	
(iii) To Seawater		
- No treatment		
- With treatment – please specify level of Treatment		
(iv) Sent to third parties		
- No treatment		
- With treatment – please specify level of Treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of Treatment		
Total water discharged (in kilolitres)		

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency (Y/N)- No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office

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

Currently, HHIL does not have a Zero Liquid Discharge (ZLD) system. However, we are in the process of developing and implementing the ZLD mechanism in the coming years.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2024	FY 2023
NOx			
SOx			
Particulate matter (PM)		Not Applicable, HHIL being a retail company does not have any ambient air emissions due to its day-to-day operations (particularly NOx, SOx, and PM)	
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)			
Hazardous air pollutants (HAP)			
Others - please specify			

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency (Y/N)- No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format

Parameter	Please specify unit	FY 2024	FY 2023
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	tCO2e	5.39	12.37
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	tCO2e	265.92	230.03
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations)	tCO2e/₹ Cr.	0.61	0.44
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP)	(tCO2e/ Int. Dollar Cr)	13.66	9.65
Total Scope 1 and Scope 2 emission intensity in terms of physical output		NA	NA

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)- No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

The company has implemented various measures to reduce greenhouse gas emissions, including replacing conventional lights with LEDs and transitioning to renewable energy sources such as solar panels. Additionally, plans are in place to expand these initiatives in the coming years

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2024	FY 2023
Total Waste generated (in metric tonnes)		
Plastic waste **(A)**	0.39	-
E-waste **(B)**	-	-
Bio-medical waste **(I)**	-	-
Construction and demolition waste **(D)**	-	-
Battery waste **(E)**	-	-
Radioactive waste **(F)**	-	-
Other Hazardous waste. Please specify, if any **(G)**	-	-
Other Non-hazardous waste generated **(H)**	1.48	-
Total (A+B+C+D+E+F+G+H)	**1.86**	**-**
Waste intensity per rupee of turnover (Total waste generated/Revenue from operations) (MT/₹ Crore)	0.0042	-
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/Revenue from operations Adjusted for PPP) (MT/Int. Dollar Cr)	0.09	-
Waste intensity in terms of physical output	NA	NA
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	-	-
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	**-**	**-**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	1.86	-
Total	**1.86**	**-**

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)- No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office

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

HHIL operates as a retailer, specialising in the sale of manufactured products only, and thus, no hazardous or toxic chemicals are used in our business operations.

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

S. No.	Location of operations/offices	Type of Operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
HHIL does not have any operations/offices in or around ecologically sensitive areas.			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the FY 2024

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
Not Applicable					

13. Is the entity compliant with the applicable environmental law/regulations/guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non- compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Not applicable				

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/associations.

HHIL is affiliated with 4 trade and industry chambers/associations.

b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/affiliated to

S. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (State/National)
1	Federation of Indian Chambers of Commerce and Industry (FICCI)	National
2	Indian Council of Sanitaryware Manufactures	National
3	PHD Chamber of Commerce and Industry (PHDCCI)	National
4	Water Quality Association (WQA)	National

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

Name of Authority	Brief of the case	Corrective action taken
There were no adverse orders from regulatory authorities hence, this question is not applicable.		

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

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

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
Not applicable						

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

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
Not applicable						

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

As a retail business, we do not have direct operations within or near communities. Hence, we do not have mechanisms in place to receive and redress the grievances of the community.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers

Details	FY 2024	FY 2023
Directly sourced from MSMEs/small producers	69%	53%
Directly from within India	62%	69%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis) in the following locations, as % of total wage cost

Location	FY 2024	FY 2023
Rural	0%	0%
Semi-urban	0%	0%
Urban	100%	100%
Metropolitan	0%	0%

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

HHIL believes in putting the customer at the centre of its value proposition. In order to ensure customers can easily reach us, we have established multiple lines of communication such as online service requests, a central helpline, WhatsApp support, app-based interaction, and email id. We have established a structured data management system and SLA to ensure every query is responded to within a specified period of time.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

	As a percentage of total turnover
Environmental and social parameters relevant to the product	0%
Safe and responsible usage	100%
Recycling and/or safe disposal	0%

3. Number of consumer complaints in respect of the following:

	FY 2024			FY 2023		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	-	-		-	-	
Advertising	-	-		-	-	
Cyber security	-	-		-	-	
Delivery of essential services	-	-		-	-	
Restrictive Trade Practices	-	-		-	-	
Unfair Trade Practices	-	-		-	-	
Other	11,265	232*		10823	154*	

*Note- All the pending complaints were resolved soon after year closure.

4. Details of instances of product recalls on account of safety issues.

There have been no product recalls in the reporting period of FY 2023-24

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web link of the policy.

Yes, HHIL has an internal robust cybersecurity policy that addresses the rise of cyber threats and crimes organisations face today. This policy helps in protecting the Company from cyber threats, safeguarding sensitive data such as designs, patents, and customer and employee information. The policy can be assessed at the web link:

https://www.hindwarehomes.com/privacy-policy.php

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.

NIL

7. Provide the following information relating to data breaches:

- Number of instances of data breaches - NIL
- Percentage of data breaches involving personally identifiable information of customers - Not Applicable
- Impact, if any, of the data breaches - Not applicable

Independent Auditor's Report

To the Members of Hindware Home Innovation Limited

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying standalone financial statements of Hindware Home Innovation Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (herein after referred to as the "standalone financial statements").

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

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the year ended 31 March 2024. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Description of Key Audit Matter	How our audit addressed the key audit matters
1. Recognition of revenue (as described in Note 3.4 and 30 of the standalone financial statements)	
The Company recognizes revenues when the control of goods and/ or services are transferred to the customer at an amount that reflects the net consideration, which the Company expects to receive for those goods and/or services from customers in accordance with the terms of the contracts. In determining the sales price, the Company considers the effects of applicable rebates, and discounts (variable consideration). The terms of sales arrangements, including the timing of transfer of control, based on the terms of relevant contract and nature of discount and rebates arrangements, create complexities that require judgment in determining sales revenues. Considering the above factors and the risk associated with revenue recognition, we have determined the same to be a key audit matter.	Our audit procedures included the following: We read and evaluated the Company's revenue recognition policy and assessed its compliance in terms of Ind AS 115 'Revenue from contracts with customers'. We assessed the design and tested the operating effectiveness of internal controls related to sales and applicable rebates/discounts. We performed test for a sample of sales transactions by comparing the underlying sales invoices, sales orders and other related documents to assess that revenue is recognized on transfer of control to the customer in accordance with the terms of the contract. We tested on a sample basis discount and rebates schemes as approved by the management to assess its accounting. For the samples selected, we also compared that the actual discount and rebates recognized in respect of particular schemes do not exceed their approved amounts. Selected sample of sales transactions made pre- and post-year end, agreed the period of revenue recognition to underlying documents and the terms of sale. Performed analytical procedures on sales and sales return trend We tested on a sample basis, that revenue has been recognized in the proper period with reference to the supporting documents including confirmations from customers; if any. We read and assessed the relevant disclosures made in the standalone Ind AS financial statements.

Description of Key Audit Matter	How our audit addressed the key audit matters
2. Impairment allowance on trade receivables (Refer to the accompanying notes 11, 37 and 39 of the standalone financial statements) As at March 31, 2024, the Company has trade receivables of ₹ 10,371.54 lakh (net of impairment allowance (ECL) of ₹ 2,604.04 lakh). In determining whether an impairment allowance is required, the management takes into consideration the ageing status and likelihood of collection based on contractual terms, past experience, customer correspondences etc. Based on such assessment, specific allowances are made for receivables that are unlikely to be collected. Due to the involvement of management's judgement and materiality of the amounts involved, we have considered the same as a key audit matter.	Our audit procedures included the following: Discussed with the management on the steps taken by them for recovery of the outstanding amounts. Obtained management's assessment and estimates of recoverability of receivables and checked arithmetic accuracy. Assessed whether the rationale behind the management's judgment in determining the impairment provisions are in line with the correspondences (including any disputes), reconciliations (where done during the year) and post year end payments.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone financial statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If based on the work we have performed, we conclude that there is a material misstatement therein, we are required to report that fact.

We have nothing to report in this regard.

RESPONSIBILITY OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgements 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, 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 STANDALONE FINANCIAL STATEMENTS

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

As part of an audit in accordance with SAs, we exercise professional judgments and maintain professional skepticism throughout the audit. We also:

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended 31 March 2024 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.

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

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

2. As required by Section 143(3) of the Act, we report that:

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

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph 2 (h)(vi) below on reporting under Rule 11(g) of The Companies (Audit and Auditors) Rules, 2014 (as amended) (" the Rules").

(c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including other comprehensive income, the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

(f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 2(h)(vi) below on reporting under Rule 11(g) of the rules.

(g) 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

i) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note no. 43 to the standalone financial statements;

ii) The Company has made provision, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts; and

iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March, 2024.

iv) (a) The management has represented that to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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 to or on behalf of the Ultimate Beneficiaries.

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

(c) Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) above as required by rule 11(e) of Companies (Audit and Auditors) Rules 2014, as amended, contains any material mis-statement.

v) (a) The final dividend proposed in the previous year, declared and paid by the company during the year is in accordance with section 123 of the Companies Act, 2013.

(b) The Board of Directors of the Company have proposed dividend for the year 2023-24 which is subject to the approval of the members in the ensuing General meeting. The amount of dividend proposed is in accordance with section 123 of the Companies Act, 2013. (Refer note no. 55)

vi) Based on our examination, which included test checks, the Company has a widely used ERP as its accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the financial year for all relevant transactions recorded in the said software except (a) the audit trail feature was not enabled throughout the year for certain relevant tables at the application level; and (b) that the audit trail (edit log) for certain information at database level (which records only modified values) was not enabled during the year. During the course of performing our audit procedures, we did not notice any instance of the audit trail feature being tampered with in respect of the accounting software during the year the audit trail feature was enabled.

i) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid / provided by the Company to its directors during the year is in accordance with the provisions of Section 197 read with Schedule V to the Act.

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration Number: 301051E/E300284

Shyamal Kumar
Partner
Membership Number: 509325
UDIN: 24509325BKABTN9008

Place: New Delhi
Date: 28 May 2024

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date on the standalone financial statements of Hindware Home Innovation Limited for the year ended 31 March 2024)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment (PPE), and relevant details of Right-of-use-Assets (ROU).

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

(b) As per the physical verification program, certain Property, Plant and Equipment were physically verified during the year by the Management in the phased manner designed to cover all the items over a period of three years. Accordingly, during the year, certain items have been physically verified which, in our opinion, provides for physical verification at reasonable intervals having regard to the size of the company and the nature of its property plant and equipment. Based on information and records provided, no material discrepancies were noticed on such verification.

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

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued any of its PPE (including ROU) & Intangible assets during the year.

(e) According to the information and explanations given to us and records provided, no proceedings have been initiated during the year or are pending against the Company as at 31 March, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) As per the physical verification program, the inventories of the Company were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. Discrepancies noticed were not of 10% or more in the aggregate for each class of inventories on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us and as per the records verified, the Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with the banks in lieu of the sanctioned working capital facility, which are in agreement with the books of account other than those as set out below:

(₹ in lakh)

Name of the Bank/ financial institution	Working capital/ Cash credit limit sanctioned	Nature of current assets offered as security	Quarter ended	Amount disclosed as per Stock Statement	Amount as per books of accounts	Differences	Remarks if any
Standard Chartered Bank, Citi Bank, The Hongkong and Shanghai Banking Corporation Limited, HDFC Bank Limited, Axis Bank Limited and The Federal Bank Limited.	17,400	Stock, trade receivables, advance to suppliers	30 June 2023	18,777	17,566	1,211	Difference inter-alia arise on factors, like: i. Regrouping / reclassification of ledger heads; ii. Line items on the date of submission of stock statement of each calendar month are subject to reconciliations and adjustments thereon; iii. Regrouping, settlements of sales schemes items in ledger, not considered for purpose of calculation in Stock Statement iv Information to the banks are provided based on provisional numbers.
			30 September 2023	19,256	18,455	801	
			31 December 2023	19,082	18,313	769	
			31 March 2024	17,324	15,789	1,535	

Refer Note No - 24

(iii) (a) The Company has made investments in a joint venture during the year but has not provided any guarantee during the year. The Company during the year has not granted any secured loans or advances in nature of loans or provided security to any parties during the year.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us in our opinion the terms and conditions under which such investment were made are not prejudicial to the Company's interest.

(c) The Company does not have any loans or advances in the nature of loans outstanding at the beginning as well as end of the year, hence reporting under clause (iii)(c), (iii)(d), (iii)(e) &(iii)(f) of the order are not applicable.

(iv) The Company has not granted any loans or provided any security to the parties covered under Section 185. According to the information, explanations and representations provided by the management and based upon audit procedures performed, we are of the opinion that in respect of investments made and guarantees and securities provided, the Company has complied with the provisions of the Section 185 and 186 of the Companies Act, 2013.

(v) The Company has not accepted any deposits from the public or amounts which are deemed to be deposits within the meaning of the directives issued by the Reserve Bank of India, provisions of Section 73 to 76 of the Act, any other relevant provisions of the Act and rules framed thereunder, hence, we do not offer any comment on the same.

According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal against the Company in this regard.

(vi) The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products and services. Accordingly, the provisions of clause (vi) of the Order are not applicable to the Company.

(vii) a) According to the records of the Company, the Company is generally regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues with the appropriate authorities to the extent applicable. There were no undisputed statutory dues payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at 31 March 2024 for a period of more than six months from the date they become payable.

b) According to the records and information & explanations given to us, the details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024 on account of disputes are given below:

Name of Statute	Nature of Due	Period	Amount (₹ in lakh)	Forum where matter is pending
Finance Act 1994	Service Tax	2013-14	37.57	The Hon'ble Supreme court of India
Haryana CST Act	Haryana CST	2017-18	9.83	Excise & taxation Officer- Cum assessing Authority Gurgaon (South)
Gujarat VAT Act	Gujarat VAT	2014-15	82.51	The Hon'ble Gujarat VAT Tribunal, Ahmedabad
Gujarat GST Act, 2017	Goods and Service tax	2020-21	2.06	DEPUTY COMMISSIONER (APPEALS-II), Rajya Kar Bhavan, Ashram Road, Ahmedabad, Gujarat
Haryana GST Act, 2017	Goods and Service tax	2017-18	1,911.69	1st Appellate Authority
Karnataka GST Act, 2017	Goods and Service tax	2018-19	10.55	JOINT COMMISSIONER (APPEALS), BMTC BUILDING, 2ND FLOOR, SHANTHINAGAR, BANAGLORE -560027
Maharashtra GST Act, 2017	Goods and Service tax	2017-18	50.62	1st Appellate Authority

(viii) As per the information and explanations and records provided, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) As per the information and explanations and records provided, in our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) As per the information and explanations and records provided, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) To the best of our knowledge and belief and information and records provided, 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) On an overall examination of the standalone financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the standalone financial statements of the Company and based on the representations of the Company, we report that the Company has neither taken any funds from any entity or person during the year nor it has raised funds through issue of shares or borrowings on account of or to meet the obligations of its subsidiaries or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

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

(xi) (a) Based on the audit procedures performed and on the basis of information and explanations provided by the management, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

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

(c) As represented to us by the Management and records provided, there were no whistle blower complaints received by the Company during the year.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) According to the information and explanations and records made available by the management of the Company and audit procedures performed, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.

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

(b) We have considered, the internal audit reports issued to the Company during the year and till date in determining the nature, timing and extent of our audit procedures.

(xv) On the basis of records made available to us and according to information and explanations given to us, the Company has not entered into non-cash transactions with the directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) As per the information and representations provided, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934 and hence reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable. As per the explanations provided and based on the information, the Group does not have any Core Investment Company (CIC) as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.

(xvii) The Company has incurred cash losses of ₹ 1,509.90 lakh during the financial year covered by our audit but has not incurred in the immediately preceding financial year.

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

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company and/ or certificate with respect to meeting financial obligations by the Company as and when they fall due. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

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

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration Number: 301051E/E300284

Shyamal Kumar
Partner
Membership Number: 509325

Place: New Delhi
Date: 28 May 2024

Annexure "B" to the Independent Auditor's Report

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

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

OPINION

We have audited the internal financial controls with reference to standalone financial statements of Hindware Home Innovation Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the Ind AS standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by 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 with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

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 standalone 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 maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of 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 standalone financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31 March 2024, 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 **LODHA & CO LLP**
Chartered Accountants
Firm Registration Number: 301051E/E300284

Shyamal Kumar
Partner
Membership No: 509325

Place: New Delhi
Date: 28 May 2024

Standalone Balance Sheet

as at 31 March 2024

(₹ in lakh)

Particulars	Note	As at 31 March 2024	As at 31 March 2023
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	4a	3,409.54	3,263.29
(b) Right of use assets	4a	4,316.40	5,803.64
(c) Capital work-in-progress	4b	71.04	471.61
(d) Other intangible assets	5a	42.43	33.07
(e) Other intangible assets under development	5b	7.60	12.15
(f) Financial assets			
(i) Investments	6	6,224.58	3,894.14
(ii) Loans	7	-	106.23
(iii) Other financial assets	8	421.39	304.77
(g) Income-tax assets (net)	38(d)	394.17	8.69
(h) Deferred tax assets (net)	22	3,610.77	1,861.72
(i) Other non-current assets	9	402.44	568.64
Total non-current assets		**18,900.36**	**16,327.95**
2 Current assets			
(a) Inventories	10	11,328.03	12,095.09
(b) Financial assets			
(i) Trade receivables	11	10,371.54	13,859.74
(ii) Cash and cash equivalents	12	1,060.98	109.16
(iii) Bank balances other than (ii) above	13	10.59	7.00
(iv) Other financial assets	14	375.14	522.81
(c) Other current assets	15	3,327.61	4,190.24
Total current assets		**26,473.89**	**30,784.04**
Total assets		**45,374.25**	**47,111.99**
EQUITY AND LIABILITIES			
1 Equity		-	
(a) Equity share capital	16	1,445.93	1,445.93
(b) Other equity	17	7,262.22	11,208.55
Total equity		**8,708.15**	**12,654.48**
2 Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	5,100.00	3,325.00
(ii) Lease liabilities	19	4,434.64	5,628.39
(iii) Other financial liabilities	20	443.61	388.68
(b) Provisions	21	177.50	197.93
(c) Other non-current liabilities	23	112.38	102.92
Total non-current liabilities		**10,268.13**	**9,642.92**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	24	9,305.44	8,090.81
(ii) Lease liabilities	25	665.56	812.73
(iii) Trade payables			
- Due to micro and small enterprise	26	1,497.38	1,971.02
- Due to others	26	5,433.57	5,806.58
(iv) Other financial liabilities	27	7,649.74	6,018.02
(b) Other current liabilities	28	1,542.56	1,821.14
(c) Provisions	29	303.72	294.29
Total current liabilities		**26,397.97**	**24,814.59**
Total liabilities		**36,666.10**	**34,457.51**
Total equity and liabilities		**45,374.25**	**47,111.99**

The accompanying notes form an integral part of the Standalone financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Shyamal Kumar
Partner
M. No. 509325
Place: New Delhi
Date: 28 May 2024

G.L. Sultania
Director
DIN: 00060931

Payal M Puri
Company Secretary
ACS No.: 16068

Place: Gurugram
Date: 28 May 2024

Sandip Somany
Chairman
DIN: 00053597

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Standalone Statement of Profit and Loss

for the year ended 31 March 2024

(₹ in lakh)

Particulars		Note	For the year ended 31 March 2024	For the year ended 31 March 2023
I	Revenue from operations	30	44,481.99	55,691.59
II	Other income	31	4,247.91	4,360.41
III	**Total income**		**48,729.90**	**60,052.00**
IV	**Expenses**			
	Purchases of stock-in-trade	32	27,336.44	33,047.14
	Changes in inventories of stock-in-trade	33	706.26	2,262.76
	Employee benefits expense	34	7,171.96	6,539.57
	Finance costs	35	2,009.89	1,996.16
	Depreciation and amortisation expense	36	2,113.99	1,805.77
	Other expenses	37	14,746.59	12,530.63
	Total expenses		**54,085.13**	**58,182.03**
V	**Profit/(Loss) before tax**		(5,355.23)	1,869.97
VI	**Tax expense**	38		
	(1) Current tax		-	397.22
	(2) MAT credit (entitlement)/ adjustment		367.58	(367.58)
	(3) Earlier year income tax		169.33	7.76
	(4) Deferred tax		(2,293.42)	772.17
	Total tax expense		**(1,756.51)**	**809.57**
VII	**Profit/(Loss) for the year**		**(3,598.72)**	**1,060.40**
VIII	**Other comprehensive income**			
	(i) Items that will not be reclassified to profit or loss			
	Remeasurements of the defined benefit plan		21.33	(8.60)
	(ii) Income-tax relating to these items		(7.46)	3.00
	Other comprehensive income (net of tax)		**13.87**	**(5.60)**
IX	**Total comprehensive income for the year**		**(3,584.85)**	**1,054.80**
X	**Earnings per equity share (of ₹ 2/- each):**			
	Basic and diluted	41	(4.98)	1.47

The accompanying notes form an integral part of the Standalone financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Shyamal Kumar
Partner
M. No. 509325
Place: New Delhi
Date: 28 May 2024

G.L. Sultania
Director
DIN: 00060931

Payal M Puri
Company Secretary
ACS No.: 16068

Sandip Somany
Chairman
DIN: 00053597

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 28 May 2024

Standalone Statement of Cash Flows

for the year ended 31 March 2024

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Cash flows from operating activities		
Profit/(loss) before tax	(5,355.23)	1,869.97
Adjustments for:		
Finance costs	2,009.89	1,996.16
Dividend income	(2,940.00)	(2,940.00)
Interest income	(29.84)	(40.10)
Gain on disposal of property, plant and equipment	(3.37)	(3.03)
Loss on disposal of property, plant and equipment	0.35	0.01
Impairment of investments	955.38	-
Sundry balances and liabilities no longer required, written back	(442.34)	(280.74)
Provision for expected credit loss	1,418.83	403.51
Provision for doubtful advances/debts	99.48	-
Lease concession /liabilities written back	(98.76)	(1.44)
Depreciation and amortisation expenses	2,113.99	1,805.77
Net foreign exchange (gain)/loss	(2.44)	(11.59)
	(2,274.06)	**2,798.52**
Movements in working capital:		
(Increase)/decrease in trade and other receivables	2,129.04	(254.78)
(Increase)/decrease in inventories	767.06	2,210.25
(Increase)/decrease in other assets	763.16	1,775.75
Increase/(decrease) in trade and other liabilities	590.35	(230.50)
Increase/(decrease) in provisions	(11.00)	48.86
	4,238.61	**3,549.58**
Cash generated from / (used in) operations	**1,964.55**	**6,348.10**
Income taxes paid	(412.67)	(486.94)
Income tax refund	27.19	245.22
Net cash generated from / (used in) operating activities	**1,579.07**	**6,106.38**
Cash flows from investing activities:		
Investment in Joint Venture	(2,499.96)	(899.99)
Interest received	0.00	11.81
Investment in Subsidiary	(704.00)	-
Dividend income	2,940.00	2,940.00
Payments for property, plant and equipment	(546.62)	(1,481.12)
Proceeds from disposal of property, plant and equipment	37.98	4.80
Movement in other bank balances	(3.59)	(0.39)
Net Cash generated from / (used in) investing activities	**(776.19)**	**575.11**

Standalone Statement of Cash Flows (Contd.)

for the year ended 31 March 2024

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Cash flows from financing activities:		
Repayment of borrowings	(225.00)	(225.00)
Loan from related party	2,000.00	800.00
Movement in short term borrowings (net)	1,214.63	(5,148.73)
Principal payment of lease liability	(786.82)	(710.05)
Interest on lease liability	(504.86)	(569.01)
Dividends paid	(357.89)	0.39
Interest paid	(1,191.12)	(980.42)
Net Cash generated from / (used in) financing activities	**148.94**	**(6,832.82)**
Net increase / (decrease) in cash and cash equivalents:	**951.82**	**(151.33)**
Cash and cash equivalents at the beginning of the year	109.16	260.49
Cash and cash equivalents at the end of the year	**1,060.98**	**109.16**

The movement in liabilities from financing activities:

(₹ in lakh)

Particulars	As at 31 March, 2023	Cashflows	Non-cashflow changes		As at 31 March, 2024
			Foreign exchange	Other	
Long term borrowings	3,550.00	1,775.00	-	-	5,325.00
Short term borrowings	7,865.81	1,214.63	-	-	9,080.44
Total liabilities from financing activities	**11,415.81**	**2,989.63**	**-**	**-**	**14,405.44**

(₹ in lakh)

Particulars	As at 31 March, 2022	Cashflows	Non-cashflow changes		As at 31 March, 2023
			Foreign exchange	Other	
Long term borrowings	2,975.00	575.00	-	-	3,550.00
Short term borrowings	13,014.54	(5,148.73)	-	-	7,865.81
Total liabilities from financing activities	**15,989.54**	**(4,573.73)**	**-**	**-**	**11,415.81**

The accompanying notes form an integral part of the Standalone financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Shyamal Kumar
Partner
M. No. 509325
Place: New Delhi
Date: 28 May 2024

G.L. Sultania
Director
DIN: 00060931

Payal M Puri
Company Secretary
ACS No.: 16068

Place: Gurugram
Date: 28 May 2024

Sandip Somany
Chairman
DIN: 00053597

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Standalone Statement of Changes in Equity

for the year ended 31 March 2024

A. EQUITY SHARE CAPITAL

Particulars	Number of shares	₹ in lakh
Issued and paid up capital		
Balance as at 1 April 2022	**7,22,96,395**	**1,445.93**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2023	**7,22,96,395**	**1,445.93**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2024	**7,22,96,395**	**1,445.93**

B. OTHER EQUITY

(₹ in lakh)

Particulars	Reserves and surplus					Total
	Securities Premium Account	Capital Reserve	General Reserve	Retained Earnings	Actuarial gain / (loss)	
Balance as at 1 April 2022	**3,325.92**	**10.00**	**1,125.22**	**5,629.60**	**63.01**	**10,153.75**
Profit for the year	-	-	-	1,060.40	-	1,060.40
Other comprehensive income for the year (net of tax)	-	-	-	-	(5.60)	(5.60)
Total comprehensive income for the year	**-**	**-**	**-**	**1,060.40**	**(5.60)**	**1,054.80**
Balance as at 31 March 2023	**3,325.92**	**10.00**	**1,125.22**	**6,690.00**	**57.41**	**11,208.55**
Profit for the year	-	-	-	(3,598.72)	-	(3,598.72)
Other comprehensive income for the year (net of tax)	-	-	-	-	13.87	13.87
Total comprehensive income for the year	**-**	**-**	**-**	**(3,598.72)**	**13.87**	**(3,584.85)**
Dividend paid	-	-	-	(361.48)	-	(361.48)
Balance as at 31 March 2024	**3,325.92**	**10.00**	**1,125.22**	**2,729.80**	**71.28**	**7,262.22**

The accompanying notes form an integral part of the Standalone financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Shyamal Kumar
Partner
M. No. 509325
Place: New Delhi
Date: 28 May 2024

G.L. Sultania
Director
DIN: 00060931

Payal M Puri
Company Secretary
ACS No.: 16068

Sandip Somany
Chairman
DIN: 00053597

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 28 May 2024

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2024

1. CORPORATE INFORMATION

Hindware Home Innovation Limited (the 'Company') is a public limited company incorporated in India under the Companies Act 2013. The registered office of the Company is situated in Kolkata and the corporate office is in Gurugram. The Company is into the business of selling and trading of Consumer products and Retail business. The equity shares of the Company is listed at National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

These standalone financial statements were approved and authorized for issue in accordance with the resolution of the Company's Board of Directors on 28 May 2024.

2. APPLICATION OF NEW AND REVISED INDIAN ACCOUNTING STANDARD ("IND AS")

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the standalone financial statements are authorized have been considered in preparing these standalone financial statements.

3. MATERIAL ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION

3.1 Statement of compliance with Indian Accounting Standards (Ind AS)

The standalone financial statements of the Company have been prepared in accordance with Ind AS notified by the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. Accordingly, the standalone financial statements for the year ended 31 March 2024 are prepared complying applicable Ind AS.

3.2 Historical cost convention

These standalone financial statements have been prepared on a historical cost convention except where certain financial assets and liabilities have been measured at fair value.

3.3 Business combinations

Business combinations involving entities under common control are accounted for using the pooling of interest method. The net assets of the transferor entity or business are accounted at their carrying amounts on the date of the acquisition subject to necessary adjustments required to harmonise accounting policies. Any excess or shortfall of the consideration paid over the share capital of transferor entity or business is recognised as capital reserve under equity.

3.4 Revenue recognition

Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. Revenue is recognized net of sales reductions such as discounts and sales incentives granted. This variable consideration is estimated based on the expected value of outflow.

Sale of products:

Revenue from the sale of products is recognized when the Company has transferred control of the goods to the buyer and the buyer obtains the benefits from the goods, the potential cash flows and the amount of revenue (the transaction price) can be measured reliably, and it is probable that the Company will collect the consideration to which it is entitled to in exchange for the goods.

Sales-related warranties associated with the goods are integral to sales price and cannot be purchased separately, hence they serve as an assurance that the products sold comply with agreed-upon specifications. Accordingly, the Company accounts for warranties in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

Rendering of services:

Revenue from services is recognized over time by measuring progress towards satisfaction of performance obligation for the services rendered.

Interest and dividends

Interest income and expenses are reported on an accrual basis using the effective interest method. Dividends are recognised at the time the right to receive payment is established.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2024

3.5 Leases

The Company's lease asset classes primarily consist of leases for Land and Buildings. The Company assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

(i) the contract involves the use of an identified asset

(ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and

(iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short term leases) and leases of low value assets. For these short term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight line basis over the term of the lease.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

3.6 Foreign currency transactions and translations

Initial recognition

The Company's standalone financial statements are presented in INR, which is also the Company's functional currency. Transactions in foreign currencies are recorded on initial recognition in the functional currency at the exchange rates prevailing on the date of the transaction.

Measurement at the balance sheet date

Foreign currency monetary items of the Company, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Treatment of exchange difference

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income or expenses in the period in which they arise.

3.7 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale.

All other borrowing costs are expensed in the period in which they are incurred and reported in finance cost.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2024

3.8 Employee benefits

Employee benefits include provident fund, pension fund, gratuity and compensated absences.

Defined contribution plans

The Company's contribution to provident fund and pension fund is considered as defined contribution plan and is charged as an expense as they fall due based on the amount of contribution required to be made and when services are rendered by the employees. The Company has no legal or constructive obligation to pay contribution in addition to its fixed contribution.

Defined benefit plans

For defined benefit plans in the form of gratuity, the cost of providing benefits is determined using 'the Projected Unit Credit method', with actuarial valuations being carried out at each Balance Sheet date. Re-measurements, comprising of actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to the statement of profit and loss in subsequent periods. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service. The cost of such compensated absences is accounted as under:

(a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

(b) in case of non-accumulating compensated absences, when the absences occur.

Long-term employee benefits

Compensated absences which are allowed to carried forward over a period in excess of 12 months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the Balance Sheet date out of which the obligations are expected to be settled.

3.9 Taxation

Tax expense recognised in the statement of profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current tax

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the standalone financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement".

The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period. The MAT Credit Entitlement is disclosed under the head 'Deferred tax assets (net)'.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2024

Deferred tax

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit.

Deferred tax liabilities are generally recognised in full, although Ind AS 12, Income Taxes, specifies limited exemptions.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expense in the statement of profit or loss, except where they relate to items that are recognised in other comprehensive income (such as the revaluation of land) or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

3.10 Operating cycle

Based on the nature of products/activities of the Company and the normal time between purchase of raw materials and their realisation in cash or cash equivalents, the Company has determined its operation cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

3.11 Operating expenses

Operating expenses are recognised in statement of profit or loss upon utilisation of the service or as incurred. Expenditure for warranties is recognised when the Company incurs an obligation, which is usually when the related goods are sold.

3.12 (a) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any. Property, plant and equipment are stated at their original cost including freight, duties, taxes and other incidental expenses relating to acquisition and installation.

The carrying amount of assets, including those assets that are not yet available for use, are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, recoverable amount of asset is determined. An impairment loss is recognised in the statement of profit and loss whenever the carrying amount of an asset exceeds its recoverable amount. An impairment loss is reversed only to the extent that the carrying amount of asset does not exceed the net book value that would have been determined if no impairment loss had been recognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(b) Intangible assets

Intangible Assets are recognised, if the future economic benefits attributable to the assets are expected to flow to the Company and cost of the asset can be measured reliably. All other expenditure is expensed as incurred. The same are amortised over the expected duration of benefits. Such intangible assets are measured at cost less any accumulated amortisation and impairment losses, if any and are amortised over their respective individual estimated useful life on straight line method. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period and adjusted prospectively, if appropriate

(c) Capital work-in-progress

Expenditure incurred during the period of construction, including all direct and indirect expenses, incidental and related to construction, is carried forward and on completion, the costs are allocated to the respective property, plant and equipment. Capital work-in-progress includes capital inventory.

3.13 Depreciation and amortisation

Depreciation is charged on a pro-rata basis on the straight line method at rates prescribed in Schedule II to the Companies Act, 2013 and is charged to the statement of profit and loss. Freehold land is not depreciated.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2024

The estimated useful life of the items of property, plant and equipment are as follows:

Asset class	Useful life
Property, plant and equipment	
Plant and machinery	7.5 – 10 years*
Furniture and fixtures	2-10 years^
Office equipment	upto 5 years
Computer	3-6 years
Vehicles	8 years**
Intangible assets	
Software	6 years

*Moulds are parts of consumer appliances business of the Company, included in plant and machinery, are depreciated over a life of 10 years, which is different from life prescribed in schedule II of the Act, based on independent chartered engineer certificate

** Vehicles are being depreciated using written down value method as per life of 8 years mentioned in Schedule II of the Act

^ Wooden pallets are parts of consumer appliances business of the Company, included in furniture and fixtures, are depreciated over a life of upto 5 years which is lesser than life prescribed in schedule II of the Act, depending on the actual use of the asset.

3.14 Impairment of property, plant and equipment and Intangible assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable and impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash generating units). If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost and the same is accordingly reversed in the statement of profit and loss.

3.15 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and demand deposits, together with other short-term, highly liquid investments maturing within 90 days from the date of acquisition. Cash and cash equivalent are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

3.16 Cash flow statement

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

3.17 Inventories

Inventories are stated at the lower of cost and net realisable value. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Costs of inventories are determined on weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses.

3.18 Provisions and contingencies

A provision is recognised in the standalone financial statements where there exists a present obligation as a result of a past event, the amount of which can be reliably estimated, and it is probable that an outflow of resources would be necessitated in order to settle the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised but are disclosed in the notes unless the outflow of resources is considered to be remote. Contingent assets are neither recognised nor disclosed in the standalone financial statements.

Material accounting policies and other explanatory information to the standalone financial statements

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3.19 Equity, reserves and dividend payments

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Retained earnings include current and prior period retained profits. All transactions with owners of the Company are recorded separately within equity.

Dividend payable to equity shareholders are included in other liabilities when the dividends have been approved in a general meeting prior to the reporting date.

3.20 Earnings per share

Basic earnings or loss per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

3.21 Fair value measurement

The Company measures financial instruments such as investments in mutual funds, investment in certain equity shares etc. at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability at the measurement date.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

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

3.22 Financial instruments

I. Financial assets

a. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset, which are not at fair value through profit and loss, are added to fair value on initial recognition. Transaction costs of financial assets carried at fair value through profit or loss are expensed in statement of profit and loss. However, trade receivable that do not contain a significant financing component are measured at transaction price.

b. Subsequent measurement

(i) Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms

Material accounting policies and other explanatory information to the standalone financial statements

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of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

A financial asset which is not classified in any of the above categories are subsequently fair valued through statement of profit and loss.

c. Impairment of financial assets

(i) The Company assesses on a forward looking basis the expected credit losses (ECL) associated with its assets measured at amortised cost and assets measured at fair value through other comprehensive income. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 39 details how the Company determines whether there has been a significant increase in credit risk.

(ii) Investments in subsidiaries, associates and joint ventures are carried at cost/ deemed cost applied on transition to Ind AS, less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of investment is assessed and an impairment provision is recognised, if required immediately to its recoverable amount, being the higher of value in use or fair value less costs to sell. On disposal of such investments, difference between the net disposal proceeds and carrying amount is recognised in the statement of profit and loss.

d. De-recognition of financial assets

A financial asset is derecognised when:

- The Company has transferred the right to receive cash flows from the financial assets or
- Retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity transfers the financial asset, it evaluates the extent to which it retains the risk and rewards of the ownership of the financial assets. If the entity transfers substantially all the risks and rewards of ownership of the financial asset, the entity shall derecognise the financial asset and recognise separately as assets or liabilities any rights and obligations created or retained in the transfer. If the entity retains substantially all the risks and rewards of ownership of the financial asset, the entity shall continue to recognise the financial asset.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of the ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial assets. Where the Company retains control of the financial assets, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

II. Financial liabilities

a. Initial recognition and subsequent measurement

All financial liabilities are recognized initially at fair value and in case of borrowings and payables, net of directly attributable cost.

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments. Changes in the amortised value of liability are recorded as finance cost.

III. Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may vary from actual realization on future date.

Material accounting policies and other explanatory information to the standalone financial statements

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IV. Offsetting of financial instruments

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

3.23 Derivative financial instruments

The Company enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts, interest rate swaps and cross currency swaps.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently re-measured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in statement of profit and loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in the statement of profit and loss depends on the nature of the hedging relationship and the nature of the hedged item.

3.24 Significant accounting judgements, estimates and assumptions

The preparation of the Company's standalone financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the standalone financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(i) Estimation of defined benefit obligation

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(ii) Estimation of current tax and deferred tax

Management judgment is required for the calculation of provision for income - taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to adjustment to the amounts reported in the standalone financial statements.

(iii) Useful lives of depreciable assets

Management reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technological obsolescence that may change the utility of certain property, plant and equipment.

(iv) Impairment of trade receivables

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is recognised based on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2024

(v) Fair value measurement

Management uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date (refer note 39).

(vi) Impairment of Goodwill

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount based on a number of factors including operating results, business plans, future cash flows and economic conditions. The recoverable amount of cash generating units is determined based on higher of value-in-use and fair value less cost to sell. The goodwill impairment test is performed at the level of the cash-generating unit or groups of cash-generating units which are benefitting from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purposes.

Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long term growth rates, weighted average cost of capital and estimated operating margins. Cash flow projections take into account past experience and represent management's best estimate about future developments.

NOTE 4a - PROPERTY, PLANT AND EQUIPMENT

(₹ in lakh)

Description of assets	Leasehold improvements	Right to use - Building	Plant and equipment	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
I. Gross block								
Balance as at 01 April 2022	**936.25**	**7,676.00**	**2,464.35**	**279.21**	**990.86**	**504.42**	**141.04**	**12,992.13**
Additions	-	671.41	559.10	41.11	759.61	168.83	47.47	2,247.53
Disposals/adjustment	-	(24.82)	-	-	-	(9.22)	(12.72)	(46.76)
Balance as at 31 March 2023	**936.25**	**8,322.59**	**3,023.45**	**320.32**	**1,750.47**	**664.03**	**175.79**	**15,192.90**
Additions	-	303.65	751.79	24.00	280.82	57.73	144.82	1,562.81
Disposals/adjustment	-	(1,477.41)	-	-	-	(41.10)	(75.87)	(1,594.38)
Balance as at 31 March 2024	**936.25**	**7,148.83**	**3,775.24**	**344.32**	**2,031.29**	**680.66**	**244.74**	**15,161.33**
II. Accumulated depreciation and amortisation								
Balance as at 01 April 2022	**635.46**	**1,478.88**	**968.56**	**186.14**	**687.97**	**329.51**	**84.57**	**4,371.09**
Depreciation and amortisation charge for the year	54.65	1,054.88	263.61	38.00	227.09	130.90	20.72	1,789.85
Disposals/adjustment	-	(14.81)	-	-	-	(8.26)	(11.90)	(34.97)
Balance as at 31 March 2023	**690.11**	**2,518.95**	**1,232.17**	**224.14**	**915.06**	**452.15**	**93.39**	**6,125.97**
Depreciation and amortisation charge for the year	54.53	1,025.24	347.60	38.83	439.25	121.71	43.62	2,070.78
Disposals/adjustment	-	(711.76)	-	-	-	(31.51)	(50.50)	(793.77)
Impairment*	10.63	-	-	3.88	7.23	3.83	6.84	32.41
Balance as at 31 March 2024	**755.27**	**2,832.43**	**1,579.77**	**266.85**	**1,361.54**	**546.18**	**93.35**	**7,435.39**
Net block (I-II)								
Balance as at 31 March 2024	**180.98**	**4,316.40**	**2,195.47**	**77.47**	**669.75**	**134.48**	**151.39**	**7,725.94**
Balance as at 31 March 2023	**246.14**	**5,803.64**	**1,791.28**	**96.18**	**835.41**	**211.88**	**82.40**	**9,066.93**

* Refer note 53 for details of impairment of property, plant and equipment.

Refer note 18 for detail of property, plant and equipment hypothecated as security by the company.

Notes forming part of the Standalone Financial Statements

NOTE 4b - CAPITAL WORK-IN-PROGRESS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Capital work in progress	71.04	471.61
	71.04	**471.61**

(i) Details and Ageing of CWIP

As at 31 March 2024

(₹ in lakh)

Particulars	Amount for a period of				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Project in progress	71.04	-	-	-	71.04

As at 31 March 2023

(₹ in lakh)

Particulars	Amount for a period of				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Project in progress	112.87	329.57	29.17	-	471.61

(ii) The expected completion of projects whose completion is over due /delayed is as follows:

(₹ in lakh)

Particulars	As at 31 March 2024				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
	-	-	-	-	-
There are no projects which are overdue as at 31 March 2024.					
Total	**-**	**-**	**-**	**-**	**-**

(₹ in lakh)

Particulars	As at 31 March 2023				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Water purifier and desert cooler	20.36	-	-	-	20.36
Kitchen chimney and HOB molds, tools	240.09	-	-	-	240.09
Fans	152.84	-	-	-	152.84
Total	**413.29**	**-**	**-**	**-**	**413.29**

There are no projects which are over-run as at 31 March 2024 as well as 31 March 2023.

Notes forming part of the Standalone Financial Statements

NOTE 5a - OTHER INTANGIBLE ASSETS

(₹ in lakh)

Description of assets	Computer software	Total
I. Gross block		
Balance as at 01 April 2022	**325.40**	**325.40**
Additions	30.00	30.00
Disposals/adjustment	-	-
Balance as at 31 March 2023	**355.40**	**355.40**
Additions	20.16	20.16
Disposals/adjustment	-	-
Balance as at 31 March 2024	**375.56**	**375.56**
II. Accumulated amortisation		
Balance as at 01 April 2022	**306.41**	**306.41**
Amortisation charge for the year	15.92	15.92
Disposals/adjustment	-	-
Balance as at 31 March 2023	**322.33**	**322.33**
Amortisation charge for the year	10.80	10.80
Disposals/adjustment	-	-
Balance as at 31 March 2024	**333.13**	**333.13**
Net block (I-II)		
Balance as at 31 March 2024	**42.43**	**42.43**
Balance as at 31 March 2023	**33.07**	**33.07**

NOTE 5b - OTHER INTANGIBLE ASSETS UNDER DEVELOPMENT

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Other intangible assets under development	7.60	12.15
	7.60	**12.15**

Details and ageing of other intangible assets under development

As at 31 March 2024

(₹ in lakh)

Particulars	Amount for a period of				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Project in progress	7.60	-	-	-	7.60

As at 31 March 2023

(₹ in lakh)

Particulars	Amount for a period of				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Project in progress	4.45	7.70	-	-	12.15

There are no projects which are overdue / over-run as at 31 March 2024 as well as 31 March 2023

Notes forming part of the Standalone Financial Statements

NOTE 6 - NON-CURRENT FINANCIAL ASSETS - INVESTMENTS

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number	₹ in lakh	Number	₹ in lakh
(A) Investments carried at Amortised cost				
I) Investment in Subsidiaries				
(i) Investment in equity shares fully paid-up				
Unquoted investments (fully paid-up) (at cost)				
Evok Homes Private Limited (Formerly Hindware Home Retail Private Limited) (face value ₹ 10 each)	76,80,000	712.72	6,40,000	8.72
Less: Provision for impairment of investments (Refer note 53)		(712.72)		-
Hindware Limited (face value ₹ 2 each)	4,90,00,000	10.00	4,90,00,000	10.00
(ii) Investment in equity component of debt instruments				
Evok Homes Private Limited (Formerly Hindware Home Retail Private Limited)		128.56		128.56
Less: Provisions for impairment of Preference share (Refer note 53)		(128.56)		-
II) Investment in Joint Ventures				
(i) Investment in equity shares fully paid-up				
Hintastica Private Limited (face value ₹ 10 each)	4,22,861	6,186.34	3,20,146	3,686.38
Deemed equity contribution#		28.24		60.48
		6,224.58		**3,894.14**
Total investments		**6,224.58**		**3,894.14**

Fair value of letter of guarantee given for the Hintastica Private Limited (refer note 27)

(₹ in lakh)

Other disclosures	As at 31 March 2024	As at 31 March 2023
Aggregate amount of unquoted investments*	7,065.86	3,894.14
Aggregate amount of diminution of investments	841.28	-

*including deemed equity contribution

NOTE 7 - NON-CURRENT FINANCIAL ASSETS - LOANS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(unsecured and considered good unless otherwise specified, as considered by the management)		
Loans to related parties (refer note 46)	114.10	106.23
Less: Provision for Preference loan component (Refer note 53)	(114.10)	-
	-	**106.23**

NOTE 8 - NON-CURRENT FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(unsecured and considered good unless otherwise specified, as considered by the management)		
Security deposits	421.39	304.77
	421.39	**304.77**

Notes forming part of the Standalone Financial Statements

NOTE 9 - OTHER NON-CURRENT ASSETS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(unsecured and considered good, unless stated otherwise, as considered by the management)		
Capital advances	116.22	282.42
Balances with government authorities*	286.22	286.22
	402.44	**568.64**

* deposits against demand under dispute

NOTE 10 - INVENTORIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(At cost or net realisable value, whichever is lower)		
Stock-in-trade	11,159.45	11,865.71
Packing material	168.58	229.38
	11,328.03	**12,095.09**

Refer note 24 for information on inventory hypothecated as security by the Company.

NOTE 11 - TRADE RECEIVABLES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(i) Trade Receivables considered good - Secured	272.80	349.01
(ii) Trade Receivables considered good - Unsecured*	10,098.74	13,510.73
(iii) Trade Receivables - credit impaired	2,604.04	1,185.21
Total	**12,975.58**	**15,044.95**
Less: Provision for expected credit loss	2,604.04	1,185.21
	10,371.54	**13,859.74**

*including of Hintastica Private Limited NIL (previous year ₹ 25.81 lakh) and Evok Homes Private Limited (Formerly Hindware Home Retail Private Limited) ₹ 23.50 lakh (previous year ₹ 401.28 lakh), AGI Greenpac Limited ₹ 0.11 lakh (previous year NIL)

As at 31 March 2024

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Not due	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	2,691.51	4,626.90	671.18	1,363.22	443.19	-	9,796.00
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	127.07	345.25	151.44	147.73	346.99	1,118.48
(iv) Disputed Trade Receivables– considered good	-	0.12	9.78	365.50	200.14	-	575.54
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	40.61	66.71	1,378.24	1,485.56
Total	**2,691.51**	**4,754.09**	**1,026.21**	**1,920.77**	**857.77**	**1,725.23**	**12,975.58**
Total Provision (iii+vi)	**-**	**127.07**	**345.25**	**192.05**	**214.44**	**1,725.23**	**2,604.04**

Notes forming part of the Standalone Financial Statements

NOTE 11 - TRADE RECEIVABLES (Contd.)

As at 31 March 2023

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Not due	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	4,220.04	6,350.74	1,356.98	699.03	347.23	-	12,974.02
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	83.75	120.94	180.75	385.44
(iv) Disputed Trade Receivables– considered good	-	31.21	185.47	212.41	456.63	-	885.72
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	23.60	152.21	623.96	799.77
Total	**4,220.04**	**6,381.95**	**1,542.45**	**1,018.79**	**1,077.01**	**804.71**	**15,044.95**
Total Provision (iii+vi)	**-**	**-**	**-**	**107.35**	**273.15**	**804.71**	**1,185.21**

Movement in the allowance for provision for expected credit loss

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	**1,185.21**	**781.70**
Expected credit losses provided for during the year (refer note 37)	1,418.83	403.51
	2,604.04	**1,185.21**

Trade receivables are hypothecated against the borrowings obtained by the Company as referred in note 24

NOTE 12 - CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Balances with banks	1,036.86	76.07
Cash in hand	2.61	7.41
Remittance in transit	21.51	25.68
	1,060.98	**109.16**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

NOTE 13 - BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Earmarked balances with banks		
Unpaid dividends accounts *	10.59	7.00
	10.59	**7.00**

* Not due for deposit in investor education and protection fund

Notes forming part of the Standalone Financial Statements

NOTE 14 - CURRENT FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(unsecured and considered good unless otherwise specified, as considered by the management)		
Other financial assets		
Other receivable *	375.14	515.18
Security deposits	-	7.63
	375.14	**522.81**

* Includes receivable from Hintastica Private Limited ₹ 368.65 lakh (previous year ₹ 514.25 lakh), Evok Homes Private Limited (Formerly Hindware Home Retail Private Limited) ₹ 2.28 lakh (previous year NIL), Hindware Limited ₹ 0.62 lakh (previous year NIL)

NOTE 15 - OTHER CURRENT ASSETS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(unsecured and considered good by the management)		
Prepaid expenses	144.43	126.86
Balances with government authorities	1,609.12	1,879.13
Others		
- Advance to suppliers	1,016.12	684.30
Considered doubtful	129.45	29.97
less: Provision for doubtful advances against supplies	(129.45)	(29.97)
- Employee advances	4.54	18.56
- Other current assets*	553.40	1,481.39
Considered doubtful	1.08	1.08
Less: Provision for doubtful assets	(1.08)	(1.08)
	3,327.61	**4,190.24**

* includes receivable from Hintastica Private Limited ₹ 166.34 lakh (previous year ₹ 133.39 lakh), Hindware Limited NIL (previous year ₹ 4.15 lakh) and Evok Homes Private Limited (Formerly Hindware Home Retail Private Limited) ₹ 4.06 lakh (previous year ₹ 95.89 lakh)

NOTE 16 - EQUITY SHARE CAPITAL

Particulars	As at 31 March 2024		As at 31 March 2023	
	No. of shares	₹ in lakh	No. of shares	₹ in lakh
Authorised:				
Equity shares of ₹ 2 each	7,50,00,000	1,500.00	7,50,00,000	1,500.00
Issued:				
Equity shares of ₹ 2 each	7,22,96,395	1,445.93	7,22,96,395	1,445.93
Subscribed and fully paid:				
Equity shares of ₹ 2 each	7,22,96,395	1,445.93	7,22,96,395	1,445.93
	7,22,96,395	**1,445.93**	**7,22,96,395**	**1,445.93**

Notes forming part of the Standalone Financial Statements

NOTE 16 - EQUITY SHARE CAPITAL (Contd.)

(a) Reconciliation of share outstanding at the beginning and at the end of the reporting year

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number	₹ in lakh	Number	₹ in lakh
Equity shares outstanding at the beginning of the year	7,22,96,395	1,445.93	7,22,96,395	1,445.93
Add: Issue of shares during the year	-	-	-	-
Equity shares outstanding at the end of the year	**7,22,96,395**	**1,445.93**	**7,22,96,395**	**1,445.93**

(b) Statement of changes in promoters stake

Shares held by promoters^ at the end of the year

S. No	Promoter name	As at 31 March 2024		As at 31 March 2023		%Change during the year
		No. of shares	% of holding	No. of shares	% of holding	
1	Sandip Somany	60,39,731	8.35%	60,39,731	8.35%	-
2	Sumita Somany	1,61,000	0.22%	1,61,000	0.22%	-
3	Divya Somany	1,46,912	0.20%	1,46,912	0.20%	-
4	Sandip Somany HUF	95,832	0.13%	95,832	0.13%	-
5	Shashvat Somany	76,244	0.11%	76,244	0.11%	-
6	Somany Impresa Limited	3,05,79,968	42.30%	3,05,79,968	42.30%	-
7	Matterhorn Trust	100	0.00%	100	0.00%	-
Total		**3,70,99,787**	**51.32%**	**3,70,99,787**	**51.32%**	

^ Promoter here means promoter as defined in the Companies Act,2013.

(c) Terms and rights attached to equity shares

The Company has issued only one class of equity shares having par value of ₹ 2 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after settling of all liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

(d) List of shareholders holding more than 5% of the equity share capital of the Company as at: *

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number	% of holding	Number	% of holding
Somany Impresa Limited	3,05,79,968	42.30%	3,05,79,968	42.30%
Sandip Somany	60,39,731	8.35%	60,39,731	8.35%

* Information is furnished as per shareholder register as at the year end.

(e) There are no shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus shares and bought back during the last 5 years.

(f) Pursuant to the Scheme of arrangement the Company had issued 7,22,96,395 Equity Shares to the Shareholders of AGI Greenpac Limited. On 23 August 2019 (Allotment date) Hindware Home Innovation Limited had issued one equity share for every equity share held of AGI Greenpac Limited on the date of 20 August 2019 (Record date) for consideration other than cash.

Notes forming part of the Standalone Financial Statements

NOTE 17 - OTHER EQUITY

(₹ in lakh)

Particulars	Reserves and surplus					Total
	Securities premium account	Capital reserve	General reserve	Retained earnings	Actuarial gain/(loss)	
Balance as at 01 April 2022	**3,325.92**	**10.00**	**1,125.22**	**5,629.60**	**63.01**	**10,153.75**
Profit for the year	-	-	-	1,060.40	-	1,060.40
Other comprehensive income for the year (net of tax)	-	-	-	-	(5.60)	(5.60)
Total comprehensive income for the year	**-**	**-**	**-**	**1,060.40**	**(5.60)**	**1,054.80**
Balance as at 31 March 2023	**3,325.92**	**10.00**	**1,125.22**	**6,690.00**	**57.41**	**11,208.55**
Profit for the year	-	-	-	(3,598.72)	-	(3,598.72)
Other comprehensive income for the year (net of tax)	-	-	-	-	13.87	13.87
Total comprehensive income for the year	**-**	**-**	**-**	**(3,598.72)**	**13.87**	**(3,584.85)**
Dividend paid	-	-	-	(361.48)	-	(361.48)
Balance as at 31 March 2024	**3,325.92**	**10.00**	**1,125.22**	**2,729.80**	**71.28**	**7,262.22**

Nature and purpose of other reserves:

1. Capital reserve is created on cancellation of equity shares consequent to the Scheme of Arrangement approved by the National Company Law Tribunal

2. Securities premium account is used to record the premium on issue of shares. The same is utilised in accordance with the provisions of the Act.

3. General reserves was created by transferring certain amount out of profits at the time of distribution of dividend in the past.

NOTE 18 - NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Secured:		
Rupee loan	825.00	1,050.00
Unsecured:		
Inter corporate loan from related party (refer note 46)	4,500.00	2,500.00
	5,325.00	**3,550.00**
Less: Current maturities of long term borrowings (refer note 24)	225.00	225.00
	5,100.00	**3,325.00**

Note:

1. Rupee Loan of ₹ 825.00 lakh (previous year ₹ 1,050.00 lakh) is secured by First Pari Passu charge on Movable Fixed Assets (PPE) of the company, repayable in 6 half yearly instalments from June 2024 to December 2026 carrying interest rate @ I Year MCLR + 8 bps

2. Inter Corporate Loan of ₹ 4,000.00 lakh (previous year ₹ 2,500.00 lakh) has been received from Hindware Limited (subsidiary), repayable after eight years from the date of first disbursement carrying interest rate @ 1 Year MCLR + 33bps.

3. Inter Corporate Loan of ₹ 500.00 lakh (previous year Nil) has been received from Hindware Limited (subsidiary), repayable after three years from the date of first disbursement carrying interest rate @ 1 Year MCLR + 33bps.

Notes forming part of the Standalone Financial Statements

NOTE 19 - NON-CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Lease liabilities (refer note 48)	4,434.64	5,628.39
	4,434.64	**5,628.39**

NOTE 20 - NON-CURRENT FINANCIAL LIABILITIES - OTHER FINANCIAL LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Trade deposits	443.61	388.68
	443.61	**388.68**

NOTE 21 - NON-CURRENT LIABILITIES - PROVISIONS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits		
Long-term employee benefits		
Provision for compensated absences (refer note 40)	163.11	183.85
Provision for long service award	14.39	14.08
	177.50	**197.93**

NOTE 22 - DEFERRED TAX ASSETS (NET)

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred tax asset arising on account of		
Business losses	969.97	-
Difference between book balance and tax balance of property, plant and equipment and right of use asset (net of lease liability)	778.68	614.79
Expected credit loss/impairment of financial assets	1178.13	425.01
Provision for employee benefits	55.86	70.35
MAT credit entitlement	175.48	712.39
Others	452.65	39.18
	3,610.77	**1,861.72**
Deferred tax liabilities	**-**	**-**
Deferred tax assets (net)	**3,610.77**	**1,861.72**

Notes forming part of the Standalone Financial Statements

NOTE 22 - DEFERRED TAX ASSETS (NET) (Contd.)

Deferred tax assets (net) in relation to:

(₹ in lakh)

Particulars	As at 1 April 2023	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2024
Deferred tax asset arising on account of				
Business losses	-	969.97	-	969.97
Difference between book balance and tax balance of property, plant and equipment	614.79	163.89	-	778.68
Expected credit loss/impairment of financial assets	425.01	753.12	-	1,178.13
Provision for employee benefits	70.35	(7.03)	(7.46)	55.86
Others	39.18	413.47	-	452.65
Sub total	**1,149.33**	**2,293.42**	**(7.46)**	**3,435.29**
Net deferred tax assets	**1,149.33**	**2,293.42**	**(7.46)**	**3,435.29**

Deferred tax assets (net) in relation to:

(₹ in lakh)

Particulars	As at 1 April 2022	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2023
Deferred tax asset arising on account of				
Business losses	1,109.59	(1,109.59)	-	-
Difference between book balance and tax balance of property, plant and equipment and Right of use asset (net of lease liability)	465.05	149.74	-	614.79
Expected credit loss/impairment of financial assets	284.00	141.01	-	425.01
Provision for employee benefits	52.74	14.61	3.00	70.35
Others	7.12	32.06	-	39.18
Sub total	**1,918.50**	**(772.17)**	**3.00**	**1,149.33**
Net deferred tax assets	**1,918.50**	**(772.17)**	**3.00**	**1,149.33**

MAT credit movement

(₹ in lakh)

Particulars	Amount
MAT credit entitlement as on 1 April 2022	**344.81**
MAT credit recognised	367.58
MAT credit utilization	-
MAT credit entitlement as on 31 March 2023	**712.39**
MAT credit recognised	-
MAT credit adjustment/reversal	(367.58)
MAT credit utilization	(169.33)
MAT credit entitlement as on 31 March 2024	**175.48**

NOTE 23 - OTHER NON-CURRENT LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Employee related payables	112.38	102.92
	112.38	**102.92**

Notes forming part of the Standalone Financial Statements

NOTE 24 - CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Secured borrowings		
From banks		
Cash credit - loans repayable on demand	0.44	865.81
Working capital demand loan	9,080.00	7,000.00
	9,080.44	**7,865.81**
Current maturities of long-term borrowings (refer note 18)	225.00	225.00
	225.00	**225.00**
	9,305.44	**8,090.81**

Short term loan facilities:

a) The interest rate for the above short term borrowings varies from 1 month T- Bill + 108 bps to 1 month T- Bill + 129 bps.

b) Working capital and Cash credit facilities are secured by hypothecation of inventories, finished, semi-finished goods and receivables of the Company. The Working capital facilities and Cash credit facilities are repayable on demand.

c) The Company has been sanctioned a working capital limit in excess of ₹ 5 crore, in aggregate, at points of time during the year, from bank on the basis of security of current assets. The quarterly returns/ statements filed by the company with the bank, are generally in agreement with the books of accounts other than those as set out below:

(₹ in lakh)

Name of the Bank/ financial institution	Working capital/ Cash credit limit sanctioned	Nature of current assets offered as security	Quarter ended	Amount disclosed as per Stock Statement	Amount as per books of accounts	Differences	Remarks if any
Standard Chartered Bank, Citi Bank, The Hongkong and Shanghai Banking Corporation Limited, HDFC Bank Limited, Axis Bank Limited and The Federal Bank Limited.	17,400	Stock, trade receivables, advance to suppliers	June 30,2023	18,777	17,566	1,211	Difference inter-alia arise on factors, like: i. Regrouping / reclassification of ledger heads; ii. Line items on the date of submission of stock statement of each calendar month are subject to reconciliation's and adjustments thereon; iii. Regrouping, settlements of sales schemes items in ledger, not considered for purpose of calculation in Stock Statement iv. Information to the banks are provided based on provisional numbers.
			September 30,2023	19,256	18,455	801	
			December 31,2023	19,082	18,313	769	
			March 31,2024	17,324	15,789	1,535	

Notes forming part of the Standalone Financial Statements

NOTE 25 - CURRENT FINANCIAL LIABILITIES- LEASE LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Lease liabilities (refer note 48)	665.56	812.73
	665.56	**812.73**

NOTE 26 CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
-Dues to micro and small enterprises	1,497.38	1,971.02
-Dues to other than micro and small enterprises*	5,433.57	5,806.58
	6,930.95	**7,777.60**

* Including of AGI Greenpac Limited of NIL (previous year ₹ 15.12 lakh), and Hintastica Private Limited ₹ 0.50 lakh (previous year NIL)

As at 31 March 2024

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
i. Micro and small enterprises	100.16	589.60	688.12	82.98	32.57	3.95	1,497.38
ii. Others	1,715.52	3,162.96	527.66	10.24	6.38	10.81	5,433.57
Total							**6,930.95**

As at 31 March 2023

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
i. Micro and small enterprises	21.37	684.00	1,226.83	30.63	5.28	2.91	1,971.02
ii. Others	584.02	2,493.67	2,620.26	69.21	7.17	32.25	5,806.58
Total							**7,777.60**

Disclosure under MSME Act, 2006

Dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act (MSMED), 2006 to the extent identified and information available with the Company pursuant to section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006, details as certified by the management are mentioned below:

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Principal amount overdue and remaining unpaid to any supplier	995.51	1,554.38
Interest due thereon remaining unpaid to any supplier	42.77	61.58
Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers beyond the appointed day during the year	114.24	219.74
Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	335.55	363.33
Interest accrued and remaining unpaid	583.70	566.34

Notes forming part of the Standalone Financial Statements

NOTE 27 - CURRENT FINANCIAL LIABILITIES - OTHER FINANCIAL LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Interest accrued but not due on borrowings[@]	61.95	54.13
Unclaimed dividend ^	10.59	7.00
Security deposits/Retention money	70.10	68.51
Others		
Employee related payables	1,192.09	826.21
Towards capital creditors	161.38	-
Financial obligation towards letter of guarantee (refer note 6)	28.24	60.48
Commission payable to directors	-	24.24
Gratuity payable (net of obligation)	27.43	81.65
Other payables[#]	6,097.96	4,895.80
	7,649.74	**6,018.02**

[@] Including of Hindware Limited of ₹ 34.69 lakh (previous year ₹ 17.71 lakh)

^ Not due for deposit in Investors Education and Protection Fund

[#] Including of Hindware Limited of ₹ 64.13 lakh (previous year NIL)

NOTE 28 - OTHER CURRENT LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Advances received from customers	423.29	426.60
Payable towards statutory dues	1,083.12	1,326.09
Other payable	36.15	68.45
	1,542.56	**1,821.14**

NOTE 29 - CURRENT LIABILITIES - PROVISIONS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits		
Provision for compensated absences	18.11	8.88
Provision for Long service award	0.80	0.60
Provision for warranty	284.81	284.81
	303.72	**294.29**
Movement in the warranty provisions		
Balance as at the beginning of year	284.81	257.91
Additional provisions recognised (included in Other expenses)	-	26.90
Balance as at the end of year	**284.81**	**284.81**

Warranty claims:

The provision for warranty claims represent the present value of best estimate of the future outflow of economic benefits that will be required under the Company obligations for warranties under the local sale of goods. The estimate has been made based on historical warranty trends and may vary as a result of new materials, services or other events. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on warranty period of certain products up to 2 years.

Notes forming part of the Standalone Financial Statements

NOTE 30 - REVENUE FROM OPERATIONS

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
i) Revenue from operations		
Sale of goods	43,769.07	55,035.59
Revenue from rendering of services	90.03	170.62
Other operating revenue @	622.89	485.38
	44,481.99	**55,691.59**
Segment wise revenue information		
a) Consumer products	42,171.75	50,085.45
b) Retail business	2,310.24	5,606.14
Total	**44,481.99**	**55,691.59**
Total revenue from operations	**44,481.99**	**55,691.59**
ii) Unsatisfied Performance Obligation		
Aggregated amount of Transaction Price allocated to the contracts that are fully or partially unsatisfied at the end of the reporting period		
Sale of goods	423.29	426.60
iii) Reconciliation of contract price vis a vis revenue recognised in profit and loss statement is as follows:-		
Contract Price		
a) Sale of goods	51,697.29	62,350.64
b) Revenue from rendering of services	90.03	170.62
c) Other operating revenue	622.89	485.38
Adjustment:-		
Discount/Rebate	7,928.22	7,315.05
Revenue recognised in the statement of profit and loss account	**44,481.99**	**55,691.59**
@ Other operating revenues comprise of:		
Sundry balances and liabilities no longer required, written back	442.34	280.74
Insurance claims received	180.55	204.64
	622.89	**485.38**

NOTE 31 - OTHER INCOME

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income on financial assets	29.84	40.10
Rental income	133.45	196.67
Profit on sale of property, plant and equipment	3.37	3.03
Management fee	729.55	850.42
Dividend income	2,940.00	2,940.00
Miscellaneous income	344.31	330.19
Gain on foreign exchange fluctuations	67.39	-
	4,247.91	**4,360.41**

Notes forming part of the Standalone Financial Statements

NOTE 32 - PURCHASES OF STOCK-IN-TRADE

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Consumer appliances, home furnishing and others	27,336.44	33,047.14
	27,336.44	**33,047.14**

NOTE 33 - CHANGES IN INVENTORIES OF STOCK-IN-TRADE

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventories at the end of the year:		
Stock-in-trade	11,159.45	11,865.71
	11,159.45	**11,865.71**
Inventories at the beginning of the year:		
Stock-in-trade	11,865.71	14,128.47
	11,865.71	**14,128.47**
Changes in inventories of stock-in-trade	**706.26**	**2,262.76**

NOTE 34 - EMPLOYEE BENEFITS EXPENSE

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries, wages and bonus	6,243.10	5,827.50
Contribution to provident funds and other funds	330.60	338.59
Staff welfare expenses	598.26	373.48
	7,171.96	**6,539.57**

NOTE 35 - FINANCE COSTS

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expense on financial liabilities	1,462.97	1,408.37
Interest on lease liability (refer note 48)	504.86	569.01
Other interest expense	42.06	18.78
	2,009.89	**1,996.16**

NOTE 36 - DEPRECIATION AND AMORTISATION

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation and impairment of Property, plant and equipments (refer note 4a)	1,077.95	734.97
Amortisation of other intangible assets (refer note 5a)	10.80	15.92
Depreciation on right to use - Building (refer note 4a)	1,025.24	1,054.88
	2,113.99	**1,805.77**

Notes forming part of the Standalone Financial Statements

NOTE 37 - OTHER EXPENSES

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Power and fuel	74.08	77.85
Consumption of packing material	184.64	215.14
Repairs and maintenance:		
Others	148.25	118.52
Rent (including hire charges)	110.76	147.97
Rates and taxes	36.08	8.50
Directors sitting fees	16.90	13.35
Insurance	267.19	190.09
Travelling and conveyance	840.34	780.43
Advertisement and publicity	3,596.33	3,362.66
Transportation and forwarding	3,706.15	3,597.10
Sales promotion expenses*	488.64	379.36
Other selling expenses	862.81	1,228.23
Provision for expected credit loss (refer note 11)	1,418.83	403.51
Provision for doubtful advances/debts	99.48	-
Loss on foreign exchange fluctuation	-	33.99
Loss on sale of property, plant and equipment	0.35	0.01
Impairment of Investment (Refer note 53)	955.38	-
Management Fees	123.28	233.75
Legal and professional expenses	686.89	1,012.75
Miscellaneous expenses	1,130.21	727.42
	14,746.59	**12,530.63**

* Including of warranty expenses

NOTE 38 - CURRENT TAX AND DEFERRED TAX

(a) Income tax expense through profit and loss

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current tax:		
Current income tax charge (including Minimum alternate tax)	-	397.22
MAT credit (entitlement)/ adjustment	367.58	(367.58)
Earlier year income tax	169.33	7.76
	536.91	**37.40**
Deferred tax:		
In respect of current year origination and reversal of temporary differences	(2,293.42)	772.17
Total tax expense recognised in profit and loss account	**(1,756.51)**	**809.57**

Notes forming part of the Standalone Financial Statements

NOTE 38 - CURRENT TAX AND DEFERRED TAX (Contd.)

(b) Income tax on other comprehensive income

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Deferred Tax		
Re-measurement of defined benefit obligations	(7.46)	3.00
	(7.46)	**3.00**

(c) Numerical reconciliation between average effective tax rate and applicable tax rate:

The major components of tax expense and the reconciliation of the expected tax expense based on the domestic effective tax rate of the Company at 34.944 % (31 March 2023: 34.944%) and the reported tax expense in the statement of profit and loss are as follows:

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit/(loss) before tax	**(5,355.23)**	**1,869.97**
Domestic tax rate for the Company	34.944%	34.944%
Latest statutory enacted income tax for the Company	(1,871.33)	653.44
Tax effect of:		
- Non deductible expenses	132.20	148.48
Others	(186.71)	(0.11)
Earlier year income tax	169.33	7.76
Income-tax recognised in statement of profit and loss	**(1,756.51)**	**809.57**

(d) Income tax assets / (liabilities) (net)

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Income tax assets / (liabilities) (net)	394.17	8.69
	394.17	**8.69**

(e) There is no change in statutory enacted income-tax rate during the financial year.

NOTE 39 - FINANCIAL INSTRUMENTS AND RISK REVIEW

Capital management

The Company manages its capital to be able to continue as a going concern while maximising the returns to shareholders through optimisation of the debt and equity balance. The capital structure consists of debt which includes the borrowings as disclosed in note 18 & 24 and net off cash and cash equivalents as disclosed in note 12 and equity attributable to equity holders of the Company, comprising issued share capital, reserves and retained earnings as disclosed in the Statement of changes in equity. For the purpose of calculating gearing ratio, debt is defined as non current and current borrowings (excluding derivatives). Equity includes all capital and reserves of the Company attributable to equity holders of the Company. The Company is not subject to externally imposed capital requirements. The Board reviews the capital structure and cost of capital on an annual basis but has not set specific targets for gearing ratios. The risks associated with each class of capital are also considered as part of the risk reviews presented to the Audit Committee and the Board of Directors.

Notes forming part of the Standalone Financial Statements

NOTE 39 - FINANCIAL INSTRUMENTS AND RISK REVIEW (Contd.)

The following table summarises the capital of the Company

(₹ in lakh)

Particulars	Note	As at 31 March 2024	As at 31 March 2023
Equity		8,708.15	12,654.48
Liquid assets (cash and cash equivalent and current investments) (a)	12	1,060.98	109.16
Current borrowings	24	9,080.44	7,865.81
Non- current borrowings	18	5,100.00	3,325.00
Current maturities of non current borrowings	24	225.00	225.00
Total debt (b)		**14,405.44**	**11,415.81**
Net debt [c = (b) - (a)]		**13,344.46**	**11,306.65**
Total capital (equity+net debt)		**22,052.61**	**23,961.13**
Gearing ratio			
Debt to equity		165%	90%
Net debt to equity ratio		153%	89%

Categories of financial instruments

Categories of financial assets/(liabilities)

(₹ in lakh)

Particulars	Notes	As at 31 March 2024			As at 31 March 2023		
		Carrying value	Gain/ (loss) to income	Gain/ (loss) to equity	Carrying value	Gain/(loss) to income	Gain/(loss) to equity
Financial assets measured at amortised costs							
Trade receivable	11	10,371.54	-	-	13,859.74	-	-
Loans	7	-	-	-	106.23	-	-
Other financial assets	8, 14	796.53	-	-	827.58	-	-
Cash and bank balances	12, 13	1,071.57	-	-	116.16	-	-
Investments	6	6,196.34	-	-	3,833.66	-	-
Financial assets measured at amortised costs		**18,435.98**	**-**	**-**	**18,743.37**	**-**	**-**
Deemed equity contribution towards letter of guarantee	6	28.24	-	-	60.48	-	-
Total financial assets		**18,464.22**	**-**	**-**	**18,803.85**	**-**	**-**
Financial liabilities							
Financial liabilities measured at amortised cost							
Current payables	24, 25, 26, 27	24,551.69	-	-	22,699.16	-	-
Non-current payables	19,20	4,878.25	-	-	6,017.07	-	-
Non-current borrowings	18	5,100.00	-	-	3,325.00	-	-
Financial liabilities measured at amortised cost		**34,529.94**	**-**	**-**	**32,041.23**	**-**	**-**
Total financial assets/(liabilities)		**(16,065.72)**	**-**	**-**	**(13,237.38)**	**-**	**-**

Notes forming part of the Standalone Financial Statements

NOTE 39 - FINANCIAL INSTRUMENTS AND RISK REVIEW (Contd.)

Financial risk management objective

The Company is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk. The Company is not engaged in speculative treasury activities but seeks to manage risk and optimise interest and commodity pricing through proven financial instruments.

The use of any derivative is approved by the management, which provide guidelines on the acceptable levels of interest rate risk, credit risk, foreign exchange risk and liquidity risk and the range of hedging requirement against these risks.

Credit risk:

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to financial loss. The Company is exposed to credit risk for receivables, cash and cash equivalents, short term investments, financial guarantee and derivative financial instruments.

Cash and cash equivalents and short term investments

The Company considers factors such as track record, size of institution, market reputation and service standard to select the banks with which deposits are maintained. Generally the balances are maintained with the institutions with which the Company has also availed borrowings. The Company does not maintain significant deposit balances other than those required for its day to day operations.

Trade receivables

The Company extends credits to customer in normal course of the business. The Company considers the factors such as credit track record in the market of each customer and past dealings for extension of credit to the customer. The Company monitors the payment track record of each customer and outstanding customer receivables are regularly monitored. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located at several jurisdiction and industries and operate in large independent markets. The Company also takes advances and security deposits from customers which mitigate the credit risk to an extent.

The average credit period taken on sales of goods is 30 to 90 days. Generally, no interest has been charged on the receivables. Allowances against doubtful debts are recognised against trade receivables based on estimated irrecoverable amounts determined by reference to past default experience of the counterparty and an analysis of the counterparty's current financial position.

Before accepting any new customer, the Company uses an internal credit system to assess the potential customer's credit quality and defines credit limits by customer. Limits attributed to customers are reviewed periodically. There is a customers who represent more than 10 percent of total net revenue from operations.

Expected credit loss:

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

Ageing	Expected credit loss (%)
Not due for payment	0
Up to 6 months	0
From 6 months to 1 year	0
From 1 year to 3 years	10 to 100
More than 3 years	100

Notes forming part of the Standalone Financial Statements

NOTE 39 - FINANCIAL INSTRUMENTS AND RISK REVIEW (Contd.)

Ageing of past due trade receivables

(₹ in lakh)

Period	As at 31 March 2024	As at 31 March 2023
Not due for payment	2,691.51	4,220.04
Up to 6 months	4,754.09	6,381.95
From 6 months to 1 year	1,026.21	1,542.45
From 1 year to 3 years	2,778.54	2,095.80
More than 3 years	1,725.23	804.71

Ageing of impaired trade receivables

(₹ in lakh)

Period	As at 31 March 2024	As at 31 March 2023
Up to 6 months*	127.07	-
From 6 months to 1 year*	345.25	-
From 1 year to 3 years	406.49	380.50
More than 3 years	1,725.23	804.71

* Based upon lifetime expected credit loss

Liquidity risk:

Liquidity risk reflects the risk that the Company will have insufficient resources to meet its financial liabilities as they fall due.

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure that it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities so that it does not breach borrowing limits.

The table below provides undiscounted cash flows towards non-derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet date to the contractual maturity date and, where applicable, their effective interest rates.

(₹ in lakh)

Particulars	As at 31 March 2024				
	Notes	not later than one year	later than one year and not later than five years	later than five years	Total
Financial liabilities					
Borrowings - loans	18, 24	9,305.44	5,100.00	-	14,405.44
Current payables	25, 26, 27	15,645.33	-	-	15,645.33
Non-current payables	19, 20	-	5,369.23	479.57	5,848.80
Total		**24,950.77**	**10,469.23**	**479.57**	**35,899.57**

Notes forming part of the Standalone Financial Statements

NOTE 39 - FINANCIAL INSTRUMENTS AND RISK REVIEW (Contd.)

(₹ in lakh)

Particulars	Notes	As at 31 March 2023			
		not later than one year	later than one year and not later than five years	later than five years	Total
Financial liabilities					
Borrowings - loans	18, 24	8,090.81	825.00	2,500.00	11,415.81
Current payables	25, 26, 27	15,112.23	-	-	15,112.23
Non-current payables	19, 20	-	4,878.37	2,610.57	7,488.94
Total		**23,203.04**	**5,703.37**	**5,110.57**	**34,016.98**

Market risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Company enters into a variety of derivative financial instruments to manage its exposure to foreign currency risk, including:

Forward foreign exchange contract to hedge the exchange rate risk arising on the export of its products.

Currency risk

The Company undertakes various transactions denominated in foreign currencies, consequently, exposure to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilising forward foreign exchange contracts.

The Company transacts business primarily in Indian Rupee, USD, EUR. The Company has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Company adopted a policy of selective hedging based on risk perception of the management.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(₹ in lakh)

Particulars	Currency	As at 31 March 2024	As at 31 March 2023
Trade receivables	USD	0.01	0.42
Trade payables	USD	19.32	11.83
	EUR	-	0.48

(in ₹)

Currency rate	As at 31 March 2024	As at 31 March 2023
USD	83.3739	82.2169
EUR	90.2178	89.6076

Of the above foreign currency exposures, following exposures are not hedged:

(₹ in lakh)

Particulars	Currency	As at 31 March 2024	As at 31 March 2023
Trade receivables	USD	0.01	0.42
Trade payables	USD	19.32	11.83
	EUR	-	0.48

Notes forming part of the Standalone Financial Statements

NOTE 39 - FINANCIAL INSTRUMENTS AND RISK REVIEW (Contd.)

Sensitivity analysis

The following table demonstrates the sensitivity of profit and equity in USD, and EUR to the Indian Rupee with all other variables held constant. The impact on the Company's profit before tax and other comprehensive income due to changes in the fair value of monetary assets and liabilities is given below:

(₹ in lakh)

Currency	Change in currency exchange rate	Effect on profit before tax 31 March 2024	Effect on profit before tax 31 March 2023
USD	5%	(80.50)	(46.92)
	-5%	80.50	46.92
EUR	5%	-	(2.14)
	-5%	-	2.14

This is mainly attributable to the exposure outstanding on foreign currency receivables and payables in the Company at the end of each reporting period.

Interest rate risk

The Company's exposure to the risk of changes in market interest rates relates primarily to long term debts. Its objective in managing its interest rate risk is to ensure that it always maintain sufficient head room to cover interest payment from anticipated cash flows which is regularly reviewed by the board/nominated committee as well.

The following table demonstrates the sensitivity in the interest rate with all other variables held constant. The impact on the Company's profit before tax and other comprehensive income due to changes in the interest rates is given below:

(₹ in lakh)

Particulars	Change in interest rate	Effect on profit before tax 31 March 2024	Effect on profit before tax 31 March 2023
Long term borrowings	+0.5%	(26.63)	(5.25)
	-0.5%	26.63	5.25

Commodity risk

The Company is exposed to the movement in the price of traded goods in the domestic and international markets. The Company has in place policies to manage exposure of fluctuation in the prices of traded goods. The Company enter into contracts for procurement traded goods, most of the transactions are short term fixed price contract and a few transactions are long term fixed price contracts.

Fair valuation techniques and inputs used

(₹ in lakh)

Financial liabilities	Fair value as at		Fair value hierarchy	Valuation technique and key input
	As at 31 March 2024	As at 31 March 2023		
Deemed equity contribution towards letter of guarantee	28.24	60.48	3	Option pricing method of income approach

Notes forming part of the Standalone Financial Statements

NOTE 40 - EMPLOYEE BENEFITS

A. Defined contribution plan

The Company operates defined contribution retirement benefit plans for all employees. The Provident Fund contributions are made to Regional Provident Fund, the Company has no further obligations beyond its monthly contributions.

The Company's contribution to Provident Fund and Superannuation Fund aggregating to ₹ 242.34 lakh (previous year ₹ 222.27 lakh) has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

B. Defined benefit plans

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company Scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity Scheme administered by the Birla Sun Life Insurance Company Limited.

Details of the Company's defined benefit plans are as follows:

(₹ in lakh)

Particulars	Gratuity (Funded plan)	
	31 March 2024	31 March 2023
Current service cost	66.08	66.83
Net interest expense/(income)	2.99	1.54
Plan Amendment	-	29.68
Components of defined benefit costs recognised in profit or loss	69.07	98.05
Net actuarial (gain)/loss	(6.95)	2.72
Expected return on plan assets excluding interest income	(14.38)	5.88
Components of defined benefit costs recognised in other comprehensive income	(21.33)	8.60
I. Net asset/(liability) recognised in the balance sheet as at 31 March		
1. Present value of defined benefit obligation	279.06	280.67
2. Fair value of plan assets	251.63	199.02
3. Deficit	27.43	81.65
4. Current portion of the above	27.43	81.65
II. Change in the obligation during the year ended 31 March		
1. Present value of defined benefit obligation at the beginning of the year	280.67	202.92
2. Expenses recognised in the statements of profit and loss		
- Current service cost	66.08	66.83
- Interest expense	16.85	13.43
- Plan Amendment	-	29.68
3. Recognised in other comprehensive income		
Remeasurement (gains) / losses		
- Actuarial (gain)/loss arising from experience adjustments	(16.35)	(1.47)
- Actuarial (gain)/loss arising from financial assumption	9.37	4.19
- Actuarial (gain)/loss arising from demographic assumption	0.03	-
4. Benefit payments	(77.59)	(34.91)
Present value of defined benefit obligation at the end of the year	**279.06**	**280.67**

Notes forming part of the Standalone Financial Statements

NOTE 40 - EMPLOYEE BENEFITS (Contd.)

(₹ in lakh)

Particulars	Gratuity (Funded plan)	
	31 March 2024	31 March 2023
III. Change in fair value of assets		
1. Fair value of plan assets at the beginning of the year	199.02	164.23
2. Recognised in the statement of profit and loss		
- Expected return on plan assets	13.86	11.89
3. Recognised in other comprehensive income		
- Actual return on plan assets in excess of the expected return	14.38	(5.88)
4. Contributions by employer (including benefit payments recoverable)	101.96	63.69
5. Benefit payments	(77.59)	(34.91)
Fair value of plan assets at the end of the year	**251.63**	**199.02**

IV. The major categories of plan assets

The Company made annual contribution to the Birla Sun Life Insurance Company Limited ('BSL') of an amount advised by the BSL. The Company was informed by BSL that the planned assets are held in growth/fixed interest bonds.

V. Actuarial assumptions

(₹ in lakh)

Particulars	31 March 2024	31 March 2023
1. Discount rate	6.97%	7.24%
2. Expected rate of increase in compensation level	6.50%	6.50%
3. Expected rate of return on plan assets	6.97%	7.24%
4. Attrition rate	1.00%	1.00%
5. Mortality table	IIAM 2012-2015	IALM 2012-14
6. Superannuation age	58	58

VI. Sensitivity analysis

(₹ in lakh)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Change in assumption	Effect on gratuity obligation	Change in assumption	Effect on gratuity obligation
Discount rate	0.50%	(17.00)	0.50%	(16.44)
	-0.50%	18.58	-0.50%	17.93
Expected rate of increase in compensation level	0.50%	18.52	0.50%	17.89
	-0.50%	(17.09)	-0.50%	(16.55)

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the balance sheet.

Notes forming part of the Standalone Financial Statements

NOTE 40 - EMPLOYEE BENEFITS (Contd.)

VII. Experience adjustments:

(₹ in lakh)

Particulars	Year ended				
	2023-24	2022-23	2021-22	2020-21	2019-20
1. Defined benefit obligation	279.06	280.67	202.92	203.02	171.78
2. Fair value of plan assets	251.63	199.02	164.23	178.28	132.52
3. Surplus/(deficit)	(27.43)	(81.65)	(38.69)	(24.74)	(39.26)
4. Experience adjustment on plan liabilities gain/(loss)	16.35	1.47	9.43	(6.31)	6.93

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

C. Other long-term benefits - Compensated absences (unfunded)

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Amounts recognised in the balance sheet		
Non current (refer note 21)	163.11	183.85
Current (refer note 29)	18.11	8.88
	181.22	**192.73**
Amounts recognised in the statement of profit and loss		
Current service cost	60.56	57.76
Interest cost	14.18	11.67
Actuarial loss	27.80	29.68
Total included in employee benefits expense	**102.54**	**99.11**
Reconciliation of opening and closing balances of benefit obligations		
Change in benefit obligation		
Defined benefit obligation at the beginning of the year	192.73	162.55
Interest cost	14.18	11.67
Current service cost	60.56	57.76
Benefits paid	(114.05)	(68.93)
Actuarial loss	27.80	29.68
Defined benefit obligation at the end of the year	**181.22**	**192.73**

The average duration of remaining working life at the end of the reporting period is 20.41 years (previous year 21.12 years)

Notes forming part of the Standalone Financial Statements

NOTE 41 - EARNINGS PER SHARE

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit/(loss) for the year attributable to owners of the Company (₹ in lakh)	(3,598.72)	1,060.40
Weighted average number of equity shares (nos.)	7,22,96,395	7,22,96,395
Nominal value per share (₹)	2.00	2.00
Earnings per share - basic and diluted (₹)	(4.98)	1.47

The Company does not have any outstanding dilutive potential equity shares. Consequently, the basic and diluted earnings per share of the Company remain the same.

NOTE 42 - SEGMENT INFORMATION

Segment information, as required under Ind AS 108 "Operating Segment", has been provided in the consolidated financial statements of the company and therefore, no separate disclosure on segment information is given in these standalone financial statements.

NOTE - 43 CONTINGENT LIABILITIES NOT PROVIDED FOR IN RESPECT OF:

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
a) Demands raised by the service-tax authorities against which appeals have been filed	77.77	77.77
b) Demands raised by the sales tax authorities against which appeals have been filed	102.34	772.56
c) Claims against the Company not acknowledged as debts	175.35	144.74
d) Demands raised by goods and service tax authorities	2,234.65	189.42

NOTE - 44 CAPITAL AND OTHER COMMITMENTS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Commitments relating to contracts remaining to be executed on capital account and other commitments not provided for	189.66	430.74

NOTE - 45 PAYMENT TO STATUTORY AUDITORS (EXCLUDING GOODS AND SERVICE TAX)

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
As auditors	14.12	14.12
For taxation matter	2.57	2.14
Other services	3.42	4.52
Reimbursement of expenses	0.30	0.21
	20.41	**20.99**

Notes forming part of the Standalone Financial Statements

NOTE 46 - RELATED PARTY TRANSACTIONS

In accordance with the requirement of Indian Accounting Standard (Ind AS) 24 "Related Party Disclosures" name of the related party, related party relationship, transactions and outstanding balances including commitments where control exist and with whom transactions have taken place during the reported period are as follows:

List of related parties

Relationship	Name of related party
Key Management Personnel (KMP)	**Executive Director**
	Mr. Rakesh Kaul (Whole Time Director & CEO) (ceased w.e.f 6 April 2023)
	Executives/ Key Managerial Personnel
	Mr. Salil Kappoor (appointed as Chief Executive Officer w.e.f 18 July 2023 and ceased w.e.f 12 March 2024)
	Mr. Naveen Malik (Chief Financial Officer), appointed as Chief Executive Officer w.e.f 28 May 2024
	Ms. Payal M Puri (Company Secretary)
	Non-Executive Directors
	Mr. Sandip Somany - Chairman (Non-Executive Non-Independent Director)
	Mr. Girdhari Lal Sultania (Non-Executive Non Independent Director w.e.f 22 March 2023)
	Mr. Ashok Jaipuria (Independent Director)
	Mr. Nand Gopal Khaitan (Independent Director)
	Mr. Salil Kumar Bhandari (Independent Director)
	Ms. Anisha Motwani (Independent Director)
Subsidiaries	Evok Homes Private Limited (Formerly Hindware Home Retail Private Limited)
	Hindware Limited
	Luxxis Heating Solutions Private Limited (Struck off w.e.f 28 April 2023)
Step down subsidiaries	Halis International Limited, Mauritius (subsidiary of Hindware Limited)
	Queo Bathroom Innovations Limited, UK (subsidiary of Halis International Limited)
	Truflo Pipes Limited (subsidiary of Hindware Limited (w.e.f 17 June 2022))
Joint venture	Hintastica Private Limited
Others	AGI Greenpac Limited
Post employment benefit plan	SHIL Employee gratuity fund

The following transactions were carried out with related parties in the ordinary course of business and on arm's length basis.

(₹ in lakh)

Particulars	Subsidiaries		Joint Venture		Entities where significant influence is exercised by KMP and/or their relatives having transactions/ balances with the Company	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023	31 March 2024	31 March 2023
Transactions during the year ^						
1. Sale/(Sales return) of goods to/from						
Evok Homes Private Limited	125.85	403.33	-	-	-	-
Hindware Limited	3.08	7.90	-	-	-	-
Hintastica Private Limited	-	-	(0.28)	111.33	-	-
AGI Greenpac Limited	-	-	-	-	0.22	0.12

Notes forming part of the Standalone Financial Statements

NOTE 46 - RELATED PARTY TRANSACTIONS (Contd.)

(₹ in lakh)

Particulars	Subsidiaries		Joint Venture		Entities where significant influence is exercised by KMP and/or their relatives having transactions/ balances with the Company	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023	31 March 2024	31 March 2023
2. Purchase of goods from						
Evok Homes Private Limited	1.80	88.56	-	-	-	-
Hintastica Private Limited	-	-	0.42	-	-	-
3. Purchase of Property plant and equipment's from						
Hindware Limited	-	2.20	-	-	-	-
4. Sale of Property plant and equipment's to						
Hindware Limited	-	0.52	-	-	-	-
Hintastica Private Limited	-	-	0.15	-	-	-
5. Investment made in						
Equity shares of Hintastica Private Limited	-	-	2,499.96	899.99	-	-
Equity shares of Evok Homes Private Limited	704.00	-	-	-	-	-
6. Reimbursement of expenses received from						
Evok Homes Private Limited	1.25	5.97	-	-	-	-
Hindware Limited	1.60	129.49	-	-	-	-
Hintastica Private Limited	-	-	64.62	172.83	-	-
AGI Greenpac Limited	-	-	-	-	-	2.54
7. Reimbursement of expenses paid to						
Hindware Limited	6.72	-	-	-	-	-
8. Payment for Management support services						
Hindware Limited	123.28	227.80	-	-	-	-
9. Management fees received from						
Hindware Limited	59.52	284.80	-	-	-	-
Hintastica Private Limited	-	-	574.97	465.62	-	-
Evok Homes Private Limited	95.06	100.00	-	-	-	-
10. Rent received from						
Hindware Limited	-	33.60	-	-	-	-
Hintastica Private Limited	-	-	127.45	160.07	-	-
11. Rent paid to						
AGI Greenpac Limited	-	-	-	-	-	13.33
12. Loan received from						
Hindware Limited	2,000.00	800.00	-	-	-	-
13. Interest paid/provided for loan taken						
Hindware Limited	314.02	210.62	-	-	-	-
14. Interest on loan given						
Evok Homes Private Limited	7.87	7.87	-	-	-	-
15. Contribution made to						
SHIL Employee gratuity fund	-	-	-	-	101.96	63.69

Notes forming part of the Standalone Financial Statements

NOTE 46 - RELATED PARTY TRANSACTIONS (Contd.)

(₹ in lakh)

Particulars	Subsidiaries		Joint Venture		Entities where significant influence is exercised by KMP and/or their relatives having transactions/ balances with the Company	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023	31 March 2024	31 March 2023
16. Royalty received from						
Hintastica Private Limited	-	-	31.68	41.79	-	-
17. Corporate Guarantee provided to / (Withdrawn)						
Hintastica Private Limited	-	-	-	(2,500.00)	-	-
18. Security Deposit refund received from						
AGI Greenpac Limited	-	-	-	-	-	12.07
Balances outstanding at the end of the year						
Evok Homes Private Limited - Receivable						
Loan component of redeemable preference shares	114.10	106.23	-	-	-	-
Less:- Impairment	(114.10)	-	-	-	-	-
Other receivable	29.84	497.17	-	-	-	-
Hindware Limited - Payable						
Loan	4,500.00	2,500.00	-	-	-	-
Other payable	98.20	13.56	-	-	-	-
Hintastica Private Limited - Receivable						
Corporate Guarantee outstanding*	-	-	6,950.00	6,950.00	-	-
Other receivable	-	-	534.49	673.45	-	-
AGI Greenpac Limited - Payable	-	-	-	-	-	15.12
AGI Greenpac Limited - Receivable	-	-	-	-	0.11	-

* The Company has given corporate guarantee of ₹ 6,950.00 lakh (previous year ₹ 6,950.00 lakh) to bank for loan taken by its joint venture, Hintastica Private Limited, against which loan outstanding of ₹ 10,899.38 lakh (previous year ₹ 8,221.36 lakh) as on 31 March 2024.

Key Managerial Personnel

The remuneration and other transactions with members of key management personnel during the year were as follows:

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Short-term employee benefits#	776.72	523.62
Post-employment benefits		
- Defined contribution plan$	42.75	25.14
- Defined benefit plan*	-	-
- Other long-term benefits*	-	-
Total	**819.47**	**548.76**

Including bonus, sitting fee, commission on accrual basis and value of perquisites.

$ including provident fund, leave encashment paid and any other benefit.

* As the liability for gratuity and leave encashment are provided on actuarial basis for the Company as a whole, amounts accrued pertaining to key managerial personnel are not included above.

Notes forming part of the Standalone Financial Statements

NOTE 46 - RELATED PARTY TRANSACTIONS (Contd.)

Disclosure pursuant to Regulation 34(3) read with Schedule V, part A, Clause 2(2A) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015

Promoter/promoter group companies holding more than 10% of equity share capital of the Company:

AGI Greenpac Limited

(₹ in lakh)

Particulars	Nature of Transaction	For the year ended 31 March 2024	For the year ended 31 March 2023
Transaction during the year	Security deposit refund received	-	12.07
	Sale of goods	0.22	0.12
	Godown rent paid	-	13.33
	Reimbursement of expense received	-	2.54
Outstanding balance as the end of the year - Payable		**-**	**15.12**
Outstanding balance as the end of the year - Receivable		**0.11**	**-**

^Excluding goods and services tax, wherever applicable

NOTE 47 - CORPORATE SOCIAL RESPONSIBILITY

In the absence of average net profit calculated under section 198 of the Companies Act, 2013 during the immediately preceding three years there is no obligation to spend on CSR activities under section 135 of Companies Act, 2013

NOTE 48 - LEASES

The company recorded the lease liability at the present value of the future lease payments discounted at the incremental borrowing rate and the right of use asset.

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

Break-up of current and non-current lease liabilities for the year ended:

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Current lease liabilities	665.56	812.73
Non current lease liabilities	4,434.64	5,628.39
Total	**5,100.20**	**6,441.12**

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Balance at the beginning	**6,441.12**	**6,502.97**
Addition	298.19	659.67
Finance cost accrued during the period	504.86	569.01
Deletions/adjustments	(852.29)	(11.47)
Payment of lease liabilities	(1,291.68)	(1,279.06)
Balance at the end	**5,100.20**	**6,441.12**

Notes forming part of the Standalone Financial Statements

NOTE 48 - LEASES (Contd.)

Details regarding the contractual maturities of lease liabilities on undiscounted basis for the year ended:

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Less than one year	1,064.64	1,316.61
One to five years	5,369.23	4,878.37
More than five years	35.96	2,221.89
Total	**6,469.83**	**8,416.87**

Rental expense recorded for short-term leases was ₹ 110.76 lakh (previous year ₹ 147.97 lakh) for the year ended March 31, 2024

NOTE 49 - FINANCIAL INSTRUMENT BY CATEGORY

(₹ in lakh)

Particulars	As at 31 March 2024			As at 31 March 2023		
	FVTOCI	FVTPL	Amortised cost	FVTOCI	FVTPL	Amortised cost
Non current financial assets						
Investments	-	-	6,224.58	-	-	3,894.14
Loans	-	-	-	-	-	106.23
Other financial assets	-	-	421.39	-	-	304.77
Current financial assets						
Trade receivable	-	-	10,371.54	-	-	13,859.74
Cash and cash equivalents	-	-	1,060.98	-	-	109.16
Bank balances other than cash and cash equivalents	-	-	10.59	-	-	7.00
Other financial assets	-	-	375.14	-	-	522.81
Total financial assets	**-**	**-**	**18,464.22**	**-**	**-**	**18,803.85**
Non current financial liabilities						
Non-current borrowings	-	-	5,100.00	-	-	3,325.00
Lease Liabilities	-	-	4,434.64	-	-	5,628.39
Other financial liabilities	-	-	443.61	-	-	388.68
Current financial liabilities						
Current borrowings	-	-	9,305.44	-	-	8,090.81
Lease Liabilities	-	-	665.56	-	-	812.73
Trade payables	-	-	6,930.95	-	-	7,777.60
Other financial liabilities	-	-	7,649.74	-	-	6,018.02
Total financial liabilities	**-**	**-**	**34,529.94**	**-**	**-**	**32,041.23**

NOTE 50 - DISCLOSURE UNDER SECTION 186(4) OF THE COMPANIES ACT, 2013

(₹ in lakh)

Particulars	Hindware Limited (Subsidiary)	Evok Homes Private Limited (Formerly Hindware Home Retail Private Limited) (Wholly owned subsidiary)	Hintastica Private Limited (Joint venture)	Hindware Limited (Subsidiary)	Evok Homes Private Limited (Formerly Hindware Home Retail Private Limited) (Wholly owned subsidiary)	Hintastica Private Limited (Joint venture)
	As at 31 March 2024			As at 31 March 2023		
Guarantee						
Guarantees given as at the beginning of the financial year	-	-	6,950.00	-	-	9,450.00
Guarantees given during the financial year	-	-	-	-	-	-
Guarantee closed during the year	-	-	-	-	-	2,500.00
Guarantees given as at the end of the financial year	-	-	6,950.00	-	-	6,950.00
Investments						
Investments at the beginning of the financial year	10.00	188.52	3,686.38	10.00	188.52	2,786.39
Additions during the financial year	-	704.00	2,499.96	-	-	899.99
Provision for diminution in the value of investments during the year	-	(892.52)	-	-	-	-
Investment at the end of the financial year	10.00	-	6,186.34	10.00	188.52	3,686.38
Loans and advances						
Loans at the beginning of the financial year	-	-	-	-	-	-
Additions during the financial year	-	-	-	-	-	-
Return back during the year	-	-	-	-	-	-
Loans at the end of the financial year	-	-	-	-	-	-

Notes forming part of the Standalone Financial Statements

NOTE 51 - DISCLOSURE OF STRUCK OFF COMPANIES

(₹ in lakh)

S. No.	Name of Struck-off company	Nature of transaction with struck-off company	Balance as on 31 March 2024	Balance as on 31 March 2023	Relationship with the struck-off company
1	Indus Global Exim Private Limited	Purchase of Goods	(0.45)	(0.45)	Vendor

Details of struck off entities holding equity shares in the Company

(₹ in lakh)

S. No.	Name of Struck-off company	No. of shares held	Paid-up value as at 31 March 2024 (in ₹)	Paid-up value as at 31 March 2023 (in ₹)
1	Rocket Investment Private Limited	7	-	14

NOTE 52 - RATIOS DISCLOSURE

Particulars		Year ended 31 March 2024	Year ended 31 March 2023	Variance	Remarks
(i)	**Current Ratio (times)**	1.00	1.24	-19%	
	Total Current assets / Total current liabilities (including Short term borrowings and Current maturities of long term borrowings)				
(ii)	**Total Debts to Equity Ratio (times)**	1.71	0.93	83%	Due to decrease in profit
	(Non-current borrowings including Current maturities of long term borrowings + Current Borrowings + Trade Deposits) / Net worth*)				
	* Net worth = Equity Share Capital + Securities premium account + Capital reserve + General reserve + Retained earnings + Actuarial gain / (loss)				
(iii)	**Debt Service Coverage Ratio (times)**	0.16	1.66	-90%	Due to decrease in profit
	(Profit after Tax + Depreciation + Interest on loan +loss / (gain) on sale of Property Plant and Equipment / Interest on loan + principal scheduled repayment of loan + lease repayment)				
(iv)	**Return on Equity (%)**	-33.69%	8.74%	-485%	Due to decrease in profit
	(Profit for the year / Net worth*)				
	* Net worth = Equity Share Capital + Securities premium account + Capital reserve + General reserve + Retained earnings + Actuarial gain / (loss)				
(v)	**Inventory Turnover (times)**	2.41	2.69	-10%	
	(Cost of goods sold/ Average Inventories)				
(vi)	**Trade Receivables Turnover (times)**	3.62	3.96	-9%	
	(Net Sales / Average Trade receivables)				
(vii)	**Trade Payables Turnover (times)**	3.75	4.19	-10%	
	(Total Purchases / Average Trade payables)				
(viii)	**Net Capital Turnover (times)** (Net Sales / Average Working Capital)	14.51	9.92	46%	Due to decrease in average working capital
(ix)	**Net Profit Ratio (%)**	-8.21%	1.92%	-527%	Due to decrease in profit
	(Profit for the year / Net Sales)				
(x)	**Return on Capital Employed (%)**	-14.23%	15.84%	-190%	Due to decrease in profit
	(Earnings before interest and tax / Capital employed*)				
	* Capital employed = Tangible Net worth + Borrowings + Deferred tax liability + Trade deposits - Intangible assets				

Notes forming part of the Standalone Financial Statements

NOTE 53 - DISCONTINUE OPERATIONS

a) The "Retail Business" of the company constitutes of furniture & furnishing retail done through subset of physical stores, being in highly competitive market especially after emergence of many online furniture stores, the business sales growth and profitability remained under pressure. Despite all diligent efforts over the past years, the Retail Business continued to incur losses.

b) The Board in its meeting held on 28 May 2024, has made decision to discontinue operations of the Retail Business and has also approved the sale/liquidation of various assets relating to the Retail Business. Basis above, the Company is in process of assessing item-wise realisability of carrying value of assets of the Retail Business. Based on preliminary assessment made, the Company in its standalone financials has during the year ended 31 March, 2024 made provisions amounting to ₹ 2,030.14 lakh including impairment of its investment held in Evok Homes Private Limited (Formerly Hindware Home Retail Private Limited) of ₹ 955.38 lakh. The additional impact, if any post sale/liquidation of assets, will be provided as an when finally assessed/settled, however same would not be material in opinion of the management.

NOTE 54 - SOCIAL SECURITY CODE

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Indian Parliament's approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently, on November 13, 2020, draft rules were published and stakeholders' suggestions were invited. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

NOTE 55 - DIVIDEND

The Board of Directors have recommended a dividend of 20% i.e. ₹ 0.40 /- (previous year ₹ 0.50 /-) on equity share of ₹ 2 /- each for the year ended 31 March 2024 subject to approval of shareholder's in the ensuing General Meeting

NOTE 56 - SUBSIDIARY STRUCK-OFF

One of the non-operational subsidiary Company named Luxxis Heating Solutions Private Limited has been voluntarily struck off from Registrar of Companies w.e.f 28 April 2023

NOTE 57 - GST

The annual return of GST for FY 2023-24 is under process of filing with statutory authorities. The management believes that there will not be any material impact over financial statements after financial submission/filing. The date of filing of GST returns are 31 December, 2024

NOTE 58 - AUDIT TRAIL

With effect from April 1, 2023, the Ministry of Corporate Affairs (MCA) has made it mandatory for every company incorporated in India, which uses accounting software for maintaining its books of account, to use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Company has a widely used ERP as its accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the financial year for all relevant transactions recorded in the said software except (a) the audit trail feature was not enabled throughout the year for certain relevant tables at the application level ; and (b) the audit trail (edit log) for certain information at database level (which records only modified values) was not enabled during the year.

Notes forming part of the Standalone Financial Statements

NOTE 59 - OTHER DISCLOSURES

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

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

(c) There are no loans or advances in the nature of loans granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are: (a) repayable on demand; or (b) without specifying any terms or period of repayment

(d) The Company has complied with the requirements of the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017

(e) The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 to 1988) and Rules made thereunder

(f) The Company has not been declared as wilful defaulter by any bank or financial institution or other lender or government or any government authority

(g) Utilisation of borrowed funds and share premium

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

(i) 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

(ii) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

II. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(ii) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

(h) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.

NOTE 60

Previous period figures have been regrouped / re-arranged wherever considered necessary to confirm to the current year's classification.

As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Shyamal Kumar
Partner
M. No. 509325
Place: New Delhi
Date: 28 May 2024

G.L. Sultania
Director
DIN: 00060931

Payal M Puri
Company Secretary
ACS No.: 16068

Sandip Somany
Chairman
DIN: 00053597

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 28 May 2024

Independent Auditor's Report

To the Members of Hindware Home Innovation Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the accompanying consolidated financial statements of Hindware Home Innovation Limited ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its joint venture (jointly controlled entity), which comprise the Consolidated Balance Sheet as at 31 March 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

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

BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters section below, other than the unaudited financial statements/ financial information of a company as certified by the management and referred to in and financial information not available as referred to in the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Description of Key Audit Matter	How our audit addressed the key audit matters
Recognition of revenue (as described in Note 31 of the consolidated financial statements)	
The group recognizes revenues when the control of goods and/ or services are transferred to the customer at an amount that reflects the net consideration, which the Group expects to receive for those goods and/or services from customers in accordance with the terms of the contracts. In determining the sales price, the Company considers the effects of applicable rebates, and discounts (variable consideration). The terms of sales arrangements, including the timing of transfer of control, based on the terms of relevant contract and nature of discount and rebates arrangements, create complexities that require judgment in determining sales revenues.	Our audit procedures included the following: i. We read and evaluated the Group revenue recognition policy and assessed its compliance in terms of Ind AS 115 'Revenue from contracts with customers'. ii. We assessed the design and tested the operating effectiveness of internal controls related to sales and applicable rebates/ discounts. iii. We performed test for a sample of sales transactions by comparing the underlying sales invoices, sales orders and other related documents to assess that revenue is recognized on transfer of control to the customer in accordance with the terms of the contract.

Description of Key Audit Matter	How our audit addressed the key audit matters
Considering the above factors and the risk associated with revenue recognition, we have determined the same to be a key audit matter.	iv. We tested on a sample basis rebates and discount schemes as approved by the management to assess its accounting. For the samples selected, we also compared that the actual rebates and discounts recognized in respect of particular schemes do not exceed their approved amounts. v. We tested on a sample basis, that revenue has been recognized in the proper period with reference to the supporting documents including confirmations from customers. We read and assessed the relevant disclosures made in the consolidated IND AS financial statements

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT'S AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group and joint venture in accordance with Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and joint venture are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and joint venture 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and joint venture are responsible for assessing the ability of the Group and joint venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group and joint venture or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and joint venture are also responsible for overseeing the financial reporting process of the Group and joint venture.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group and companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and joint venture to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Holding company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements 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.

OTHER MATTERS

1. The consolidated financial statement include the audited financial statement of three subsidiaries, whose financial statements/financial information reflect total assets of ₹ 28.36 Lakhs as at 31 March 2024, total revenue of ₹ 187.48 Lakhs, total net profit / (loss) after tax of (₹ 1070.92 lakh), total comprehensive income of (₹ 1070.86 Lakh) for year ended 31 March 2024 and net cash outflow of ₹ 5.68 Lakhs for the period from 01 April, 2023 to 31 March 2024, as considered in the consolidated financial statement. These financial statements/financial information have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated Financial statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us are as stated in paragraph above.

2. We did not audit the financial statement of one foreign subsidiary whose financial statement reflect total assets of ₹ 16.68 lakhs as at 31 March 2024, total revenue of ₹ Nil, total net profit / (loss) after tax of (₹ 6.20 Lakhs), total comprehensive income of (₹ 6.29 lakhs) for the year ended 31 March 2024 and net cash outflow of ₹ 0.55 lakhs for the period from 01 April, 2023 to 31 March 2024, as considered in the consolidated financial Statement. The financial statement and other information have been prepared in accordance with accounting principles generally accepted in their respective country and which have been certified by the management. The Company's management has converted the financial statements which have been certified by a independent Chartered Accountant in India and other information of such subsidiary located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India is solely based on the conversion adjustments prepared by the management of the Company and certified by a Chartered Accountant in India and audited by us. In our opinion and according to the information and explanations given to us by the Board of Director these financial statement are not material to the group.

3. Certain of these subsidiaries are located outside India whose financial statements and other information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by their respective auditors under generally accepted auditing standards applicable in their respective countries. The Company's management has converted the financial statements which have been certified by a Chartered Accountant in India and other information of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is solely based on the report of other auditors, the conversion adjustments prepared by the management of the Company and certified by a Chartered Accountant and audited by us.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors / independent firm of chartered accountants for the purpose of preparation of these consolidated financial statements.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure "A", a statement on the matter specified in paragraph 3(xxi) of CARO 2020

2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

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

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the report of the other auditors except for the matters stated in paragraph 2(h)(vi) below on reporting under Rule 11(g) of the of Companies (Audit & Auditors) Rules, 2014 ("Rules").

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2024 taken on record by the Board of Directors of the Holding Company and its subsidiaries and its joint venture incorporated in India and the reports of the statutory auditors of its subsidiary companies and its joint venture incorporated in India, none of the directors of the Group companies and joint venture incorporated in India is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 2(h)(vi) below on reporting under Rule 11(g) of the rules.

g) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" which is based on the auditor's reports of the Holding Company and its subsidiary companies and its joint venture incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of those companies, for reasons stated therein.

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

(i) The consolidated financial statements disclose impact of pending litigations on the consolidated financial position of the Group and joint venture – Refer Note No. 43 of the Consolidated Financial Statements.

(ii) Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.

(iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary and its joint venture companies incorporated in India.

iv. (a) The respective management of the Holding Company and its subsidiaries and its joint venture which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share

premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries or joint venture to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries or joint venture ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Management of the Holding Company and its subsidiaries and its joint venture which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in aggregate) have been received by the Holding Company or any of such subsidiaries or joint venture from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries or joint venture shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Holding Company and its subsidiaries and its joint venture which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) above as required by Rule 11(e) of Companies (Audit & Auditors) Rules, 2014, as amended, contains any material mis-statement.

v. The dividend declared and paid during the year by the Holding Company and its subsidiary companies incorporated in India, is in compliance with Section 123 of the Companies Act 2013.

vi. Based on our examination which included test checks, and that performed by the respective auditors of its subsidiaries and its joint venture which are companies incorporated in India whose financial statements have been audited under the Act, the Holding Company, subsidiaries and joint venture have widely used ERP / Other Software as their accounting software for maintaining its books of accounts which have a feature of recording audit trail (edit log) facility and same has operated throughout the year for all relevant transactions recorded in the said software except:

i) in case of Holding Company and three subsidiaries incorporated in India, as assessed by us and communicated by the auditor of such subsidiaries, (a) the audit trail feature was not enabled throughout the year for certain relevant tables at the application level ; and (b) that the audit trail (edit log) for certain information at database level (which records only modified values) was not enabled during the year.; and

ii) in case of one joint venture incorporated in India, as communicated by the auditor of such joint venture, (a) the audit trail feature was not enabled throughout the year for certain relevant tables at the application level; and (b) that the audit trail (edit log) for certain information at database level (which records only modified values) was not enabled during the year

During the course of performing our procedures, we and the respective auditors of such subsidiaries and joint venture, did not notice any instance of the audit trail feature being tempered with for the period the audit trail feature was enabled.

i) With respect to the other matter to be included in the Auditors' report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and according to the information and explanation given to us, the remuneration paid by the Holding company to its directors during the year and its subsidiaries and its joint venture which are incorporated in India is in accordance with the provisions of Section 197 of the Act.

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration No: 301051E/E300284

Shyamal Kumar
Partner
Membership No. 509325
UDIN- 24509325BKABTP2885

Place: New Delhi
Date: 28 May 2024

Annexure "A" to Independent Auditor's Report

Referred to in of the Independent Auditor's Report of even date to the members of Hindware Home Innovation Limited on the Consolidated Financial Statements as of and for the year ended March 31, 2024. As required by paragraph 3(xxi) of the CARO 2020, we report that the auditors of the following companies have given qualification or adverse remarks in their CARO report on the standalone/consolidated financial statements of the respective companies included in the Consolidated Financial Statements of the Holding Company:

No.	Name of the Company	CIN	Nature of relationship	Clause Number of CARO report with qualification or adverse remark
1.	Hindware Limited	U74999WB2017PLC223307	Subsidiary	ii(b), vii(a), vii(b)
2.	Truflo Pipes Limited	U25205WB2022PLC254788	Subsidiary	xvii
3.	Evok Homes Private Limited (formerly Hindware Home Retail Private Limited)	U51109WB2005PTC106307	Subsidiary	xvii
4.	Hintastica Private Limited	U31909WB2019PTC234717	Joint venture	ii(b), xvii
5.	Hindware Home Innovation Limited	L74999WB2017PLC222970	Holding Company	ii(b), vii(b), xvii

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration No: 301051E/E300284

Shyamal Kumar
Partner
Membership No. 509325

Place: New Delhi
Date: 28 May 2024

Annexure "B" to the Independent Auditor's Report

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

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2024, we have audited the internal financial controls with reference to the consolidated financial statements of Hindware Home Innovation Limited ("the Company" or "the Holding Company"), its subsidiary companies and joint venture which are incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Holding Company, its subsidiary companies and joint venture which are companies incorporated in India responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to the Holding company and its subsidiary companies and joint venture, which are companies incorporated in India, based on our audit.

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that 1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; 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 consolidated financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Group, its Subsidiary companies and joint venture, which are incorporated in India have maintained, in all material respects, an adequate internal financial controls system with reference to these Consolidated Financial Statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at 31 March 2024, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

OTHER MATTERS

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements of the Holding Company, in so far as it relates to two subsidiaries, which is company incorporated in India, is based on the corresponding reports of the auditors of such companies.

Our opinion is not modified in respect of this matter.

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration No: 301051E/E300284

Shyamal Kumar
Partner
Membership No. 509325

Place: New Delhi
Date: 28 May 2024

Consolidated Balance Sheet

as at 31 March 2024

(₹ in lakh)

Particulars	Note	As at 31 March 2024	As at 31 March 2023
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	4a	70,114.88	65,268.35
(b) Right-to-use Asset	4a	21,228.47	25,515.74
(c) Capital work-in-progress	4b	5,388.57	3,580.23
(d) Goodwill	4c	191.00	191.00
(e) Other intangible assets	5	218.96	221.25
(f) Other intangible assets under development	6	142.60	43.21
(g) Financial assets			
(i) Investments	7	10,351.46	8,794.55
(ii) Other financial assets	8	1,127.80	893.00
(h) Income-tax assets (net)	9	649.92	273.63
(i) Deferred tax assets (net)	10	5,325.70	3,627.15
(j) Other non-current assets	11	6,051.43	2,112.60
Total non-current assets		**1,20,790.79**	**1,10,520.71**
2 Current assets			
(a) Inventories	12	58,936.13	68,376.70
(b) Financial assets			
(ii) Trade receivables	13	45,334.46	37,761.01
(iii) Cash and cash equivalents	14	2,922.10	919.90
(iv) Bank balances other than (iii) above	15	10.59	7.00
(vi) Other financial assets	16	1,313.59	1,435.88
(c) Other current assets	17	12,723.61	11,244.10
Total current assets		**1,21,240.48**	**1,19,744.59**
Total assets		**2,42,031.27**	**2,30,265.30**
EQUITY AND LIABILITIES			
1 Equity			
(a) Equity share capital	18	1,445.93	1,445.93
(b) Other equity	19	58,337.13	56,128.37
Equity attributable to the equity holders of the parent		**59,783.06**	**57,574.30**
(c) Non-controlling interest		886.24	728.00
Total equity		**60,669.30**	**58,302.30**
2 Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	33,919.72	32,805.23
(ii) Lease liabilities	21	18,041.37	21,357.10
(iii) Other financial liabilities	22	5,751.04	4,954.92
(b) Provisions	23	1,450.81	1,335.26
(c) Other non-current liabilities	24	554.35	477.08
Total non-current liabilities		**59,717.29**	**60,929.59**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	25	49,749.85	38,362.57
(ii) Lease liabilities	26	2,909.21	3,228.53
(ii) Trade payables	27		
- Due to micro and small enterprise		6,174.98	5,950.16
- Due to others		25,021.94	23,771.94
(iii) Other financial liabilities	28	28,044.50	29,694.55
(b) Other current liabilities	29	9,305.07	9,418.60
(c) Provisions	30	439.13	607.06
Total current liabilities		**1,21,644.68**	**1,11,033.41**
Total liabilities		**1,81,361.97**	**1,71,963.00**
Total equity and liabilities		**2,42,031.27**	**2,30,265.30**

The accompanying notes form an integral part of the Consolidated financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Shyamal Kumar
Partner
M. No. 509325
Place: New Delhi
Date: 28 May 2024

G.L. Sultania
Director
DIN: 00060931

Payal M Puri
Company Secretary
ACS No.: 16068

Sandip Somany
Chairman
DIN: 00053597

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 28 May 2024

Consolidated Statement of Profit and Loss

for the year ended 31 March 2024

(₹ in lakh)

Particulars		Note	For the year ended 31 March 2024	For the year ended 31 March 2023
I	**Income**			
	Revenue from operations	31	2,80,003.20	2,87,228.97
	Other income	32	3,716.16	3,560.76
	Total income		**2,83,719.36**	**2,90,789.73**
II	**Expenses**			
	Cost of materials consumed	33	62,763.58	75,470.34
	Purchases of stock-in-trade	34	85,921.52	92,606.11
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	35	4,296.38	(4,335.24)
	Employee benefits expense	36	43,049.50	40,234.06
	Finance costs	37	9,509.71	7,710.44
	Depreciation and amortisation expense	38	12,304.10	10,097.62
	Other expenses	39	60,200.29	58,707.89
	Total expenses		**2,78,045.08**	**2,80,491.22**
III	**Profit before tax**		5,674.28	10,298.51
IV	**Tax expense**			
	(i) Current tax (including MAT)	40	3,583.48	3,412.90
	(ii) MAT Credit (Entitlement)/ adjustment	40	367.58	(367.58)
	(iii) Earlier year income tax	40	282.72	7.76
	(iv) Deferred tax	40	(2,235.17)	599.43
	Total tax expense		**1,998.61**	**3,652.51**
V	**Profit after tax**		**3,675.67**	**6,646.00**
VI	Profit/(loss) from Joint venture		(911.95)	(890.79)
VII	**Profit for the year**		**2,763.72**	**5,755.21**
VIII	**Other comprehensive income**			
	(i) Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plan		(9.43)	(135.33)
	(b) Income-tax relating to these items		0.29	34.90
	(ii) Items that will be reclassified to profit or loss			
	Exchange difference on translation of foreign operations		(0.04)	(1.06)
	(iii) Share in other comprehensive income of associates (net of tax)		0.94	3.09
	Other comprehensive income, net of tax		**(8.24)**	**(98.40)**
IX	**Total comprehensive income for the year**		**2,755.48**	**5,656.81**
X	**Profit for the period**		**2,763.72**	**5,755.21**
	a) Attributable to owner of the parent		2,578.06	5,709.01
	b) Attributable to non-controlling interests		185.66	46.20
XI	**Other comprehensive income**		**(8.24)**	**(98.40)**
	a) Attributable to owner of the parent		(7.82)	(96.02)
	b) Attributable to non-controlling interests		(0.42)	(2.38)
XII	**Total comprehensive income for the year**		**2,755.48**	**5,656.81**
	a) Attributable to owner of the parent		2,570.24	5,612.99
	b) Attributable to non-controlling interests		185.24	43.82
XIII	**Earnings per equity share (of ₹ 2/- each):**			
	Basic and diluted	41	3.56	7.96

The accompanying notes form an integral part of the Consolidated financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Shyamal Kumar
Partner
M. No. 509325
Place: New Delhi
Date: 28 May 2024

G.L. Sultania
Director
DIN: 00060931

Payal M Puri
Company Secretary
ACS No.: 16068

Sandip Somany
Chairman
DIN: 00053597

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 28 May 2024

Consolidated statement of Cash Flows

for the year ended 31 March 2024

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Cash flows from operating activities		
Profit before tax *	4,762.33	9,407.72
Adjustments for:		
Finance costs	9,509.71	7,710.44
Interest income	(53.02)	(55.94)
Gain on disposal of property, plant and equipment	(22.67)	(25.19)
Loss on disposal of property, plant and equipment	2.26	7.59
Net loss/(gain) arising on current investments	-	(1.30)
Sundry balances and liabilities no longer required, written back	(3,263.39)	(4,554.06)
Provision for expected credit loss	2,049.32	1,266.21
Provision for doubtful advances / debts	214.52	83.45
Bad debts written off	0.92	-
Depreciation and amortisation expenses	12,304.10	10,097.62
Lease concession / liability written back	(154.55)	(45.58)
Share of (profit) / loss of joint venture	911.95	890.79
Net foreign exchange loss/(gain)	12.80	(105.30)
Assets Written off	52.58	-
	26,326.86	**24,676.45**
Movements in working capital:		
(Increase)/decrease in trade and other receivables	(9,676.34)	(8,049.03)
(Increase)/decrease in inventories	9,440.57	(845.71)
(Increase)/decrease in other assets	(1,670.24)	2,289.22
Increase/(decrease) in trade and other liabilities	3,781.35	7,669.26
Increase/(decrease) in provisions	(52.38)	(54.97)
	1,822.96	**1,008.77**
Cash generated from operations	**28,149.82**	**25,685.22**
Income taxes paid	(4,110.86)	(3,995.20)
Income taxes refund	37.70	388.67
Net cash generated by operating activities	**24,076.66**	**22,078.69**
Cash flows from investing activities:		
Payments to acquire financial assets	(0.20)	-
Proceeds from sale of financial assets	-	2,710.36
Investment in joint venture	(2,499.96)	(899.99)
Interest received	0.87	27.41
Payment against slump sale	(1,215.52)	(52,867.17)
Payments for property, plant and equipment	(18,341.36)	(19,560.13)
Proceeds from disposal of property, plant and equipment	182.74	115.96
Movement in other bank balances	(3.59)	(0.39)
Net cash used in investing activities	**(21,877.02)**	**(70,473.95)**

* Including share in profit / (loss) from joint venture

Consolidated statement of Cash Flows (Contd.)

for the year ended 31 March 2024

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Cash flows from financing activities:		
Proceeds from borrowings	11,956.61	45,690.00
Repayment of borrowings	(8,558.12)	(5,605.23)
Proceeds from issue of shares forming part of Non controlling interests	-	9.00
Movement in short term borrowings (net)	9,103.28	16,760.91
Principal payment of lease liability	(3,116.17)	(2,940.85)
Interest on lease liability	(1,631.94)	(1,826.86)
Dividends paid	(384.89)	0.39
Interest paid	(7,566.21)	(5,418.91)
Net cash (used)/ generated in financing activities	**(197.44)**	**46,668.45**
Net increase / (decrease) in cash and cash equivalents:	**2,002.20**	**(1,726.81)**
Cash and cash equivalents at the beginning of the year	919.90	2,647.77
Foreign currency translation gain/(loss) on consolidation	0.00	(1.06)
Cash and cash equivalents at the end of the year	**2,922.10**	**919.90**

The movement in liabilities from financing activities:

(₹ in lakh)

Particulars	As at 31 March, 2023	Cashflows	Non-cash flow changes - Other		As at 31 March, 2024
			Foreign exchange	Other	
Long term borrowings	41,363.36	3,398.49	-	-	44,761.85
Short term borrowings	29,804.44	9,103.28	-	-	38,907.72
Total liabilities from financing activities	**71,167.80**	**12,501.77**	**-**	**-**	**83,669.57**

(₹ in lakh)

Particulars	As at 31 March, 2022	Cashflows	Non-cash flow changes - Other		As at 31 March, 2023
			Foreign exchange	Other	
Long term borrowings	1,278.59	40,084.77	-	-	41,363.36
Short term borrowings	13,043.53	16,760.91	-	-	29,804.44
Total liabilities from financing activities	**14,322.12**	**56,845.68**	**-**	**-**	**71,167.80**

The accompanying notes form an integral part of the Consolidated financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Shyamal Kumar
Partner
M. No. 509325
Place: New Delhi
Date: 28 May 2024

G.L. Sultania
Director
DIN: 00060931

Payal M Puri
Company Secretary
ACS No.: 16068

Sandip Somany
Chairman
DIN: 00053597

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 28 May 2024

Consolidated Statement of Changes in Equity

for the year ended 31 March 2024

A. EQUITY SHARE CAPITAL

(₹ in lakh)

Particulars	Number of shares	Amount
Issued and paid up capital		
Balance as at 1 April 2022	**7,22,96,395**	**1,445.93**
Changes in Equity Share Capital during the year	-	-
Balance as at 31 March 2023	**7,22,96,395**	**1,445.93**
Changes in Equity Share Capital during the year	-	-
Balance as at 31 March 2024	**7,22,96,395**	**1,445.93**

B. OTHER EQUITY

(₹ in lakh)

Particulars	Reserves and surplus				Other comprehensive income		Total Attributable to owners of the Parent	Attributable to Non - Controlling Interests	Total
	Capital Reserve	Securities Premium Account	General Reserve	Retained Earnings	Actuarial gain / (loss)	Foreign currency translation reserve			
Balance as at 1 April 2022	**49.88**	**7,238.97**	**2,449.08**	**41,130.78**	**274.48**	**47.37**	**51,190.56**	**-**	**51,190.56**
Adjustments for change in ownership interests	-	(53.08)	(23.88)	(592.98)	(4.40)	(0.84)	(675.18)	675.18	-
Profit for the year	-	-	-	5,709.01	-	-	5,709.01	46.20	5,755.21
Other comprehensive income for the year (net of tax)	-	-	-	-	(94.96)	(1.06)	(96.02)	(2.38)	(98.40)
Issue of equity shares during the year								9.00	9.00
Payment of dividend	-	-	-	-	-	-		-	-
Balance as at 31 March 2023	**49.88**	**7,185.89**	**2,425.20**	**46,246.81**	**175.12**	**45.47**	**56,128.37**	**728.00**	**56,856.37**
Profit for the period	-	-	-	2,578.06	-	-	2,578.06	185.66	2,763.72
Other comprehensive income for the period (net of tax)	-	-	-	-	(7.78)	(0.04)	(7.82)	(0.42)	(8.24)
Payment of dividend	-	-	-	(361.48)	-	-	(361.48)	(27.00)	(388.48)
Balance as at 31 March 2024	**49.88**	**7,185.89**	**2,425.20**	**48,463.39**	**167.34**	**45.43**	**58,337.13**	**886.24**	**59,223.37**

The accompanying notes form an integral part of the Consolidated financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Shyamal Kumar
Partner
M. No. 509325
Place: New Delhi
Date: 28 May 2024

G.L. Sultania
Director
DIN: 00060931

Payal M Puri
Company Secretary
ACS No.: 16068

Sandip Somany
Chairman
DIN: 00053597

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 28 May 2024

Material accounting policies and other explanatory information to the Consolidated financial statements

for the year ended 31 March 2024

1. A) Corporate information

Hindware Home Innovation Limited (the 'Parent Company') is a public limited company incorporated in India under the Companies Act, 2013. The registered office of the Parent Company is situated in Kolkata and the corporate office is in Gurugram. The Group is into the business of manufacturing, selling and trading of building products, consumer appliances and retail business. The equity shares of the parent Company is listed at National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

The consolidated financial statements include the consolidated balance sheet, consolidated statement of profit and loss, consolidated cash flow statement and consolidated statement of changes in equity of the Parent Company, its under mentioned subsidiaries (hereinafter referred as the 'Group') and joint venture-

Subsidiary Companies	Date of shareholding/ membership	Country of incorporation	% of shareholding
Evok Homes Private Limited (Formerly known as Hindware Home Retail Private Limited)	1 April 2018	India	100%
Hindware Limited	1 April 2018	India	98.2%
Halis International Limited	1 April 2018	Mauritius	98.2%
Queo Bathroom Innovations Limited UK (subsidiary of Halis International Limited)	1 April 2018	United Kingdom (UK)	98.2%
Truflo Pipes Limited	17 June 2022	India	98.2%

Joint Venture Company	Date of shareholding/ membership	Country of incorporation	% of shareholding
Hintastica Private Limited*	14 November 2019	India	50%

* w.e.f. 20th May 2021, the company has become Joint Venture of the Group

B) Statement of compliance with Indian Accounting Standards (Ind AS)

The consolidated financial statements of the Group have been prepared in accordance with Ind AS notified by the Companies (Indian Accounting Standards) Rules, 2015 (as amended). Accordingly, the Group's financial statements for the year ended 31 March 2024 are prepared complying in material aspects with applicable Ind AS.

The consolidated financial statement of the Group as at and for the year ended 31 March 2024 were approved and authorised by the Board of Directors on 28 May, 2024.

C) Application of new and revised Indian Accounting Standard ("Ind AS")

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are authorized have been considered in preparing these financial statements.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

2.1 Basis of preparation of Consolidated Financial Statements

These financial statements are the Consolidated Financial Statements of the Group prepared in accordance with Indian Accounting Standards ('Ind AS') notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

These Consolidated Financial Statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below.

The Consolidated Financial Statements (CFS) comprises the Financial Statements of Hindware Home Innovation Limited ("the Company"), its Subsidiaries (herein after referred together as "the Group") and Joint Venture. The CFS of the Group have been prepared in accordance with the Indian

Material accounting policies and other explanatory information to the Consolidated financial statements

for the year ended 31 March 2024

Accounting Standards on "Consolidated Financial Statements" (Ind AS 110), "Joint Arrangements" (Ind AS 111), "Disclosure of Interest in Other Entities" (Ind AS 112), "Investment in Associates and Joint Ventures" (Ind AS 28) notified under Section 133 of the Companies Act 2013.

2.2 Principles of Consolidation

(i) Subsidiaries

Control is gained when the Parent Company:

- Has power over the investee
- Is exposed or has rights to variable return from its involvement with the investee, and
- Has the ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Parent Company has less than a majority of the voting or similar rights of an investee, the Parent Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Parent Company's voting rights and potential voting rights
- The size of the Parent Company's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Parent Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Parent Company obtains control over the subsidiary and ceases when the Parent Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Parent Company gains control until the date the Parent Company ceases to control the subsidiary.

(ii) Joint Venture / Equity Accounted Investees

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether joint control exists are similar to those necessary to determine control over the subsidiaries.

(iii) Loss of Control

When the Group loses control over a subsidiary, it de-recognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognised in the Statement of Profit and Loss.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent Company, i.e., year ended on 31 March.

2.3 Consolidation procedure:

Subsidiaries

a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the Parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

Material accounting policies and other explanatory information to the Consolidated financial statements

for the year ended 31 March 2024

b) Offset (eliminate) the carrying amount of the Parent's investment in each subsidiary and the Parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements.

d) Non-controlling interest represents that part of the total comprehensive income and net assets of subsidiaries attributable to interests which are not owned, directly or indirectly, by the Holding Company

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Joint Venture

The Group's investments in its joint ventures are accounted for using the equity method. Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment.

Unrealised gains resulting from the transaction between the Group and joint venture are eliminated to the extent of the interest in the joint venture, and deferred tax is made on the same.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value, and then recognises the loss as 'Share of profit of a joint venture' in the Statement of Profit and Loss.

3. MATERIAL ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION

The material accounting policies to prepare consolidated financial statements are in uniformity with the standalone financial statements of the Company. Following are the additional policies specifically considered for preparation of consolidated financial statements:

3.1 Business combinations

Business combinations are accounted for using the acquisition method. At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. The consideration transferred is measured at fair value at acquisition date and includes the fair value of any contingent consideration. However, deferred tax asset or liability and any liability or asset relating to employee benefit arrangements arising from a business combination are measured and recognized in accordance with the requirements of Ind AS 12, 'Income Taxes' and Ind AS 19, 'Employee Benefits', respectively. Where the consideration transferred exceeds the fair value of the net identifiable assets acquired and liabilities assumed, the excess is recorded as goodwill. Alternatively, in case of a bargain purchase wherein the consideration transferred is lower than the fair value of the net identifiable assets acquired and liabilities assumed, the difference is recorded as a gain in other comprehensive income and accumulated in equity as capital reserve. The costs of acquisition excluding those relating to issue of equity or debt securities are charged to the Statement of Profit and Loss in the period in which they are incurred.

Material accounting policies and other explanatory information to the Consolidated financial statements

for the year ended 31 March 2024

A business combination involving entities or businesses under common control is a business combination in which all of the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination and the control is not transitory. The transactions between entities under common control are specifically covered by Ind AS 103. Such transactions are accounted for using the pooling-of-interest method. The assets and liabilities of the acquired entity are recognised at their carrying amounts of the parent entity's consolidated financial statements with the exception of certain income tax and deferred tax assets. No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies. The components of equity of the acquired companies are added to the same components within the Group's equity. The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to other equity and is presented separately from other capital reserves.

3.2 Foreign currency transactions and translations

Initial recognition

The Group's consolidated financial statements are presented in INR, which is also the Group's functional currency. Transactions in foreign currencies are recorded on initial recognition in the functional currency at the exchange rates prevailing on the date of the transaction.

Measurement at the balance sheet date

Foreign currency monetary items of the Group, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Treatment of exchange difference

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Group's monetary items at the closing rate are recognised as income or expenses in the period in which they arise.

3.3 Taxation

Deferred tax

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Parent Company's/its subsidiary's forecast of future opening results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit.

Deferred tax liabilities are generally recognised in full, although Ind AS 12, Income Taxes, specifies limited exemptions.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expense in the statement of profit or loss, except where they relate to items that are recognised in other comprehensive income (such as the revaluation of land) or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

3.4 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Group has three operating/reportable segments: consumer appliances business, retail business and building products segments. In identifying these operating segments, management generally follows the Group's service lines representing its main products and services.

Each of these operating segments is managed separately as each requires different technologies, marketing approaches and other resources. All inter-segment transfers are carried out at arm's length prices based on prices charged to unrelated customers in standalone sales of identical goods or services.

For management purposes, the Group uses the same measurement policies as those used in its financial statements. In addition, unallocated assets which are not directly attributable to the business activities of any operating segment are not allocated to a segment.

NOTE 4a - PROPERTY, PLANT AND EQUIPMENT

(₹ in lakh)

Description of assets	Land-Freehold	Right to use - Land	Buildings	Leasehold improvements	Right to Use - Building	Plant and equipment	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
I. Gross block											
Balance as at 1 April 2022	**4,328.62**	**2,355.00**	**9,796.29**	**961.31**	**25,352.57**	**31,175.37**	**1,023.77**	**8,223.04**	**1,647.75**	**1,699.43**	**86,563.15**
Additions	4,581.40	221.84	916.75	979.13	5,741.59	9,868.71	223.44	4,409.28	550.11	779.58	28,271.83
Disposals/adjustment	-	-	-	-	(1,771.43)	(1.19)	(2.34)	-	(125.18)	(132.45)	(2,032.59)
Balance as at 31 March 2023	**8,910.02**	**2,576.84**	**10,713.04**	**1,940.44**	**29,322.73**	**41,042.89**	**1,244.87**	**12,632.32**	**2,072.68**	**2,346.56**	**1,12,802.39**
Additions	-	-	575.66	16.73	1,071.09	7,830.06	64.27	3,949.88	429.01	417.70	14,354.40
Disposals/adjustment	-	-	-	-	(2,857.89)	(18.66)	(7.82)	-	(155.87)	(226.05)	(3,266.29)
Balance as at 31 March 2024	**8,910.02**	**2,576.84**	**11,288.70**	**1,957.17**	**27,535.93**	**48,854.29**	**1,301.32**	**16,582.20**	**2,345.82**	**2,538.21**	**1,23,890.50**
II. Accumulated depreciation and amortisation											
Balance as at 1 April 2022	**-**	**-**	**-**	**643.90**	**2,888.24**	**2,684.00**	**503.04**	**4,429.72**	**1,076.60**	**498.96**	**12,724.46**
Depreciation and amortisation charge for the year	-	29.28	267.85	85.82	4,002.65	2,862.76	209.79	1,672.19	392.38	470.26	9,992.98
Disposals/adjustment	-	-	-	-	(536.34)	(1.03)	(1.49)	-	(105.68)	(54.60)	(699.14)
Balance as at 31 March 2023	**-**	**29.28**	**267.85**	**729.72**	**6,354.55**	**5,545.73**	**711.34**	**6,101.91**	**1,363.30**	**914.62**	**22,018.30**
Depreciation and amortisation charge for the year	-	29.28	316.99	168.83	3,896.76	3,779.16	194.21	2,892.29	392.61	495.94	12,166.07
Disposals/adjustment	-	-	-	-	(1,425.57)	(3.76)	(7.15)	-	(121.22)	(113.94)	(1,671.64)
Impairment	-	-	-	10.63	-	-	3.88	7.23	5.84	6.84	34.42
Balance as at 31 March 2024	**-**	**58.56**	**584.84**	**909.18**	**8,825.74**	**9,321.13**	**902.28**	**9,001.43**	**1,640.53**	**1,303.46**	**32,547.15**
Net block (I-II)											
Balance as at 31 March 2024	**8,910.02**	**2,518.28**	**10,703.86**	**1,047.99**	**18,710.19**	**39,533.16**	**399.04**	**7,580.77**	**705.29**	**1,234.75**	**91,343.35**
Balance as at 31 March 2023	**8,910.02**	**2,547.56**	**10,445.19**	**1,210.72**	**22,968.18**	**35,497.16**	**533.53**	**6,530.41**	**709.38**	**1,431.94**	**90,784.09**

Refer note 20 & 25 for details of property, plant and equipment hypothecated as security by the Company.

Notes forming part of Consolidated Financial Statements

NOTE 4b - CAPITAL WORK-IN-PROGRESS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Capital work in progress *	5,388.57	3,580.23
	5,388.57	**3,580.23**

*Following expenditure incurred during construction period pending allocation/capitalisation:-

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Balance brought forward from previous year	13.98	-
Stores and spares consumed	0.15	-
Power and fuel	0.67	0.20
Travelling and Conveyance	1.21	-
Employee benefits expense	31.78	10.29
Finance costs	65.30	-
Rates and taxes	0.50	1.25
Repair and mainteneance	5.05	0.50
Miscellaneous expenses	5.67	1.74
Total	**124.31**	**13.98**

i) Details and Ageing of CWIP is as follows:

As at 31 March 2024

(₹ in lakh)

Particulars	Amount in CWIP for a period of				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Projects in progress	5,121.93	266.64	-	-	5,388.57
Total					**5,388.57**

As at 31 March 2023

(₹ in lakh)

Particulars	Amount in CWIP for a period of				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Projects in progress	3,214.25	329.64	36.34	-	3,580.23
Total					**3,580.23**

(ii) The expected completion of projects whose completion is over due is as follows:

(₹ in lakh)

Particulars	As at 31 March 2024				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Shuttle Kiln *	917.43	-	-	-	917.43
New Worker Colony Blocks *	205.65	-	-	-	205.65
Other Miscellaneous projects *	114.34	-	-	-	114.34
Total	**1,237.42**	**-**	**-**	**-**	**1,237.42**

* Projects are in final stage of completion

Notes forming part of Consolidated Financial Statements

NOTE 4b - CAPITAL WORK-IN-PROGRESS (Contd.)

(₹ in lakh)

Particulars	As at 31 March 2023				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Shuttle Kiln	930.84	-	-	-	930.84
Enervit Firing System	290.53	-	-	-	290.53
Pressure Casting Machine	232.62	-	-	-	232.62
Robotic Glazing System	359.26	-	-	-	359.26
New Worker Colony Blocks	224.83	-	-	-	224.83
Water purifier and desert cooler	20.36	-	-	-	20.36
Kitchen chimney and HOB molds, tools	240.09	-	-	-	240.09
Fans Design	152.84	-	-	-	152.84
Other Miscellaneous projects	114.11	-	-	-	114.11
Total	**2,565.48**	**-**	**-**	**-**	**2,565.48**

There are no projects which are over-run as at 31 March 2024 as well as at 31 March 2023

NOTE 4c - GOODWILL

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Goodwill	191.00	191.00
	191.00	**191.00**

Reconciliation of the carrying amount of goodwill at the beginning and end of the reporting period

(₹ in lakh)

Particulars	Amount
Balance as at 1 April 2022	**191.00**
Impairment for the period	-
Balance as at 31 March 2023	**191.00**
Impairment for the period	-
Balance as at 31 March 2024	**191.00**

The Group / Company tests goodwill annually for impairment, or more frequently if there are indications that goodwill might be impaired.

The recoverable amounts of the cash generating units ("CGU") is determined from value in use calculation. The key assumptions for the value in use calculations are those regarding the discount rates, growth rates and expected changes to selling prices and direct costs during the period. These assumptions have been determined in light of the economic environment which has resulted in more conservative estimates about the future. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the CGU. Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market.

The Group has conducted a sensitivity analysis on the impairment test of CGU carrying value. Change in the discount rate and growth rate by +/- 1% points would not impact in carrying value of goodwill (with other factors remains constant).

Notes forming part of Consolidated Financial Statements

NOTE 4C - GOODWILL (Contd.)

Value in use has been determined by discounting the future cash flows generated from the continuing use of the CGU. The calculation of the value in use is based on the following key assumptions:

Particulars	As at 31 March 2024	As at 31 March 2023
Discount rate	15.75%	14.86%
Terminal value of growth rate	4%	4%

The estimated recoverable amount of goodwill is not lower than the carrying amount at year end, consequently the company i.e. Hindware Limited has not provided for any impairment loss.

NOTE 5 - OTHER INTANGIBLE ASSETS

(₹ in lakh)

Description of assets	Trade mark	Computer software	Total
I. Gross Block			
Balance as at 1 April 2022	**36.15**	**1,023.01**	**1,059.16**
Additions	-	53.37	53.37
Disposals/adjustment	-	-	-
Balance as at 31 March 2023	**36.15**	**1,076.38**	**1,112.53**
Additions	-	101.32	101.32
Disposals/adjustment	-	-	-
Balance as at 31 March 2024	**36.15**	**1,177.70**	**1,213.85**
II. Accumulated amortisation			
Balance as at 1 April 2022	**3.91**	**782.73**	**786.64**
Amortisation charge for the period	3.77	100.87	104.64
Disposals/adjustment	-	-	-
Balance as at 31 March 2023	**7.68**	**883.60**	**891.28**
Amortisation charge for the period	4.06	76.14	80.20
Disposals/adjustment	-	-	-
Impairment	-	23.41	23.41
Balance as at 31 March 2024	**11.74**	**983.15**	**994.89**
Net block (I-II)			
Balance as at 31 March 2024	**24.41**	**194.55**	**218.96**
Balance as at 31 March 2023	**28.47**	**192.78**	**221.25**

NOTE 6 - OTHER INTANGIBLES UNDER DEVELOPMENT

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Other intangible assets under development	142.60	43.21
	142.60	**43.21**

Details and Ageing of other intangibles under development

As at 31 March 2024

(₹ in lakh)

Particulars	Amount for a period of				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Project in progress	142.60	-	-	-	142.60

Notes forming part of Consolidated Financial Statements

NOTE 6 - OTHER INTANGIBLES UNDER DEVELOPMENT (Contd.)

As at 31 March 2023

(₹ in lakh)

Particulars	Amount for a period of				Total
	less than 1 year	1 to 2 years	2 to 3 years	more than 3 years	
Project in progress	21.71	21.50	-	-	43.21

There are no projects which are overdue/over-run as at 31 March 2024 as well as at 31 March 2023

NOTE 7 - NON-CURRENT FINANCIAL ASSETS -NON CURRENT INVESTMENTS

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number	₹ in lakh	Number	₹ in lakh
A. Deemed equity contribution				
Deemed equity contribution#		28.24		60.48
Total [A]		**28.24**		**60.48**
B. At Amortised Cost				
Unquoted investments (fully paid-up)				
Neycer India Limited (face value ₹ 10 each)	125	0.01	125	0.01
Water Management & Plumbing Skill Council (face value ₹ 10 each)	10,000	1.00	10,000	1.00
National Savings Certificates*		0.20		-
Unquoted investments		**1.21**		**1.01**
Total [B]		**1.21**		**1.01**
C. Using Equity Method:				
Joint Venture				
Unquoted				
Equity share fully paid up				
Hintastica Private Limited (face value ₹ 10 each)	4,22,861	10,322.01	3,20,146	8,733.06
Total [C]		**10,322.01**		**8,733.06**
Total investments (A+B+C)		**10,351.46**		**8,794.55**
Other disclosures				
Aggregate amount of unquoted investments**		10,351.46		8,794.55

Fair value of letter of gurantee given for the Hintastica Private Limited (Joint Venture)

* Deposited with government authorities

** Including deemed equity contribution

NOTE 8 - NON-CURRENT FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(unsecured and considered good unless otherwise specified, as considered by the management)		
Security deposits	1,104.46	869.66
Unsecured, considered doubtful	2.82	2.82
less: Provision against advance	(2.82)	(2.82)
Other bank balances		
- Deposit account with other banks for more than 1 year^	23.34	23.34
	1,127.80	**893.00**

^Deposited with government departments / courts as security ₹ 23.34 lakh (previous period ₹ 23.34 lakh)

Notes forming part of Consolidated Financial Statements

NOTE 9 - INCOME-TAX ASSETS (NET)

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Advance income-tax (net)	649.92	273.63
	649.92	**273.63**

NOTE 10 - DEFERRED TAX (NET)

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred tax asset arising on account of		
Business losses	969.97	111.74
Difference between book balance and tax balance of property, plant and equipment and Right of use asset (net of lease liability)	655.80	728.23
Expected credit loss / impairment of financial assets	2,459.94	1,602.54
Provision for employee benefits	284.07	347.38
MAT Credit entitlement	175.48	712.39
Others	780.44	124.88
Deferred tax assets (net)	**5,325.70**	**3,627.15**

Deferred tax assets (net) in relation to:

(₹ in lakh)

Particulars	As at 1 April 2023	Recognised in statement of profit and loss	Recognised in other comprehensive income	Recognised directly in equity	As at 31 March 2024
Deferred tax asset arising on account of					
Business losses	111.73	858.24	-	-	969.97
Difference between book balance and tax balance of property, plant and equipment and Right of use asset (net of lease liability)	728.23	(72.43)	-	-	655.80
Expected credit loss / impairment of financial assets	1,602.54	857.40	-	-	2,459.94
Provision for employee benefits	347.38	(63.60)	0.29	-	284.07
Others	124.88	655.56	-		780.44
Net deferred tax assets	**2,914.76**	**2,235.17**	**0.29**	**-**	**5,150.22**

Notes forming part of Consolidated Financial Statements

NOTE 10 - DEFERRED TAX (NET) (Contd.)

Deferred tax assets (net) in relation to:

(₹ in lakh)

Particulars	As at 1 April 2022	Recognised in statement of profit and loss	Recognised in other comprehensive income	Recognised directly in equity	As at 31 March 2023
Deferred tax asset arising on account of					
Business losses	1,140.46	(1,028.73)	-	-	111.73
Difference between book balance and tax balance of property, plant and equipment and Right of use asset (net of lease liability)	847.15	(118.92)	-	-	728.23
Expected credit loss / impairment of financial assets	1,224.05	378.49	-	-	1,602.54
Provision for employee benefits	252.39	60.09	34.90	-	347.38
Others	15.24	109.64	-	-	124.88
Net deferred tax assets	**3,479.29**	**(599.43)**	**34.90**	**-**	**2,914.76**

MAT Credit Entitlement Movement

(₹ in lakh)

Particulars	Amount
MAT credit entitlement as on 1 April 2022	**344.81**
MAT credit recognised	367.58
MAT credit utilization	-
MAT credit entitlement as on 31 March 2023	**712.39**
MAT credit recognised	-
MAT credit adjustment/reversal	(367.58)
MAT credit utilization	(169.33)
MAT credit entitlement as on 31 March 2024	**175.48**

NOTE 11 - OTHER NON-CURRENT ASSETS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(unsecured and considered good, unless stated otherwise, as considered by the management)		
Capital advances	5,683.00	1,720.38
Considered doubtful	15.15	15.15
Less: Provision for doubtful advances	(15.15)	(15.15)
Prepaid expenses	23.38	26.90
Balances with government authorities*	344.55	363.82
Others	0.50	1.50
	6,051.43	**2,112.60**

* Deposited against demand under dispute

Notes forming part of Consolidated Financial Statements

NOTE 12 - INVENTORIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(valued at cost or net realisable value which ever is lower)		
Raw materials @	11,237.92	15,192.85
Work-in-progress	3,264.70	3,377.17
Finished goods	6,094.07	9,830.04
Stock-in-trade @	36,079.98	36,527.92
Stores and spares	1,029.90	2,189.72
Packing material	1,087.28	1,141.72
Oils, fuels, lubricants and others	142.28	117.28
	58,936.13	**68,376.70**
@Included above, goods-in-transit:		
Raw materials	939.98	-
Stock-in-trade	8.64	286.20
	948.62	**286.20**

Refer note 25 for information on inventory pledged as security by the Group.

NOTE 13 - TRADE RECEIVABLES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(i) Trade Receivables considered good - Secured	2,113.30	1,885.40
(ii) Trade Receivables considered good - Unsecured*	43,221.16	35,875.61
(iii) Trade Receivables - credit impaired	7,022.21	5,039.68
	52,356.67	**42,800.69**
Provision for Expected Credit loss	(7,022.21)	(5,039.68)
	45,334.46	**37,761.01**

*including of Hintastica Private Limited NIL (previous year ₹ 25.81 lakh) and AGI Greenpac Limited ₹ 0.50 lakh (previous year NIL).

Ageing As at 31 March 2024

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	19,214.45	20,419.56	1,897.98	2,237.87	639.75	-	44,409.61
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	157.38	367.78	289.60	245.84	2,543.29	3,603.89
(iv) Disputed Trade Receivables– considered good	-	0.12	9.78	385.93	529.02	-	924.85
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	42.88	222.45	3,152.99	3,418.32
Total	**19,214.45**	**20,577.06**	**2,275.54**	**2,956.28**	**1,637.06**	**5,696.28**	**52,356.67**
Total Provision (iii+vi)	**-**	**157.38**	**367.78**	**332.48**	**468.29**	**5,696.28**	**7,022.21**

Notes forming part of Consolidated Financial Statements

NOTE 13 - TRADE RECEIVABLES (Contd.)

Ageing As at 31 March 2023

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	16,595.61	15,523.89	2,074.54	1,436.58	451.17	-	36,081.79
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	139.16	174.83	1,833.88	2,147.87
(iv) Disputed Trade Receivables– considered good	-	31.36	209.72	633.96	804.18	-	1,679.22
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	8.57	116.55	273.06	2,493.63	2,891.81
Total	**16,595.61**	**15,555.25**	**2,292.83**	**2,326.25**	**1,703.24**	**4,327.51**	**42,800.69**
Total Provision (iii+vi)	**-**	**-**	**8.57**	**255.71**	**447.89**	**4,327.51**	**5,039.68**

Movement in provisions for expected credit loss

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening balance	5,039.68	3,773.47
Expected credit losses provided for during the period (Refer note 39)	2,049.32	1,266.21
Amounts written back during the period (net)	(66.79)	-
	7,022.21	**5,039.68**

Trade receivables are hypothecated against the borrowings obtained by the Group as referred in note 25

NOTE 14 - CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Balances with banks	2,861.37	604.03
Cheques, drafts in hand	5.25	276.38
Cash in hand	6.60	12.62
Remittance in transit	48.88	26.87
	2,922.10	**919.90**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

NOTE 15 - BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Earmarked balances with banks		
Unpaid dividends accounts *	10.59	7.00
	10.59	**7.00**

* Not due for deposit in the investor education and protection fund

Notes forming part of Consolidated Financial Statements

NOTE 16 - CURRENT FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(unsecured and considered good by the management)		
Other financial assets		
Interest accrued on deposits, loans and advances	18.31	3.18
Security Deposit^	40.56	53.59
Other Receivable*	1,254.72	1,379.11
	1,313.59	**1,435.88**

* including of AGI Greenpac Limited of ₹ 602.68 lakh (previous year ₹ 720.56 lakh) and from Hintastica Private Limited ₹ 375.75 lakhs (previous year ₹ 627.61 lakhs).

^ Including of AGI Greenpac Limited of ₹ 40.56 lakh (previous year ₹ 40.56 lakh)

NOTE 17 - OTHER CURRENT ASSETS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
(unsecured and considered good by the management)		
Prepaid expenses	841.63	441.50
Balances with government authorities	6,435.86	7,023.96
Others		
- Advance to suppliers	3,451.95	1,798.88
Considered doubtful	277.16	124.36
less: Provision against doubtful advances	(277.16)	(124.36)
- Employee advances	226.23	277.99
- Other current assets#	1,767.94	1,701.77
Considered doubtful	851.83	790.11
Less : Provision for doubtful assets	(851.83)	(790.11)
	12,723.61	**11,244.10**

including of Hintastica Private Limited ₹ 166.34 lakh (previous year ₹ 133.39 lakh)

NOTE 18 - EQUITY SHARE CAPITAL

Particulars	As at 31 March 2024		As at 31 March 2023	
	No. of shares	(₹ in lakh)	No. of shares	(₹ in lakh)
Authorised:				
Equity shares of ₹ 2 each	7,50,00,000	1,500.00	7,50,00,000	1,500.00
Issued:				
Equity shares of ₹ 2 each	7,22,96,395	1,445.93	7,22,96,395	1,445.93
Subscribed and fully paid:				
Equity shares of ₹ 2 each	7,22,96,395	1,445.93	7,22,96,395	1,445.93
	7,22,96,395	**1,445.93**	**7,22,96,395**	**1,445.93**

Notes forming part of Consolidated Financial Statements

NOTE 18 - EQUITY SHARE CAPITAL (Contd.)

(a) Reconciliation of share outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number	₹ in lakh	Number	₹ in lakh
Equity shares outstanding at the beginning of the year	7,22,96,395	1,445.93	7,22,96,395	1,445.93
Add: Shares issued during the year	-	-	-	-
Equity shares outstanding at the end of the year	**7,22,96,395**	**1,445.93**	**7,22,96,395**	**1,445.93**

(b) Statement of changes in promoters stake

Shares held by promoters^ at the end of the period

S. No	Promoter name	As at 31 March 2024		As at 31 March 2023		%Change during the year
		No. of shares	% of holding	No. of shares	% of holding	
1	Sandip Somany	60,39,731	8.35%	60,39,731	8.35%	-
2	Sumita Somany	1,61,000	0.22%	1,61,000	0.22%	-
3	Divya Somany	1,46,912	0.20%	1,46,912	0.20%	-
4	Sandip Somany Huf	95,832	0.13%	95,832	0.13%	-
5	Shashvat Somany	76,244	0.11%	76,244	0.11%	-
6	Somany Impresa Limited	3,05,79,968	42.30%	3,05,79,968	42.30%	-
7	Matterhorn Trust	100	0.00%	100	0.00%	-
Total		**3,70,99,787**	**51.32%**	**3,70,99,787**	**51.32%**	

^ Promoter here means promoter as defined in the Companies Act,2013.

(c) Terms and rights attached to equity shares

The Company has issued only one class of equity shares having par value of ₹ 2 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after settling of all liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

(d) List of shareholders holding more than 5% of the equity share capital of the Company as at:*

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number	% of holding	Number	% of holding
Somany Impresa Limited	3,05,79,968	42.30%	3,05,79,968	42.30%
Sandip Somany	60,39,731	8.35%	60,39,731	8.35%

* Information is furnished as per shareholder register as at the period end.

(e) There are no shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus shares and bought back during the last 5 years.

(f) Pursuant to the Scheme of arrangement the Company had issued 7,22,96,395 equity shares to the shareholders of AGI Greenpac Limited. On 23 August 2019 (Allotment date) Hindware Home Innovation Limited had issued one equity share for every equity share held of AGI Greenpac Limited on the date of 20 August, 2019 (Record date) for consideration other than cash.

Notes forming part of Consolidated Financial Statements

NOTE 19 - OTHER EQUITY

(₹ in lakh)

Particulars	Reserves and surplus				Other comprehensive income		Total Attributable to owners of the Parent	Attributable to Non - Controlling Interests*	Total
	Capital reserve	Securities premium reserve	General reserve	Retained earnings	Actuarial gain / (loss)	Foreign currency translation reserve			
Balance as at 1 April 2022	**49.88**	**7,238.97**	**2,449.08**	**41,130.78**	**274.48**	**47.37**	**51,190.56**	**-**	**51,190.56**
Adjustments for change in ownership interests	-	(53.08)	(23.88)	(592.98)	(4.40)	(0.84)	(675.18)	675.18	-
Profit for the year	-	-	-	5,709.01	-	-	5,709.01	46.20	5,755.21
Other comprehensive income for the year (net of tax)	-	-	-	-	(94.96)	(1.06)	(96.02)	(2.38)	(98.40)
Issue of equity shares during the year	-	-	-	-	-	-	-	9.00	9.00
Payment of dividend	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2023	**49.88**	**7,185.89**	**2,425.20**	**46,246.81**	**175.12**	**45.47**	**56,128.37**	**728.00**	**56,856.37**
Profit for the period	-	-	-	2,578.06	-	-	2,578.06	185.66	2,763.72
Other comprehensive income for the period(net of tax)	-	-	-	-	(7.78)	(0.04)	(7.82)	(0.42)	(8.24)
Payment of dividend	-	-	-	(361.48)	-	-	(361.48)	(27.00)	(388.48)
Balance as at 31 March 2024	**49.88**	**7,185.89**	**2,425.20**	**48,463.39**	**167.34**	**45.43**	**58,337.13**	**886.24**	**59,223.37**

Nature and purpose of other reserves:

1. Capital reserve was created on amalgamation of certain entities/undertaking into the Company.

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

3. General reserves was created by transferring certain amount out of profits at the time of distribution of dividend in the past.

* The Board of Directors of one of the subsidiary company "Hindware Limited" in their meeting held on 3rd February 2023 and pursuant to the approval of Shareholders obtained in their Extra Ordinary General meeting held on 30th November 2022 had approved, issued and alloted 9,00,000 equity shares (partly paid) of ₹ 2/- each at ₹ 452 per share (including ₹ 450 per share as premium) on receipt of ₹ 1 per share as application money from its eligible employees on preferential basis (none of them being the promoters or part of the promoters group), thus with effect from 3rd February 2023 company's holding in subsidiary stands reduced to 98.20%. Consequently the subsidiary ceases to be wholly owned subsidiary of the company.

Notes forming part of Consolidated Financial Statements

NOTE 20 - NON CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Secured:		
Term loans from banks:		
Rupee loans	44,761.85	41,363.36
	44,761.85	**41,363.36**
Less: Current maturities of long term borrowing (refer note 25)	10,842.13	8,558.13
	33,919.72	**32,805.23**

Note:

1 Rupee Loan of ₹ 825.00 lakh (previous year ₹ 1,050.00 lakh) is secured by First Pari Passu charge on Movable Fixed Assets (PPE) of the company, repayable in 6 half yearly instalments from June 2024 to December 2026 @ I Year MCLR + 8 bps

2 Loans are secured by way of hypothecation of first pari-passu charge on movable fixed assets both present and future of the respective company. Further, this is secured by first pari-passu charge by way of mortgage on immovable fixed assets located at Bibinagar and Kaharani plants of the Company.^

- Term Loans aggregating to ₹ 3,250.00 lakh (previous year ₹ 4,250.00 lakh) are repayable in 13 equal quaterly instalments from April 2024 to April 2027.
- Term Loans aggregating to ₹ 5,000.00 lakh (previous year ₹ 1,645.00 lakh) are repayable in 24 equal quaterly instalments from May 2024 to Feb 2030.
- Term Loans aggregating to ₹ 6,320.00 lakh (previous year ₹ 8,320.00 lakh) are repayable in 9 instalments from May 2024 to May 2026.
- Term Loans aggregating to ₹ 20,765.24 lakh (previous year ₹ 26,098.36 lakh) are repayable in 11 instalments from April 2024 to Oct 2026.
- Term Loans aggregating to ₹ 4,361.61 lakh (previous year ₹ Nil) are repayable in 24 instalments from February 2025 to Nov 2030.
- Term Loans aggregating to ₹ 1,740.00 lakh (previous year ₹ Nil) are repayable in 24 instalments from June 2026 to Mar 2032.

3 Loan will be secured by exclusive charge by way of mortgage on immovable fixed assets proposed for purchase at World Trade Tower, New Delhi. ^

- Term Loans aggregating to ₹ 2,500.00 lakh (previous year ₹ Nil) are repayable in 24 instalments from June 2025 to Mar 2031.

^ Interest rate ranging from REPO + 230bps to 3 month T- Bill + 235 bps

Notes forming part of Consolidated Financial Statements

NOTE 21 - NON-CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Lease liability (Refer note 48)	18,041.37	21,357.10
	18,041.37	**21,357.10**

NOTE 22 - NON-CURRENT FINANCIAL LIABILITIES - OTHER FINANCIAL LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Trade deposits	5,751.04	4,954.92
	5,751.04	**4,954.92**

NOTE 23 - NON-CURRENT LIABILITIES - PROVISIONS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits		
Long-term employee benefits		
Provision for compensated absences	946.01	853.88
Provision for long service award	102.53	99.34
Provision for gratuity	1.19	0.96
Provision for warranty (Refer note 30)	401.08	381.08
	1,450.81	**1,335.26**

Details of movement in provision for warranty

(₹ in lakh)

Balance as at 1 April 2022	**356.07**
Additional provisions recognised (included in Other expenses)	25.01
Balance as at 31 March 2023	**381.08**
Additional provisions recognised (included in Other expenses)	20.00
Balance as at 31 March 2024	**401.08**

Warranty claims:

The provision for warranty claims represent the present value of best estimate of the future outflow of economic benefits that will be required under the Company obligations for warranties under the local sale of goods. The estimate has been made based on historical warranty trends and may vary as a result of new materials, altered manufacturing process or other events. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on warranty period of certain products up to 12 years.

NOTE 24 - OTHER NON-CURRENT LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Employee related payables	554.35	477.08
	554.35	**477.08**

Notes forming part of Consolidated Financial Statements

NOTE 25 - CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Secured borrowings		
From banks		
Cash credit - loans repayable on demand	907.36	1,559.95
Working capital demand loan	38,000.36	28,244.49
	38,907.72	**29,804.44**
Current maturities of long term borrowings	10,842.13	8,558.13
	49,749.85	**38,362.57**

Details of security and term of repayment of each type of borrowing:

a) Working capital and Cash credit facilities availed by the various entities of the group are secured by hypothecation of inventories, finished & semi-finished goods and receivables of respective entities. The Working capital facilities and Cash credit facilities are repayable on demand.

b) The interest rate for Short term borrowing ranges from 1 Month T-Bill + 108 bps to 3 month MCLR + 65 bps.

NOTE 26 - CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Lease liability (Refer note 48)	2,909.21	3,228.53
	2,909.21	**3,228.53**

NOTE 27 - TRADE PAYABLES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Due to micro and small enterprise	6,174.98	5,950.16
Due to others*	25,021.94	23,771.94
	31,196.92	**29,722.10**

* Including of AGI Greenpac Limited of ₹ 130.18 lakh (previous year ₹ 255.07 lakh) and Hintastica Private Limited of ₹ 1.03 lakh (previous year NIL)

Ageing As at 31 March 2024

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
i. Micro and small enterprises	102.66	4,871.18	1,075.49	89.13	32.57	3.95	6,174.98
ii. Others	2,860.48	10,846.62	11,169.74	73.86	46.55	24.69	25,021.94
Total							**31,196.92**

Notes forming part of Consolidated Financial Statements

NOTE 27 - TRADE PAYABLES (Contd.)

Ageing As at 31 March 2023

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
i. Micro and small enterprises	32.92	3,960.33	1,869.67	72.09	5.28	9.87	5,950.16
ii. Others	904.94	11,844.84	10,794.02	113.85	17.67	96.62	23,771.94
Total							**29,722.10**

Disclosure under MSME Act, 2006

Dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act (MSMED), 2006 to the extent identified and information available with the Company pursuant to section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006, details as certified by the management are mentioned below:

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Principal amount overdue remaining unpaid to any supplier	1,170.31	1,776.10
Interest due thereon remaining unpaid to any supplier	47.67	63.27
Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers beyond the appointed day during the year	163.58	221.64
Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	362.11	372.54
Interest accrued and remaining unpaid	625.19	654.56

NOTE 28 - CURRENT FINANCIAL LIABILITIES - OTHER FINANCIAL LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Interest accrued but not due on borrowings	130.79	72.10
Unpaid dividends^	10.59	7.00
Earnest money deposits	10.64	24.64
Security deposits/retention money payable	271.45	535.04
Others		
Towards capital creditors	941.17	40.25
Employee related payables	6,459.47	5,123.75
Towards expenses payable *	3,564.96	9,368.19
Financial obligation towards letter of gurantee (Refer note 7)	28.24	60.48
Commission payable to directors	272.10	146.45
Gratuity payable (net obligation)	704.03	726.94
Other payables**	15,651.06	13,589.71
	28,044.50	**29,694.55**

^ Not due for deposit in Investors Education and Protection Fund

* including of AGI Greenpac Limited of ₹ 737.41 lakh(previous year ₹ 839.51 lakh)

** Including of AGI Greenpac Limited NIL (previous year ₹ 1,215.52 lakh)

Notes forming part of Consolidated Financial Statements

NOTE 29 - OTHER CURRENT LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Advances received from customers	1,085.38	1,245.78
Payable towards statutory dues	8,182.59	8,104.40
Other payables	37.10	68.42
	9,305.07	**9,418.60**

NOTE 30 - CURRENT LIABILITIES - PROVISIONS

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits		
Provision for compensated absences	142.38	311.86
Provision for long service award	11.91	10.36
Provision for gratuity	0.03	0.03
Provision for warranty (Refer note 23)	284.81	284.81
	439.13	**607.06**

Movement for provision for warranty

(₹ in lakh)

Balance as at 1 April 2022	**257.91**
Additional provisions recognised (included in Other expenses)	26.90
Balance as at 31 March 2023	**284.81**
Additional provisions recognised (included in Other expenses)	-
Balance as at 31 March 2024	**284.81**

Warranty claims:

The provision for warranty claims represent the present value of best estimate of the future outflow of economic benefits that will be required under the Company obligations for warranties under the local sale of goods. The estimate has been made based on historical warranty trends and may vary as a result of new materials, services or other events. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on warranty period of certain products up to 2 years.

NOTE 31 - REVENUE FROM OPERATIONS

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
i) Revenue from operations		
Sale of goods	2,73,983.02	2,79,855.53
Revenue from rendering of services	98.40	184.63
Other operating revenue @	5,921.78	7,188.81
	2,80,003.20	**2,87,228.97**
Segment wise revenue information		
a) Consumer products	42,171.75	50,085.45
b) Retail business	2,371.96	5,638.39
c) Building products	2,35,464.45	2,31,514.33
d) Others	-	-
Total	**2,80,008.16**	**2,87,238.17**

Notes forming part of Consolidated Financial Statements

NOTE 31 - REVENUE FROM OPERATIONS (Contd.)

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Less: Inter segment revenue	(4.96)	(9.20)
Total income from operations	**2,80,003.20**	**2,87,228.97**
ii) Unsatisfied Performance Obligation		
Aggregated amount of Transaction Price allocated to the contracts that are fully or partially unsatisfied at the end of the reporting period		
i) Sale of Goods	1,085.38	1,245.78
iii) Reconciliation of contract price vis a vis revenue recognised in profit and loss statement is as follows:-		
Contract Price		
a) Sale of goods & services	4,67,550.53	4,66,689.15
b) Revenue from rendering of services	98.40	184.63
c) Other operating revenue	5,921.78	7,188.81
Adjustment:-		
Discount/Rebate	1,93,567.51	1,86,833.62
Revenue recognised in the statement of profit and loss account	**2,80,003.20**	**2,87,228.97**
@ Other operating revenues comprise of:		
Sundry balances and liabilities no longer required, written back	3,258.39	4,548.20
Insurance claims received	204.13	233.27
Scrap sales	524.65	530.76
Miscellaneous receipts	1,934.61	1,876.58
	5,921.78	**7,188.81**

NOTE 32 - OTHER INCOME

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income on financial assets	53.02	55.94
Excess balances and liabilities written back	5.00	5.86
Rental income	134.01	197.33
Profit on sale of current investments (net)	-	1.30
Profit on sale of property, plant and equipment	22.67	25.19
Gain on foreign exchange fluctuations	116.98	98.15
Management fee	2,956.50	2,827.92
Miscellaneous income	427.98	349.07
	3,716.16	**3,560.76**

NOTE 33 - COST OF MATERIALS CONSUMED

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening stock	15,192.85	20,199.63
Add: Purchases	58,808.65	70,463.56
Less: Closing stock	11,237.92	15,192.85
	62,763.58	**75,470.34**

Notes forming part of Consolidated Financial Statements

NOTE 34 - PURCHASES OF TRADED GOODS

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Sanitaryware and other products	58,584.66	59,593.85
Consumer appliances home furnishing and others	27,336.86	33,012.26
	85,921.52	**92,606.11**

NOTE 35 - CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventories at the end of the year:		
Finished goods	6,094.07	9,830.04
Work-in-progress	3,264.70	3,377.17
Stock-in-trade	36,079.98	36,527.92
Total (A)	**45,438.75**	**49,735.13**
Inventories at the beginning of the year:		
Finished goods	9,830.04	7,126.77
Work-in-progress	3,377.17	3,639.30
Stock-in-trade	36,527.92	34,633.82
Total (B)	**49,735.13**	**45,399.89**
Changes in inventories (C=B-A)	**4,296.38**	**(4,335.24)**

NOTE 36 - EMPLOYEE BENEFITS EXPENSE

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries, wages and bonus	39,018.59	36,443.95
Contribution to provident funds and other funds	2,060.99	2,328.23
Staff welfare expenses	1,969.92	1,461.88
	43,049.50	**40,234.06**

NOTE 37 - FINANCE COST

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expense on financial liabilities	7,792.08	5,810.15
Interest on lease liability (Refer note 48)	1,631.94	1,826.86
Other interest cost	85.69	73.43
	9,509.71	**7,710.44**

NOTE 38 - DEPRECIATION AND AMORTISATION

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation and impairment of property, plant and equipment (Refer note 4a)	8,274.45	5,961.05
Amortisation and impairment of other intangible assets (Refer note 5)	103.61	104.64
Depreciation on right to use-land and building (Refer note 4a)	3,926.04	4,031.93
	12,304.10	**10,097.62**

Notes forming part of Consolidated Financial Statements

NOTE 39 - OTHER EXPENSES

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Power and fuel	9,250.42	11,032.74
Consumption of stores and spares	1,738.34	1,902.72
Consumption of packing material	3,356.80	4,152.33
Consumption of oil, fuel and lubricants	106.28	118.35
Repairs and maintenance:		
Buildings	130.61	111.01
Plant and machinery	214.66	250.28
Others	1,271.86	933.92
Rent (including hire charges)	657.94	786.22
Rates and taxes	110.87	138.15
Directors sitting fees	25.35	17.65
Expenditure on ceramic and applied research centre	141.32	166.15
Insurance	1,403.91	791.57
Travelling and conveyance	5,545.27	4,901.18
Commission on sales	-	162.96
Freight and forwarding charges	17.89	201.63
Advertisement and publicity	11,667.37	10,411.88
Transportation and forwarding	12,793.41	12,243.01
Sales promotion expenses*	2,829.16	1,233.34
Other selling expenses	1,592.47	2,105.90
Provision for expected credit loss (Refer note 13)	2,049.32	1,266.21
Provision for doubtful advances/debts	214.52	83.45
Bad debts written off	0.92	-
Corporate social responsibility expenditure	257.64	213.87
Charity and donation	0.25	0.25
Loss on foreign exchange fluctuation	-	33.99
Loss on sale of property, plant and equipment	2.26	7.59
Legal and Professional Services	1,861.24	3,302.69
Management Fees	2.34	13.30
Assets Written off	52.58	-
Miscellaneous expenses	2,905.29	2,125.55
	60,200.29	**58,707.89**

* Including of warranty expenses

NOTE 40 CURRENT TAX AND DEFERRED TAX

(a) Income tax expense through profit and loss

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current tax:		
Current income tax charge (including Minimum alternate tax)	3,583.48	3,412.90
MAT Credit (Entitlement)/ adjustment	367.58	(367.58)
Earlier year income tax	282.72	7.76
	4,233.78	**3,053.08**
Deferred tax:		
In respect of current year origination and reversal of temporary differences	(2,235.17)	599.43
Total tax expense recognised in profit and loss account	**1,998.61**	**3,652.51**

Notes forming part of Consolidated Financial Statements

NOTE 40 CURRENT TAX AND DEFERRED TAX (Contd.)

(b) Income tax on other comprehensive income

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current tax		
Re-measurement of defined benefit obligations	0.29	34.90
	0.29	**34.90**

(c) Numerical reconciliation between average effective tax rate and applicable tax rate:

The major components of tax expense and the reconciliation of the expected tax expense based on the domestic effective tax rate of the holding company at 34.944% (31 March 2023: 34.944%) and the reported tax expense in the statement of profit and loss are as follows:

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit before tax	5,674.28	10,298.51
Domestic tax rate for the holding Company	34.944%	34.944%
Latest statutory enacted income tax for the Company	1,982.82	3,598.71
Tax effect of:		
- Non deductible expenses	209.44	209.47
- Differential tax rate of foreign subsidiaries	4.67	4.51
- Differential tax rate of domestic subsidiaries	(1,371.32)	(1,111.61)
- Dividend elimination	1,027.35	1,027.35
- Earlier year income tax	282.72	7.76
- Deferred tax reversal in subsidiary company	132.96	-
Others	(270.03)	(83.68)
Income-tax recognised in statement of profit and loss	**1,998.61**	**3,652.51**

(d) There is no change in statutory enacted income-tax rate during the financial year.

NOTE 41 - EARNINGS PER SHARE

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit for the year attributable to owners of the Company (₹ in lakh)	2,578.06	5,755.21
Weighted average number of equity shares (nos.)	7,22,96,395	7,22,96,395
Nominal value per share (₹)	2.00	2.00
Earnings per share - basic and diluted (₹)	3.56	7.96

The holding company does not have any outstanding dilutive potential equity shares. Consequently, the basic and diluted earnings per share of the holding company remain the same.

Notes forming part of Consolidated Financial Statements

NOTE 42 - RELATED PARTY TRANSACTIONS

In accordance with the requirement of Indian Accounting Standard (Ind AS) 24 "Related Party Disclosures" name of the related party, related party relationship, transactions and outstanding balances including commitments where control exist and with whom transactions have taken place during the reported period are as follows:

List of related parties

Relationship	Name of related party
Key management personnel (KMP)	**Executive director**
	Mr. Rakesh Kaul- Whole-Time Director and CEO (ceased w.e.f 6 April 2023)
	Executive/ Key Managerial Personnel
	Mr. Salil Kappoor (appointed as Chief Executive Officer w.e.f 18 July 2023 and ceased w.e.f 12 March 2024)
	Mr. Naveen Malik (Chief Financial Officer), appointed as Chief Executive Officer w.e.f 28 May 2024
	Ms. Payal M Puri (Company Secretary)
	Non-executive directors
	Mr. Sandip Somany - Chairman (Non-Executive Non-Independent Director)
	Mr. Ashok Jaipuria (Independent Director)
	Mr. Nand Gopal Khaitan (Independent Director)
	Mr. Salil Kumar Bhandari (Independent Director)
	Ms. Anisha Motwani (Independent Director)
	Mr. Girdhari Lal Sultania (Non-Executive Non Independent Director w.e.f 22 March 2023)
Relatives of Key management personnel	Ms. Sumita Somany (Wife of Mr. Sandip Somany)
Joint venture	Hintastica Private Limited
Corporate Social Responsibility	HSIL Corporate Social Responsibility Foundation
Post employment benefit plan	SHIL Employee gratuity fund
	Brilloca Employee Gratuity Fund
Others	AGI Greenpac Limited

The following transactions were carried out with related parties in the ordinary course of business and on arm's length basis.

(₹ in lakh)

Particulars	Joint Venture		Entities where significant influence is exercised by KMP and/or their relatives having transactions/balances with the company	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023
Transactions during the year*				
1. Sale / (Sales return) of goods to / from				
AGI Greenpac Limited	-	-	3.34	7.26
Hintastica Private Limited	(0.28)	111.33	-	-
2. Sale of property plant & equipment to				
Hintastica Private Limited	0.15	2.67	-	-
3. Purchase of goods from				
AGI Greenpac Limited	-	-	2,717.64	7,067.95

Notes forming part of Consolidated Financial Statements

NOTE 42 - RELATED PARTY TRANSACTIONS (Contd.)

(₹ in lakh)

Particulars	Joint Venture		Entities where significant influence is exercised by KMP and/or their relatives having transactions/balances with the company	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023
Hintastica Private Limited	0.96	-	-	-
4. Reimbursement of expenses paid to				
AGI Greenpac Limited	-	-	376.66	1,025.69
Hintastica Private Limited	60.33	-	-	-
5. Reimbursement of expenses received from				
AGI Greenpac Limited	-	-	58.03	2.54
Hintastica Private Limited	64.62	172.83	-	-
6. Management support services fees received from				
AGI Greenpac Limited	-	-	2,331.71	2,261.43
Hintastica Private Limited	624.79	559.15	-	-
7. Management support services fees paid to				
Hintastica Private Limited	2.34	-	-	-
8. Rent paid to				
AGI Greenpac Limited	-	-	2,046.74	2,083.18
9. Rent received from				
Hintastica Private Limited	127.45	160.07	-	-
10. Royalty received from				
Hintastica Private Limited	31.68	41.79	-	-
11. Contribution made				
SHIL Employee gratuity fund	-	-	101.96	63.69
Brilloca Employee Gratuity Fund	-	-	385.55	313.86
12. Corporate Social Responsibility				
HSIL Corporate Social Responsibility Foundation	-	-	257.64	213.87
13. Security Deposit refunded				
AGI Greenpac Limited	-	-	-	33.62
14. Corporate Guarantee provided to / (Withdrawn)				
Hintastica Private Limited	-	(2,500.00)	-	-
15. Investment made in				
Equity shares in Hintastica Private Limited	2,499.96	899.99	-	-
16. Purchase of BPD business under slump sale				
AGI Greenpac Limited	-	-	-	2,671.98
Balances outstanding at the end of the year				
AGI Greenpac Limited - Payable				
- Slump sale	-	-	-	1,215.52
- Others	-	-	223.85	333.46
Hintastica Private Limited				
Corporate Guarantee outstanding	6,950.00	6,950.00	-	-
Other receivable	541.07	786.81	-	-

*Exclusive of GST, wherever applicable

Notes forming part of Consolidated Financial Statements

NOTE 42 - RELATED PARTY TRANSACTIONS (Contd.)

Key Managerial Personnel

The remuneration and other transaction with member of key managerial personnel and their relatives during the year was as follows:

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Short-term employee benefits[#]	2,342.98	1,546.20
Post-employment benefits		
- Defined contribution plan[$]	188.99	158.34
Total	**2,531.97**	**1,704.54**

[#] Including bonus, sitting fee, commission on accrual basis and value of perquisites.

[$] Including provident fund, leave encashment paid and any other benefit.

Disclosure pursuant to Regulation 34(3) read with Schedule V, part A, Clause 2(2A) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

Promoter/promoter group companies holding more than 10% of equity share capital of the Company:

AGI Greenpac Limited

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Nature of transaction*		
1. Purchase of Sanitaryware, faucet, pipe and other products	2,717.64	7,067.95
2. Sale of goods	3.34	7.26
3. Purchase of BPD business under slump sale	-	2,671.98
4. Godown rent	2,046.74	2,083.18
5. Security deposit received back	-	33.62
6. Management support services provided	2,331.71	2,261.43
7. Reimbursement of expenses received	58.03	2.54
8. Reimbursement of expenses paid to	376.66	1,025.69
Balances outstanding as at the end of the year		
Payable outstanding		
- Slump sale	-	1,215.52
- Others	223.85	333.46

*Exclusive of GST, wherever applicable

Notes forming part of Consolidated Financial Statements

NOTE - 43 CONTINGENT LIABILITIES NOT PROVIDED FOR IN RESPECT OF:

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
a) Demands raised by the service-tax authorities against which appeals have been filed	77.77	77.77
b) Demands made by the sales tax authorities against which appeals have been filed	717.13	1,198.00
c) Demand raised by the goods and service tax authority	2,234.65	189.42
d) Claims against the Group not acknowledged as debts	413.63	350.94

NOTE - 44 CAPITAL AND OTHER COMMITMENTS

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
a) Commitments relating to contracts remaining to be executed on capital account and other commitments not provided for	10,818.23	5,142.57

NOTE - 45 FINANCIAL INSTRUMENTS AND RISK REVIEW

Capital management

The Group manages its capital to be able to continue as a going concern while maximising the returns to shareholders through optimisation of the debt and equity balance. The capital structure consists of debt which includes the borrowings as disclosed in note 20 and 25; cash and cash equivalents as disclosed in note 14 and equity attributable to equity holders of the Group, comprising issued share capital, reserves and retained earnings as disclosed in the Statement of changes in equity. For the purpose of calculating gearing ratio, debt is defined as non current and current borrowings (excluding derivatives). Equity includes all capital and reserves of the Group attributable to equity holders of the Company. The Group is not subject to externally imposed capital requirements. The Board of Directors of the respective company in the Group reviews the capital structure and cost of capital on an annual basis but has not set specific targets for gearing ratios. The risks associated with each class of capital are also considered as part of the risk reviews presented to the Audit Committee and the Board of Directors of the respective company in the Group.

The following table summarises the capital of the Group

(₹ in lakh)

Particulars	31 March 2024	31 March 2023
Equity	60,669.30	57,574.30
Liquid assets (cash and cash equivalent) (a)	2,922.10	919.90
Current borrowings (note 25)	38,907.72	29,804.44
Non- current borrowings (note 20)	33,919.72	32,805.23
Current maturities of non current borrowings (refer note 25)	10,842.13	8,558.13
Total debt (b)	**83,669.57**	**71,167.80**
Net debt [c = (b) - (a)]	**80,747.47**	**70,247.90**
Total capital (equity+net debt)	**1,41,416.77**	**1,27,822.20**
Gearing ratio		
Debt to equity	138%	124%
Net debt to equity ratio	133%	122%

Notes forming part of Consolidated Financial Statements

NOTE - 45 FINANCIAL INSTRUMENTS AND RISK REVIEW (Contd.)

Categories of financial instruments

(₹ in lakh)

Financial assets	Notes	31 March 2024			31 March 2023		
		Carrying value	Gain/(loss) to income	Gain/(loss) to equity	Carrying value	Gain/(loss) to income	Gain/(loss) to equity
Trade receivable	13	45,334.46	-	-	37,761.01	-	-
Other financial assets	8, 16	2,441.39	-	-	2,328.88	-	-
Cash and bank balances	14, 15	2,932.69	-	-	926.90	-	-
Investments	7	10,351.46	-	-	8,794.55	-	-
Total financial assets		**61,060.00**	**-**	**-**	**49,811.34**	**-**	**-**

(₹ in lakh)

Financial liabilities	Notes	31 March 2024			31 March 2023		
		Carrying value	Gain/(loss) to income	Gain/(loss) to equity	Carrying value	Gain/(loss) to income	Gain/(loss) to equity
Current payables	25, 27, 28	1,08,991.27	-	-	97,779.22	-	-
Lease	21,26	20,950.58	-	-	24,585.63	-	-
Non-current payables	22	5,751.04	-	-	4,954.92	-	-
Non-current borrowings	20	33,919.72	-	-	32,805.23	-	-
Financial liabilities		**1,69,612.61**	**-**	**-**	**1,60,125.00**	**-**	**-**
Total financial assets/ (liabilities)		**(1,08,552.61)**	**-**	**-**	**(1,10,313.66)**	**-**	**-**

Financial risk management objective

The Group is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk. The Group is not engaged in speculative treasury activities but seeks to manage risk and optimise interest and commodity pricing through proven financial instruments.

The use of any derivative is approved by the management of the respective company in the Group, which provide guidelines on the acceptable levels of interest rate risk, credit risk, foreign exchange risk and liquidity risk and the range of hedging requirement against these risks.

Credit risk:

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to financial loss. The Group is exposed to credit risk for receivables, cash and cash equivalents, short term investments, financial guarantee and derivative financial instruments.

Cash and cash equivalents and short term investments

The Group considers factors such as track record, size of institution, market reputation and service standard to select the banks with which deposits are maintained. Generally the balances are maintained with the institutions with which the Group has also availed borrowings. The Company does not maintain significant deposit balances other than those required for its day to day operations.

Notes forming part of Consolidated Financial Statements

NOTE - 45 FINANCIAL INSTRUMENTS AND RISK REVIEW (Contd.)

Trade receivables

The Group extends credits to customer in normal course of the business. The Group considers the factors such as credit track record in the market of each customer and past dealings for extension of credit to the customer. The Group monitors the payment track record of each customer and outstanding customer receivables are regularly monitored. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located at several jurisdiction and industries and operate in large independent markets. The Group also takes advances and security deposits from customers which mitigate the credit risk to an extent.

The average credit period taken on sales of goods is 30 to 90 days. Generally, no interest has been charged on the receivables. Allowances against doubtful debts are recognised against trade receivables based on estimated irrecoverable amounts determined by reference to past default experience of the counterparty and an analysis of the counterparty's current financial position.

Before accepting any new customer, the Group uses an internal credit system to assess the potential customer's credit quality and defines credit limits by customer. Limits attributed to customers are reviewed periodically. There are no customers who represent more than 10 per cent of total net revenue from operations

Expected credit loss:

The Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

Ageing	Expected credit loss (%)
Not due for payment	0
Up to 6 months	0
From 6 months to 1 year	0
From 1 year to 3 years	10 to 100
More than 3 years	100

Ageing of past due trade receivables

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Not due for payment	19,214.45	16,595.61
Up to 6 months	20,577.06	15,555.25
From 6 months to 1 year	2,275.54	2,292.83
From 1 year to 3 years	4,593.34	4,029.49
More than 3 years	5,696.28	4,327.51

Ageing of impaired trade receivables

(₹ in lakh)

Particulars	As at 31 March 2024	As at 31 March 2023
Up to 6 months *	157.38	-
From 6 months to 1 year *	367.78	8.57
From 1 year to 3 years	800.77	703.60
More than 3 years	5,696.28	4,327.51

* Based upon lifetime expected credit loss

Notes forming part of Consolidated Financial Statements

NOTE - 45 FINANCIAL INSTRUMENTS AND RISK REVIEW (Contd.)

Liquidity risk:

Liquidity risk reflects the risk that the Group will have insufficient resources to meet its financial liabilities as they fall due.

The Group objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Group monitors rolling forecasts of its liquidity requirements to ensure that it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities so that it does not breach borrowing limits.

The table below provides undiscounted cash flows towards non-derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet date to the contractual maturity date and, where applicable, their effective interest rates.

(₹ in lakh)

Particulars	As at 31 March 2024				
	Notes	not later than one year	later than one year and not later than five years	later than five years	Total
Financial liabilities					
Borrowings - bank loans	20,25	49,749.85	29,379.71	4,540.01	83,669.57
Current payables	26,27,28	63,523.63	-	-	63,523.63
Non-current payables	21,22	-	15,626.99	12,129.97	27,756.96
Total		**1,13,273.48**	**45,006.70**	**16,669.98**	**1,74,950.16**

(₹ in lakh)

Particulars	As at 31 March 2023				
	Notes	not later than one year	later than one year and not later than five years	later than five years	Total
Financial liabilities					
Borrowings - bank loans	20,25	38,362.57	32,256.91	548.32	71,167.80
Current payables	26,27,28	64,275.06	-	-	64,275.06
Non-current payables	21,22	-	15,907.15	15,752.55	31,659.70
Total		**1,02,637.63**	**48,164.06**	**16,300.87**	**1,67,102.56**

Market risk

The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Group enters into a variety of derivative financial instruments to manage its exposure to foreign currency risk, including:

Forward foreign exchange contract to hedge the exchange rate risk arising on the export of its products.

Forward foreign exchange contract to hedge the exchange rate risk arising on translation of the foreign currency loans.

Notes forming part of Consolidated Financial Statements

NOTE - 45 FINANCIAL INSTRUMENTS AND RISK REVIEW (Contd.)

Currency risk

The Group undertakes various transactions denominated in foreign currencies, consequently, exposure to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilising forward foreign exchange contracts.

The Group transacts business primarily in Indian Rupee, USD, EUR and CNY. The Group has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. Certain transactions of the Group act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Company adopted a policy of selective hedging based on risk perception of the management. Foreign exchange hedging contracts are carried at fair value.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(in lakh)

Particulars	Currency	As at 31 March 2024	As at 31 March 2023
Trade receivables	USD	1.59	3.59
Trade payables	USD	106.65	158.78
	EUR	0.32	2.43
	CNY	0.20	-

Currency rate	As at 31 March 2024	As at 31 March 2023
USD	83.3739	82.2169
EUR	90.2178	89.6076
CNY	11.6725	-

Of the above foreign currency exposures, following exposures are not hedged:

(in lakh)

Particulars	Currency	As at 31 March 2024	As at 31 March 2023
Trade receivables	USD	1.59	3.59
Trade payables	USD	106.65	158.78
	EUR	0.32	2.43
	CNY	0.20	-

Notes forming part of Consolidated Financial Statements

NOTE - 45 FINANCIAL INSTRUMENTS AND RISK REVIEW (Contd.)

Sensitivity analysis

The following table demonstrates the sensitivity of profit and equity in USD, EUR and CNY to the Indian Rupee with all other variables held constant. The impact on the Group's profit before tax and other comprehensive income due to changes in the fair value of monetary assets and liabilities is given below:

(₹ in lakh)

Particulars	Change in currency exchange rate	Effect on profit before tax 31 March 2024	Effect on profit before tax 31 March 2023
USD	5%	(437.97)	(637.96)
	-5%	437.97	637.96
EUR	5%	(1.46)	(10.90)
	-5%	1.46	10.90
CNY	5%	(0.12)	-
	-5%	0.12	-

This is mainly attributable to the exposure outstanding on foreign currency receivables and payables in the Group at the end of each reporting period.

Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to long term debts. Its objective in managing its interest rate risk is to ensure that it always maintain sufficient head room to cover interest payment from anticipated cash flows which is regularly reviewed by the board/nominated committee as well.

The following table demonstrates the sensitivity in the interest rate with all other variables held constant. The impact on the Company's profit before tax and other comprehensive income due to changes in the interest rates is given below:

(₹ in lakh)

Particulars	Change in interest rate	Effect on profit before tax 31 March 2024	Effect on profit before tax 31 March 2023
Long term borrowings	0.50%	(223.81)	(206.82)
	-0.50%	223.81	206.82

Commodity risk

The Group is exposed to the movement in the price of key traded goods in the domestic and international markets. The Company has in place policies to manage exposure to fluctuation the prices of key traded goods. The Company enter into contracts for procurement of traded goods, most of the transactions are short term fixed price contract and a few transactions are long term fixed price contracts.

Fair valuation techniques and inputs used

(₹ in lakh)

Financial assets	Fair value as at		Fair value hierarchy	Valuation technique and key input
	31 March 2024	31 March 2023		
Deemed equity contribution towards letter of guarantee	28.24	60.48	3	Option pricing method of income approach

Other financial instruments

The carrying amount of the financial assets and liabilities carried at amortised cost is considered a reasonable approximation of fair value.

Notes forming part of Consolidated Financial Statements

NOTE 46 - SEGMENT REPORTING

Identification of segment:

The group's operating business are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The group has accordingly identified to primary business segments i.e. building products, consumer products, and retail business.

The activities of the group are primarily limited with in the Indian Territories having no variation in risk and returns. Consequently, information in respect of geographical segment in not given.

Unallocated items: The corporate and other segment includes general corporate income and expense items, which is not allocated to any business segment.

(₹ in lakh)

Particulars	Building products	Consumer products	Retail business	Others	Inter segment elimination	Unallocated	Total
Segment revenue							
For the year ended 31 March 2024	**2,35,464.45**	**42,171.75**	**2,371.96**	**-**	**(4.96)**	**-**	**2,80,003.20**
For the year ended 31 March 2023	2,31,514.33	50,085.45	5,638.39	-	(9.20)	-	2,87,228.97
Other income							
For the year ended 31 March 2024	**3,007.67**	**1,128.88**	**171.48**	**-**	**(591.89)**	**-**	**3,716.16**
For the year ended 31 March 2023	3,004.63	1,271.61	29.64	-	(756.82)	11.70	3,560.76
Segment results							
For the year ended 31 March 2024	**21,443.28**	**(2,977.59)**	**(2,939.39)**	**(15.25)**	**-**	**(327.06)**	**15,183.99**
For the year ended 31 March 2023	17,440.70	1,032.94	(163.70)	(14.12)	-	(286.87)	18,008.95
Interest expenses							
For the year ended 31 March 2024							**9,509.71**
For the year ended 31 March 2023							7,710.44
Income tax (including deferred tax)							
For the year ended 31 March 2024							**1,998.61**
For the year ended 31 March 2023							3,652.51
Profit after tax							
For the year ended 31 March 2024							**3,675.67**
For the year ended 31 March 2023							6,646.00
Share in profit/(loss) from joint venture							
For the year ended 31 March 2024							**(911.95)**
For the year ended 31 March 2023							(890.79)

Notes forming part of Consolidated Financial Statements

NOTE 46 - SEGMENT REPORTING (Contd.)

(₹ in lakh)

Particulars	Building products	Consumer products	Retail business	Others	Inter segment elimination	Unallocated	Total
Total profit/(loss)							
For the year ended 31 March 2024							**2,763.72**
For the year ended 31 March 2023							5,755.21
Other information							
Segment assets							
31 March 2024	**1,92,523.40**	**41,884.89**	**1,154.50**	**36.86**	**-**	**6,431.62**	**2,42,031.27**
31 March 2023	1,78,143.32	39,653.82	4,153.43	47.62	-	8,267.11	2,30,265.30
Segment liabilities							
31 March 2024	**1,48,887.21**	**27,307.47**	**5,056.64**	**7.54**	**-**	**103.11**	**1,81,361.97**
31 March 2023	1,39,668.60	29,852.65	1,806.47	3.01	-	632.27	1,71,963.00
Capital expenditure							
For the year ended 31 March 2024	**14,423.70**	**851.48**	**17.18**	**-**	**-**	**-**	**15,292.36**
For the year ended 31 March 2023	16,218.19	1,430.16	36.89	-	-	-	17,685.24
Assets acquired through Business acquisition							
For the year ended 31 March 2024	**-**	**-**	**-**	**-**	**-**	**-**	**-**
For the year ended 31 March 2023	2,671.98	-	-	-	-	-	2,671.98
Depreciation and amortisation							
For the year ended 31 March 2024	**10,153.57**	**1,726.66**	**419.81**	**4.06**	**-**	**-**	**12,304.10**
For the year ended 31 March 2023	8,281.81	1,438.51	373.53	3.77	-	-	10,097.62
Other non-cash expenses							
Provision for doubtful debts and advances							
For the year ended 31 March 2024	**496.85**	**1,006.31**	**760.68**	**-**	**-**	**-**	**2,263.84**
For the year ended 31 March 2023	918.47	438.83	(7.64)	-	-	-	1,349.66

Notes forming part of Consolidated Financial Statements

NOTE 47 - EMPLOYEE BENEFITS

A. Defined contribution plan

The group operates defined contribution retirement benefit plans for all employees. The Provident Fund contributions are made to Regional Provident Fund, the Company has no further obligations beyond its monthly contributions.

The group contribution to Provident Fund and Superannuation Fund aggregating to ₹ 1,658.93 lakhs (previous year ₹ 1,395.64 lakhs) has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

B. Defined benefit plans

Gratuity

The group operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the respective company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Birla Sun Life Insurance Company Limited.

Details of the Group's defined benefit plans are as follows:

(₹ in lakh)

Particulars	Gratuity (Funded plan)	
	31 March 2024	31 March 2023
Current service cost	416.20	363.30
Net interest expense/(income)	38.96	1.31
Plan Amendment	-	461.43
Components of defined benefit costs recognised in profit or loss	**455.16**	**826.04**
Net actuarial (gain)/loss	164.32	41.27
Expected return on plan assets excluding interest income	(154.90)	94.02
Components of defined benefit costs recognised in other comprehensive income	**9.42**	**135.29**
I. Net asset/ liability recognised in the balance sheet as at 31 March		
1. Present value of defined benefit obligation	3,610.56	3,157.60
2. Fair value of plan assets	2,906.53	2,430.66
3. Deficit	704.03	726.94
II. Change in the obligation during the year ended 31 March		
1. Present value of defined benefit obligation at the beginning of the year	3,157.60	2,373.33
2. Expenses recognised in the statements of profit and loss		
- Current service cost	416.20	363.30
- Interest expense	208.38	162.57
- Plan Amendment	-	461.43
3. Recognised in other comprehensive income		
- Actuarial (gain)/loss arising from experience adjustments	79.51	11.07
- Actuarial (gain)/loss arising from financial assumption	84.81	30.20
4. Benefit payments	(335.94)	(244.30)
5. Present value of defined benefit obligation at the end of the year	**3,610.56**	**3,157.60**
III. Change in fair value of assets		
1. Fair value of plan assets at the beginning of the year	2,430.66	2,230.18
2. Recognised in the statement profit and loss		
- Expected return on plan assets	169.42	161.26
3. Recognised in other comprehensive income		
- Actual return on plan assets in excess of the expected return	154.90	(94.02)
4. Contributions by employer (including benefit payments recoverable)	487.49	377.54
5. Benefit payments	(335.94)	(244.30)
6. Fair value of plan assets at the end of the year	**2,906.53**	**2,430.66**

Notes forming part of Consolidated Financial Statements

NOTE 47 - EMPLOYEE BENEFITS (Contd.)

Details of the Group's defined benefit plans are as follows:

(₹ in lakh)

Particulars	Gratuity (Unfunded plan)	
	31 March 2024	31 March 2023
Current service cost	0.15	0.13
Net interest expense/(income)	0.07	0.06
Components of defined benefit costs recognised in profit or loss	0.22	0.19
Net actuarial (gain)/loss	0.01	0.04
Expected return on plan assets excluding interest income	-	-
Components of defined benefit costs recognised in other comprehensive income	0.01	0.04
Change in the obligation during the year ended 31 March		
1. Present value of defined benefit obligation at the beginning of the year	0.99	0.76
2. Expenses recognised in the statements of profit and loss		
- Current service cost	0.15	0.13
- Interest expense	0.07	0.06
3. Recognised in other comprehensive income		
- Actuarial (gain)/loss arising from experience adjustments	0.01	-
- Actuarial (gain)/loss arising from financial assumption	-	0.04
4. Benefit payments	-	-
6. Present value of defined benefit obligation at the end of the year	**1.22**	**0.99**

IV. The major categories of plan assets

The group made annual contribution to the Birla Sun Life Insurance Company Limited ('BSL') of an amount advised by the BSL. The group was informed by BSL that the planned assets are held in growth/fixed interest bonds.

V. Actuarial assumptions

	31 March 2024	31 March 2023
1. Discount rate	6.97%-7.36%	7.23%-7.24%
2. Expected rate of increase in compensation level	6.50%	6.50%
3. Expected rate of return on plan assets	6.97%	7.23%-7.24%
4. Attrition rate	1.00%	1.00%
5. Mortality table	IIAM 2012-15	IALM 2012-14
6. Superannuation age	58	58

VI. Sensitivity analysis

(₹ in lakh)

Particulars	31 March 2024		31 March 2023	
	Change in assumption	Effect on gratuity obligation	Change in assumption	Effect on gratuity obligation
Discount rate	0.50%	(164.91)	0.50%	(142.46)
	-0.50%	179.18	-0.50%	154.65
Expected rate of increase in compensation level	0.50%	178.53	0.50%	154.33
	-0.50%	(165.81)	-0.50%	(143.40)

Notes forming part of Consolidated Financial Statements

NOTE 47 - EMPLOYEE BENEFITS (Contd.)

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the balance sheet.

VII. Experience adjustments:

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 31 March 2022	For the year ended 31 March 2021	For the year ended 31 March 2020
1. Defined benefit obligation	3,610.56	3,157.60	2,373.33	766.88	730.09
2. Fair value of plan assets	2,906.53	2,430.66	2,230.18	674.44	562.57
3. Surplus/(deficit)	(704.03)	(726.94)	(143.15)	(92.44)	(167.52)
4. Experience adjustment on plan liabilities gain/(loss)	(79.51)	(11.07)	62.97	14.66	46.61

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

C. Other long-term benefits - Compensated absences (unfunded)

(₹ in lakh)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Amounts recognised in the balance sheet		
Non current (Refer note 23)	946.01	853.88
Current (Refer note 30)	142.38	311.86
	1,088.39	**1,165.74**
Amounts recognised in the statement of profit and loss		
Current service cost	268.43	241.80
Interest cost	85.80	72.88
Actuarial loss /(gain)	(83.95)	147.42
Total included in employee benefits expense	**270.28**	**462.10**
Reconciliation of opening and closing balances of benefit obligations		
Change in benefit obligation		
Defined benefit obligation at the beginning of the year	1,165.74	1,015.15
Interest cost	85.80	72.88
Current service cost	268.43	241.80
Benefits paid	(347.63)	(311.51)
Actuarial loss /(gain)	(83.95)	147.42
Defined benefit obligation at the end of the year	**1,088.39**	**1,165.74**

Notes forming part of Consolidated Financial Statements

NOTE 48- IND AS 116 LEASES

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

The following is the break-up of current and non-current lease liabilities as at March 31, 2024:

(₹ in lakh)

Particulars	31 March 2024	31 March 2023
Current lease liabilities	2,909.21	3,228.53
Non current lease liabilities	18,041.37	21,357.10
Total	**20,950.58**	**24,585.63**

The following is the movement in lease liabilities during the year ended March 31, 2024:

(₹ in lakh)

Particulars	31 March 2024	31 March 2023
Balance at the beginning	24,585.63	23,077.29
Addition	1,055.88	5,713.55
Finance cost accrued during the period	1,631.94	1,826.86
Deletions/adjustment	(1,574.76)	(1,264.36)
Payment of lease liabilities	(4,748.11)	(4,767.71)
Balance at the end	**20,950.58**	**24,585.63**

The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2024 on an undiscounted basis:

(₹ in lakh)

Particulars	31 March 2024	31 March 2023
Less than one year	4,282.21	4,858.41
One to five years	15,626.99	15,907.15
More than five years	6,378.93	10,797.63
Total	**26,288.13**	**31,563.19**

Rental expense recorded for short-term leases was ₹ 657.94 lakh (Previous year ₹ 786.22 lakh) for the year ended March 31, 2024.

Notes forming part of Consolidated Financial Statements

NOTE 49 - FINANCIAL INSTRUMENTS BY CATEGORY

(₹ in lakh)

Particulars	31 March 2024			31 March 2023		
	FVTOCI	FVTPL	Amortised cost	FVTOCI	FVTPL	Amortised cost
Non current financial assets						
Investments^	-	-	10,351.46	-	-	8,794.55
Other financial assets	-	-	1,127.80	-	-	893.00
Current financial assets						
Trade receivable	-	-	45,334.46	-	-	37,761.01
Cash and cash equivalents	-	-	2,922.10	-	-	919.90
Bank balances other than cash and cash equivalents	-	-	10.59	-	-	7.00
Other financial assets	-		1,313.59	-		1,435.88
Total financial assets	**-**	**-**	**61,060.00**	**-**	**-**	**49,811.34**
Non current financial liabilities						
Non-current borrowings	-	-	33,919.72	-	-	32,805.23
Non-current lease liabilities	-	-	18,041.37	-	-	21,357.10
Other financial liabilities	-	-	5,751.04	-	-	4,954.92
Current financial liabilities						
Current borrowings	-	-	49,749.85	-	-	38,362.57
Current lease liabilities	-	-	2,909.21	-	-	3,228.53
Trade payables	-	-	31,196.92	-	-	29,722.10
Other financial liabilities	-	-	28,044.50	-	-	29,694.55
Total financial liabilities	**-**	**-**	**1,69,612.61**	**-**	**-**	**1,60,125.00**

^ Including deemed equity contribution

NOTE 50 - ADDITIONAL INFORMATION TO CONSOLIDATED FINANCIAL STATEMENTS AS AT 31 MARCH 2024 (PURSUANT TO SCHEDULE III TO THE COMPANIES ACT, 2013)

(₹ in lakh)

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	Amount	As a % of consolidated net assets	Amount	As a % of consolidated profit and loss	Amount	As a % of consolidated profit and loss	Amount	As a % of consolidated profit and loss
Parent								
Hindware Home Innovation Limited	8,708.15	14.35	(3,598.72)	(130.21)	13.87	(168.32)	(3,584.85)	(130.10)
Indian Subsidiaries								
Evok Homes Private Limited#	(541.32)	(0.89)	(1,061.87)	(38.42)	0.01	(0.12)	(1,061.86)	(38.54)
Hindware Limited	48,266.09	79.56	10,309.00	373.01	(23.02)	279.37	10,285.98	373.29
Truflo Pipes Limited	16.90	0.03	(1.90)	(0.07)	-	-	(1.90)	(0.07)
Foreign Subsidiaries								
Halis International Limited	5.20	0.01	(7.16)	(0.26)	0.05	(0.61)	(7.11)	(0.26)
Queo Bathroom Innovations Limited	12.47	0.02	(6.20)	(0.22)	(0.09)	1.09	(6.29)	(0.23)
Adjustment due to consolidation	3,315.57	5.46	(2,143.16)	(77.55)	0.42	(5.10)	2,142.72	(77.75)
Joint Venture:								
Hintastica Private Limited	-	-	(911.95)	(33.00)	0.94	(11.41)	(911.01)	(33.06)
Minority interest in all subsidiaries	886.24	1.46	185.66	6.72	(0.42)	5.10	185.24	6.72
Consolidated Net Assets / profit after tax	**60,669.30**	**100.00**	**2,763.72**	**100.00**	**(8.24)**	**100.00**	**2,755.48**	**100.00**

Additional information to consolidated financial statements as at 31 March 2023 (Pursuant to Schedule III to the Companies Act, 2013):

(₹ in lakh)

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	Amount	As a % of consolidated net assets	Amount	As a % of consolidated profit and loss	Amount	As a % of consolidated profit and loss	Amount	As a % of consolidated profit and loss
Parent								
Hindware Home Innovation Limited	12,654.48	21.70	1,060.40	18.42	(5.60)	5.69	1,054.80	18.65
Indian Subsidiaries								
Evok Homes Private Limited #	(183.47)	(0.31)	(271.31)	(4.71)	(0.03)	0.03	(271.34)	(4.80)
Hindware Limited	40,947.11	70.24	8,800.41	152.92	(94.81)	96.35	8,705.60	153.90
Luxxis Heating Solutions Private Limited*	-		-	-	-	-	-	-
Truflo Pipes Limited	18.80	0.03	(1.20)	(0.02)	-	-	(1.20)	(0.02)
Foreign Subsidiaries								
Halis International Limited	12.31	0.02	(7.33)	(0.13)	(0.97)	0.98	(8.30)	(0.15)
Queo Bathroom Innovations Limited	18.76	0.03	(5.58)	(0.10)	(0.10)	0.10	(5.68)	(0.10)
Adjustment due to consolidation	4,106.31	7.04	(2,975.59)	(51.70)	2.40	(2.44)	(2,973.19)	(52.56)
Joint Venture:								
Hintastica Private Limited	-	-	(890.79)	(15.48)	3.09	(3.14)	(887.70)	(15.69)
Minority interest in all subsidiaries	728.00	1.25	46.20	0.80	(2.38)	2.42	43.82	0.77
Consolidated Net Assets / profit after tax	**58,302.30**	**100.00**	**5,755.21**	**100.00**	**(98.40)**	**100.00**	**5,656.81**	**100.00**

The above figures for parents, its subsidiaries & Joint ventures are before inter company eliminations and consolidation adjustments

* Voluntarily struck off w.e.f 28 April 2023

Formerly known as Hindware Home Retail Private Limited

Notes forming part of Consolidated Financial Statements

NOTE 51 - DIVIDEND

The Board of Directors have recommended a dividend of 20% i.e. ₹ 0.40 /- (previous year ₹ 0.50 /-) on equity share of ₹ 2 /- each for the year ended 31 March 2024 subject to approval of shareholder's in the ensuing General Meeting

NOTE 52 - DISCLOSURE OF STRUCK-OFF COMPANIES

(₹ in lakh)

S. No.	Name of Struck-off company(as per MCA)	Nature of transaction with struck-off company	Balance as on 31 March 2024	Balance as on 31 March 2023	Relationship with the struck-off company
1	S V Electronics Limited	Purchase of goods	-	(0.00)	Vendor
2	Red Pearl Ventures Private Limited	Sale of goods	0.13	0.13	Customer
3	Build Bath Private Limited	Sale of goods	1.20	1.20	Customer
4	R.L. Dalal & Company Private Limited	Sale of goods	0.03	0.03	Customer
5	Indus Global Exim Private Limited	Purchase of goods	(0.45)	(0.45)	Vendor
6	GCL Enterprises Private Limited	Sale of goods	(0.05)	-	Customer

Details of other struck off entities holding equity shares in the holding company is as below (Contd.):

S No.	Name of struck off Company	No. of shares held (In no.)	Paid-up as at 31 March 2024 (In ₹)	Paid-up as at 31 March 2023 (In ₹)
1	Rocket Investment Private Limited	7	-	14

NOTE 53 - DISCONTINUE OPERATIONS

a) The "Retail Business" of the company constitutes of furniture & furnishing retail done through subset of physical stores as well as franchise stores across India and online retail through website "evok.in". The online business is carried through wholly owned subsidiary of the Company, EVOK Homes Private Limited (the "EHPL"). Being in highly competitive market especially after emergence of many online furniture stores, the business sales growth and profitability remained under pressure. Despite all diligent efforts over the past years, the Retail Business continued to incur losses.

b) The Board in its meeting held on 28 May 2024 has made decision to discontinue operations of the Retail Business and has also approved the sale/liquidation of various assets relating to the Retail Business. Basis above, the Company is in process of assessing item-wise realisability of carrying value of assets of the Retail Business. Based on preliminary assessment made, the Company in its standalone financials for the year ended 31 March, 2024 made provisions amounting to ₹ 2,029.92 lakhs including impairment of its investment held in EHPL of ₹ 955.38 lakhs. The net impact of the above on the consolidated financial statement amounts to ₹ 1,558.09 lakhs. The additional impact, if any post sale/liquidation of assets, will be provided as an when finally assessed/settled, however same would not be material in opinion of the management.

NOTE 54 - AUDIT TRAIL

With effect from April 1, 2023, the Ministry of Corporate Affairs (MCA) has made it mandatory for every company incorporated in India, which uses accounting software for maintaining its books of account, to use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Holding company and its three subsidiary incorporated in India along with a Joint Venture has widely used ERP as its accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the financial year for all relevant transactions recorded in the said software except (a) the audit trail feature was not enabled throughout the year for certain relevant tables at the application level ; and (b) that the audit trail (edit log) for certain information at database level (which records only modified values) was not enabled during the year.

Notes forming part of Consolidated Financial Statements

NOTE 55 - OTHER DISCLOSURES

(a) No proceedings have been initiated on or are pending against the Group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder

(b) The Group have not traded or invested in crypto currency or virtual currency during the financial year

(c) There are no loans or advances in the nature of loans granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are: (a) repayable on demand; or (b) without specifying any terms or period of repayment

(d) The Group has complied with the requirements of the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017

(e) The Group has not been declared wilful defaulter by any bank or financial institution or other lender or government or any government authority

(f) Utilisation of borrowed funds and share premium

(i) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

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

(ii) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

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

(g) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account

NOTE 56 - Gain on foreign exchange fluctuation amounting to ₹ 98.15 lakh in previous year has been regrouped under Other Income from Other Operating Revenue. The same is not having any impact on profit and loss account.

Notes forming part of Consolidated Financial Statements

NOTE 57 - SOCIAL SECURITY CODE

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Indian Parliament's approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently, on November 13, 2020, draft rules were published and stakeholders' suggestions were invited. However, the date on which the Code will come into effect has not been notified. Group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

NOTE 58 - Previous period figures have been regrouped /re-arranged wherever considered necessary to confirm to the current year's classification.

As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

G.L. Sultania
Director
DIN: 00060931

Sandip Somany
Chairman
DIN: 00053597

Shyamal Kumar
Partner
M. No. 509325
Place: New Delhi
Date: 28 May 2024

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 28 May 2024

Form AOC-1

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

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARY/ASSOCIATE COMPANIES/JOINT VENTURES

Part "A": Subsidiaries

(₹ in lakh)

Sr. No.	Name of Subsidiary	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Share capital	Reserves & surplus	Total assets	Total liabilities	Investments (Other than subsidiary)	Turnover (including other operating income)	Profit before taxation	Provision for taxation	Profit after taxation	Other comprehensive income	Total comprehensive income for the year	Proposed dividend	% of shareholding (including step-down subsidiary holding)
1	Evok Homes Private Limited (Subsidiary of Hindware Home Innovation Limited)	Reporting period is same as holding company	INR	768.00	(1,309.32)	0.98	542.30	-	187.48	(928.90)	132.96	(1,061.86)	0.01	(1,061.85)	-	100%
2	Hindware Limited (Subsidiary of Hindware Home Innovation Limited)		INR	989.00	47,304.09	1,97,153.30	1,48,887.21	1.21	2,35,464.45	13,931.17	3,622.17	10,309.00	(23.02)	10,285.98	-	98%
3	Halis International Ltd. (Subsidiary of Hindware Ltd.)		USD 1 = INR 83.3739	2,010.62	(2,005.43)	7.70	2.50	-	-	(7.16)	-	(7.16)	0.05	(7.11)	-	98%
4	Queo Bathroom Innovations Ltd. (Subsidiary of Halis International)		GBP 1 = INR 105.2935	5.35	7.12	16.68	4.21	-	-	(6.20)	-	(6.20)	(0.09)	(6.29)	-	98%
5	Truflo Pipes Limited (Subsidiary of Hindware Ltd.)		INR	20	(3.10)	19.69	2.79			(1.90)	-	(1.90)	-	(1.90)	-	98%

Note 1: Name of subsidiaries which are yet to commence operations : Truflo Pipes Limited

Note 2: Name of subsidiaries which have been liquidated or sold during the year : Nil

Form AOC-1 (Contd.)

Part "B": Associates and Joint Ventures

(₹ in lakh)

Sr. No.	Name of Associates/Joint Ventures	1. Latest audited Balance Sheet Date	2. Share of Associate/Joint Venture held by the company on the year end			3. Description of how there is significant influence	4. Reason why the associate/joint venture is not consolidated	5. Net worth attributable to Shareholding as per latest audited Balance Sheet	6. Profit/Loss for the year	
			No.	Amount of investment in Associates/ Joint Venture	Extend of Holding %				i. Considered in Consolidation	i. Not considered in Consolidation
1	Hinstastica Private Limited	Reporting period is same as Parent company	4,22,861	6,186.34	50%	Through voting rights	Joint venture in terms of Ind AS 110	-	(911.95)	Nil

Note 1: Name of associates or joint ventures which are yet to commence operations: Nil

Note 2: Name of associates or joint ventures which have been liquidated or sold during the year: Nil

G.L. Sultania
Director
DIN: 00060931

Sandip Somany
Chairman
DIN: 00053597

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 28 May 2024

HINDWARE HOME INNOVATION LIMITED

CIN: L74999WB2017PLC222970
Registered Office: 2, Red Cross Place, Kolkata – 700 001, West Bengal, India
Phone: +91-33-2248 7404/07
E-mail: investors@shilgroup.com; **Website:** www.hindwarehomes.com

NOTICE

Notice is hereby given that the 7th (seventh) Annual General Meeting of the members of Hindware Home Innovation Limited will be held on Wednesday, 28 August 2024 at 1:30 P.M. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS

1. To consider and adopt:

   The Audited Financial Statements of the Company for the financial year ended 31 March 2024, the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2024 and Auditors' Report thereon.

2. To declare Dividend on Equity Shares for the year ended 31 March 2024.

3. To appoint a Director in place of Mr. Girdhari Lal Sultania (DIN- 00060931) who retires by rotation and, being eligible, offers himself for re-appointment.

By order of the Board
For Hindware Home Innovation Limited

Sd/-
(Payal M Puri)
Company Secretary &
Sr. V. P. Group General Counsel
Membership No. A16068

Place: Gurugram
Date: 28 May 2024

NOTES:

1. Ministry of Corporate Affairs vide its General Circular no. 09/2023 dated 25 September 2023 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022 and 10/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 5 May 2022 and 28 December 2022 respectively, hereinafter referred as "MCA Circulars" and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated 7 October 2023 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 12 May 2020, 15 January 2021, 13 May 2022 and 5 January 2023 respectively, hereinafter referred as SEBI Circulars, has extended relaxations to conduct Annual General Meeting ("AGM") of the Companies due in year 2024 through VC/OAVM. Hence, in compliance with the said MCA and SEBI Circulars, the 7th AGM of the Company will be held through VC/OAVM on Wednesday, 28 August 2024 at 1:30 P.M. (IST), which does not require the physical presence of Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.

2. As the AGM will be held through VC/OAVM, in compliance with the said MCA Circulars, where physical presence of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies under Section 105 of the Companies Act, 2013 ("Act") is not available for this AGM hence Proxy Form, Attendance Slip and Route Map of AGM venue are not annexed to this notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-voting for participation and voting in the AGM through VC/OAVM. Institutional/ Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the AGM, before e-voting/attending the AGM, to investors@shilgroup.com for verification by the Scrutinizer.

3. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4. The members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

5. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended) and MCA Circulars, the Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through electronic means, as the authorized e-voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

6. In conformity with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the FY 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 for the FY 2023-24 are also available on the Company's website www.hindwarehomes.com, websites of National Stock Exchange of India Limited and BSE Limited i.e. www.nseindia.com and www.bseindia.com respectively and on the website of Central Depository Services (India) Limited ("CDSL") i.e. www.evotingindia.com/.

7. The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, 23 August 2024 to Wednesday, 28 August 2024 (both days inclusive). Dividend on Equity Shares, if declared at the meeting, will be paid to those shareholders whose names appear in the Company's Register of Members and List of Beneficial Owners as on close of business hours of Thursday, 22 August 2024, furnished by NSDL/CDSL. The dividend, if declared, shall be paid by 5 September 2024.

8. As mandated by SEBI, Dividend, if declared, at the AGM will be credited to the bank account of respective shareholders through National Electronic Clearing Service ("NECS")/Electronic Clearing Service ("ECS") where such facility is available. Members holding shares in electronic mode are therefore requested to furnish their bank particulars in which they wish to receive dividend, through their Depository Participants ("DPs"). Members holding shares in physical form, if any, and desirous of availing the NECS/ECS facility, are requested to update their bank particulars by sending it to the Company's Registrar and Share Transfer Agent ("RTA"), M/s. Maheshwari Datamatics Private Limited, directly for instant credit of dividend and other cash entitlements.

9. The Company is required to deduct tax at source from payment of dividend to shareholders at the rates prescribed under the Income Tax Act, 1961. Hence, members are requested to update their residential status, Permanent Account Number (PAN), Category as per the Income Tax Act, 1961 with their Depository Participant or in case shares are held in physical form, with the Company/RTA, by sending documents through e-mail by Thursday, 22 August 2024

10. SEBI vide its circular dated 5 January 2022, as amended, has mandated Listed Companies to issue securities in demat form only while processing service request viz., issue of duplicate share certificates, claim from unclaimed Suspense Account, renewal/exchange of share certificate, endorsement, sub-division, split of share certificate, consolidation of folio/certificates, transmission and transposition. Thus, Members are requested to make service request by submitting a duly filled and signed Form ISR-1, ISR-2, ISR-3, ISR-4, SH-13 the format of which is available on the Company website https://www.hindwarehomes.com/furnishing-of-pan-and-kyc-details-and-nomination-by-holders-of-physical-securities.php and on the website of RTA at http://mdpl.in/form/. It may be noted that service request can be processed only after the folio is KYC compliant as above. For any assistance in this regard, members may contact the RTA.

11. SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/9/CIR/2023/70 dated 17 May 2023 has inter alia complied the provisions of the Circular SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16 March 2023 and has made it mandatory for all holders of Physical securities in listed companies to furnish PAN, Nomination/Declaration to opt-out of Nomination, Contact details, Bank Account details and Specimen Signature to the Company/RTA of the Company.

12. Members holding shares in physical form, and desirous of making a nomination or cancellation/ variation in nomination already made in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit the prescribed Form No. SH-13 to the Registrar and Share Transfer Agent of the Company for nomination and Form No. SH-14 for cancellation/variation as the

case may be. Members who are either not desiring to register for Nomination or would want to opt-out, are requested to fill out and submit Form No. ISR-3. Shareholders holding shares in demat form are also advised to avail nomination facility by submitting the prescribed form to their respective DPs.

13. As a part of 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Registrar and Share Transfer Agent ("RTA") in case the shares are held by them in physical form.

14. Electronic copy of the Notice of the AGM of the Company inter alia indicating the process and manner of remote e-voting is being sent to all Members whose email IDs are registered with the Company/Depository Participant(s) (DP) for communication purposes. For Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email address by writing to investors@shilgroup.com to receive Annual Report. Members holding shares in dematerialized mode and who have not registered their email address are requested to update their email address with the relevant DP to receive Annual Report.

15. Members holding shares in demat form are requested to update their bank account details with their respective Depository Participant. The Company or RTA cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Further instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in the electronic mode or vice versa.

    Effective 1 April 2024, SEBI has mandated that the shareholders, who hold shares in physical mode and whose folios are not updated with any of the KYC details viz., (i) PAN (ii) Choice of Nomination (iii) Contact Details (iv) Mobile Number (v) Bank Account Details and (vi) Signature, shall be eligible to get dividend only in electronic mode. Accordingly, payment of dividend, subject to approval at the AGM, shall be paid to physical holders only after the above details are updated in their folios. Shareholders are requested to complete their KYC by 22 August 2024 by writing to the Company's RTA, Maheshwari Datamatics Private Limited, at mdpldc@yahoo.com. The forms for updating the same are available at https://www.hindwarehomes.com/furnishing-of-pan-and-kyc-details-and-nomination-by-holders-of-physical-securities.php.

16. As required under Regulations 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, the relevant information in respect of Director seeking re-appointment at the Annual General Meeting is provided herein below and forms a part of this Notice.

17. For shareholders holding shares in physical form, please send all correspondence including requests for change of address etc. to RTA of the Company.

18. The Company has designated an exclusive e-mail id "investors@shilgroup.com" for redressal of shareholders' complaints/grievances.

19. Institutional Investors who are Members of the Company, are encouraged to attend and vote in the AGM through VC/OAVM facility.

20. The Board of Directors have appointed Mr. Pravin Kumar Drolia, Company Secretary in whole-time practice, Kolkata (Membership No. F2366, CP: 1362), as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

21. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and make, within two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit to the Chairman or a person authorized by him in writing, who shall countersign the same.

22. The result declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.hindwarehomes.com and on the website of CDSL www.evotingindia.com immediately. The Company shall simultaneously communicate the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

23. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting i.e. 28 August 2024.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND ATTENDING AGM THROUGH VC/OAVM ARE AS UNDER:

(i) The e-voting period begins at 9.00 a.m. (IST) on Sunday, 25 August 2024 and ends at 5.00 p.m. (IST) on Tuesday, 27 August 2024. During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on

the cut-off date (record date) i.e. on Wednesday, 21 August 2024 may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The members who have cast their votes by remote e-voting prior to the AGM may also participate in the AGM through VC/OAVM Facility but shall not be entitled to cast their votes again.

(iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 on e-voting facility provided by listed companies, individual shareholders holding shares in demat mode are allowed to vote through their respective demat accounts maintained with Depositories and DPs. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

(iv) Login method for e-voting and attending AGM through VC/OAVM for individual shareholders holding shares in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding shares in demat mode with **CDSL**	A. 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 URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. B. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider ("ESP") for casting his/her vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all ESPs i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the websites of ESPs directly. C. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Proceed to complete registration using your DP ID, Client ID etc. After successful registration, please follow steps given above to cast your vote. D. Alternatively, the users may directly access the e-Voting module of CDSL as per the following procedure: (i) Click on the link www.cdslindia.com or on https://evoting.cdslindia.com/Evoting/EvotingLogin (ii) Provide demat account number and PAN. (iii) The system will authenticate the user by sending an OTP on registered mobile number and e-mail id as recorded in the demat account. (iv) After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also to directly access the system of all ESPs.
Individual Shareholders holding shares in demat mode with **NSDL**	A. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the e-Voting period. B. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. C. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP, and a verification code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to website of e-Voting service provider for casting your vote during the remote e-Voting period.
Individual Shareholders (holding shares 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. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to the website of e-Voting service provider for casting your vote during the remote e-Voting period.

Important note: Shareholders who are unable to retrieve User ID/Password are advised to use "Forgot User ID" and "Forgot Password" option available at abovementioned websites.

Dedicated helpdesk for individual shareholders holding shares in demat mode for any technical issues related to login through Depository(ies) i.e. CDSL and NSDL:

Login type	Helpdesk details
Individual Shareholders holding shares 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 022- 23058738/8542/8543 or on toll free no. 1800 22 55 33.
Individual Shareholders holding shares in demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on toll free no. 1800 1020 990 and 1800 22 44 30.

(v) Login method for e-voting and attending AGM through VC/OAVM for physical shareholders and shareholders other than individual holding in demat form.

1. The shareholders should log on to the e-voting website www.evotingindia.com.

2. Click on "Shareholders" module.

3. Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in physical form, if any, should enter Folio Number registered with the Company.

4. Next enter the Image Verification as displayed and Click on Login.

5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.

6. If you are a first time user follow the steps given below:

For physical shareholders and other than individual shareholders holding shares in demat form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders, if any) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or Company please enter the member id/folio number in the Dividend Bank details field.

7. After entering these details appropriately, click on "SUBMIT" tab.

8. Shareholders holding shares in physical form, if any, will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

9. For shareholders holding shares in physical form, if any, the details can be used only for e-voting on the resolutions contained in this Notice.

10. Click on the EVSN for the relevant <Hindware Home Innovation Limited > on which you choose to vote.

11. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the resolution and option NO implies that you dissent to the resolution.

12. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire resolution details.

13. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

14. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

15. You can also take a print of the votes cast by clicking on "Click here to print" option on the voting page.

16. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES AND MOBILE NUMBERS ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For physical shareholders - Please visit http://mdpl.in/form/ and follow the process for updation of e-mail address and mobile no. as guided therein. Post successful registration of the email address, the member would get soft copy of the Notice and the procedure for remote e-Voting along with the User ID and the password to enable e-Voting. In case of any query, the member may write to RTA of the Company at mdpldc@yahoo.com/.

2. For demat shareholders - Shareholders shall update their e-mail addresses and mobile numbers in respect of electronic holdings with their concerned depository participants by following due procedure as advised by them.

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

1. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

2. Members are encouraged to join the AGM through Laptops/IPads for better experience.

3. Further members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.

4. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at investors@shilgroup.com by Saturday, 17 August 2024. Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. The members are also requested to send their queries, if any, by Saturday, 17 August 2024 mentioning their name, demat account number/folio number, email id, mobile number at investors@shilgroup.com.

INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM ARE AS UNDER:

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those members, who are present in the AGM through VC/OAVM facility and have not cast their votes on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.

3. If any votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members attending the meeting.

4. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Note for Non – Individual Members and Custodians

1. Non-Individual members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com/.

3. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

4. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their votes.

5. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.

6. Non-Individual Members are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address droliapravin@yahoo.co.in and to the Company at the email address investors@shilgroup.com, if they have voted from

individual tab and not uploaded same in the CDSL e-Voting system for the Scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM and e-voting from the CDSL e-voting system, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 or 022-23058738/8542/8543.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 22 55 33 or 022-23058738/8542/8543.

INFORMATION ON THE DIRECTOR SEEKING RE-APPOINTMENT PURSUANT TO THE PROVISIONS OF REGULATION 36(3) OF THE LISTING REGULATIONS AND SECRETARIAL STANDARD 2 ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Mr. Girdhari Lal Sultania

Age	**79 Years**
No. of Shares held	705
Qualification	B.Com, F.C.A, F.C.S
Brief Resume and Nature of his Expertise in specific functional areas	Mr. Girdhari Lal Sultania holds a Bachelor Degree in Commerce and is a Fellow Member of the Institute of Chartered Accountants of India (ICAI) and the Institute of Company Secretaries of India (ICSI) with an experience of more than 50 years. He is a consultant by profession and possesses vast knowledge and experience of Financial Restructuring, Corporate Laws, Legal Compliance and other related areas.
Names of other listed entities in which the Directorship is held	AGI Greenpac Limited
Names of other listed entities from which he has resigned in the past three years	None
Chairman/Member of the Committees of Board of other listed companies	AGI Greenpac Limited 1. Chairman of Share Transfer Committee 2. Member of Stakeholders Relationship Committee
Relationships between Directors and Key Managerial Personnel	None
Details of proposed Remuneration	Profit related commission and sitting fees for attending meetings of Board of Directors and its Committees thereof
Details of Remuneration last drawn	Fees for attending the meetings of Board of Directors & Committee thereof and profit related commission as per resolution passed by the Shareholders of the Company
Date of first appointment on the Board	8 February 2023
Terms and Conditions of Appointment	Mr. Girdhari Lal Sultania is liable to be retire by rotation and being eligible offers himself for re-appointment
Number of meetings of the Board attended during the Financial Year 2023-2024	5 (five) Board Meetings held during the year and all meetings attended
Name of other companies in which the Directorship is held	1. Hindware Limited 2. Somany Impresa Limited 3. AGI Glasspack Limited 4. Evok Homes Private Limited 5. Truflo Pipes Limited 6. Textool Mercantile Private Limited 7. Ayusri Health Products Limited 8. Raipur Agrotech Private Limited 9. Anand Apartment Maintenance Private Limited
Membership/ Chairmanship of the Committees of unlisted companies	**Hindware Limited** 1. Member of Nomination and Remuneration Committee 2. Member of Corporate Social Responsibility Committee

Corporate Information

BOARD OF DIRECTORS

Mr. Sandip Somany
Chairman and
Non-Executive Director

Mr. Ashok Jaipuria
Independent Director

Mr. Nand Gopal Khaitan
Independent Director

Mr. Salil Kumar Bhandari
Independent Director

Ms. Anisha Motwani
Independent Director

Mr. Girdhari Lal Sultania
Non-Executive Non-Independent Director

COMPANY SECRETARY

Ms. Payal M Puri

STATUTORY AUDITORS

M/s Lodha & Co LLP

INTERNAL AUDITORS

M/s Protiviti India Member Pvt. Ltd.

REGISTERED OFFICE

2, Red Cross Place,
Kolkata-700001, West Bengal
T: +91 33 22487404
E: investors@shilgroup.com

CORPORATE OFFICE

Plot No. 68, Echelon
Institutional area,
Sector -32, Gurugram,
Haryana-122001

BANKERS

Axis Bank Limited

Citibank N.A.

Federal Bank Limited

HDFC Bank Limited

Standard Chartered Bank

The Hongkong and Shanghai Banking Corporation Limited

SOMANY IMPRESA
GROUP COMPANY

hindware
home innovation limited

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