100 Years of

bajaj GROUP
THINK TOMORROW

bajaj SUGAR
Bajaj Hindusthan Sugar Ltd.

Bajaj Sugar Mill & Distillery, Thanabhawan, Uttar Pradesh

Cultivating **Sweetness,**
Growing **Tomorrow.**

Cane Yard, Kinauni,
Bajaj Sugar Mill, Uttar Pradesh

Ethanol Distillery,
Gola Gokarnnath, Uttar Pradesh

94th Annual Report
2025-2026

Rainwater conserved is a farmer's greatest investment; A farm pond is the foundation of sustainable agriculture.

GLIMPSES OF CSR PROGRAMME

(Figures shown below in parentheses indicate the achievements during the year, 2025-26; rest of the figures reflect the cumulative achievements over the years)

Villages Reached
2198

Families Benefitted
5,61,796

Population Covered
24,18,288

Every skill nurtured becomes a source of income; Every empowered woman inspires a stronger community. Families supported for income generation activities.

VILLAGE INSTITUTIONS

6935

Village Institutions established

A simple structure at every doorstep, providing a sustainable source of water in the water-scarce region.

WATER RESOURCE DEVELOPMENT AND SOIL CONSERVATION

245 Rivers/streams of 887.926 km length rejuvenated (17.72)

55 km of 15 dam irrigation canal rejuvenated (55)

134 Check dams constructed

9796 Farm Ponds/Recharge Pits constructed (751)

8915 Wells Recharged (626)

4537 roof rainwater harvesting structure constructed (209)

292 Community Water Recharge Structures constructed (62)

466 Surface Rainwater Recharge Structures constructed (56)

1460 Group Roof Rainwater Recharge Structure (GRRWRS) (209)

594 Group Wells Constructed (21)

3278 Individual Wells Deepening

1811 lift irrigation devices installed (33)

50 percolation tanks constructed

20245 Drip and Sprinkler Irrigation Systems Supported (209)

5616 Boribundhs Installed

2095 acres of farm bunds formed

1763 Gabion structures formed 2225 Families Benefitted

5568 Acres of land levelled and brought under cultivation.

1,14,616 families and 3,61,043 acres of land are covered under Water Resource Development and Soil Conservation Program in 1597 villages

Supporting farmers with solar pumps to ensure sustainable irrigation and a brighter future for agriculture.

PROMOTION OF SUSTAINABLE AGRICULTURE

11276 families covered under Convergence of Agricultural Interventions project

11,000 families adopted Better Cotton Initiative programme (BCI)

50397 families benefitted under WADI project (851)

42121 farmers adopted Natural farming (1818)

15806 acres under Vegetables/Mini Drip with Overhead Tank/cash crops/ floriculture

210940 Farmers covered under 11032 training arranged for the promotion of Natural Farming (2336)

1498 families benefitted Initiative on Marketing activity of Natural Farming Produce (98)

43 families supported for the construction of Indigenous Cow Urine Collection Units (08)

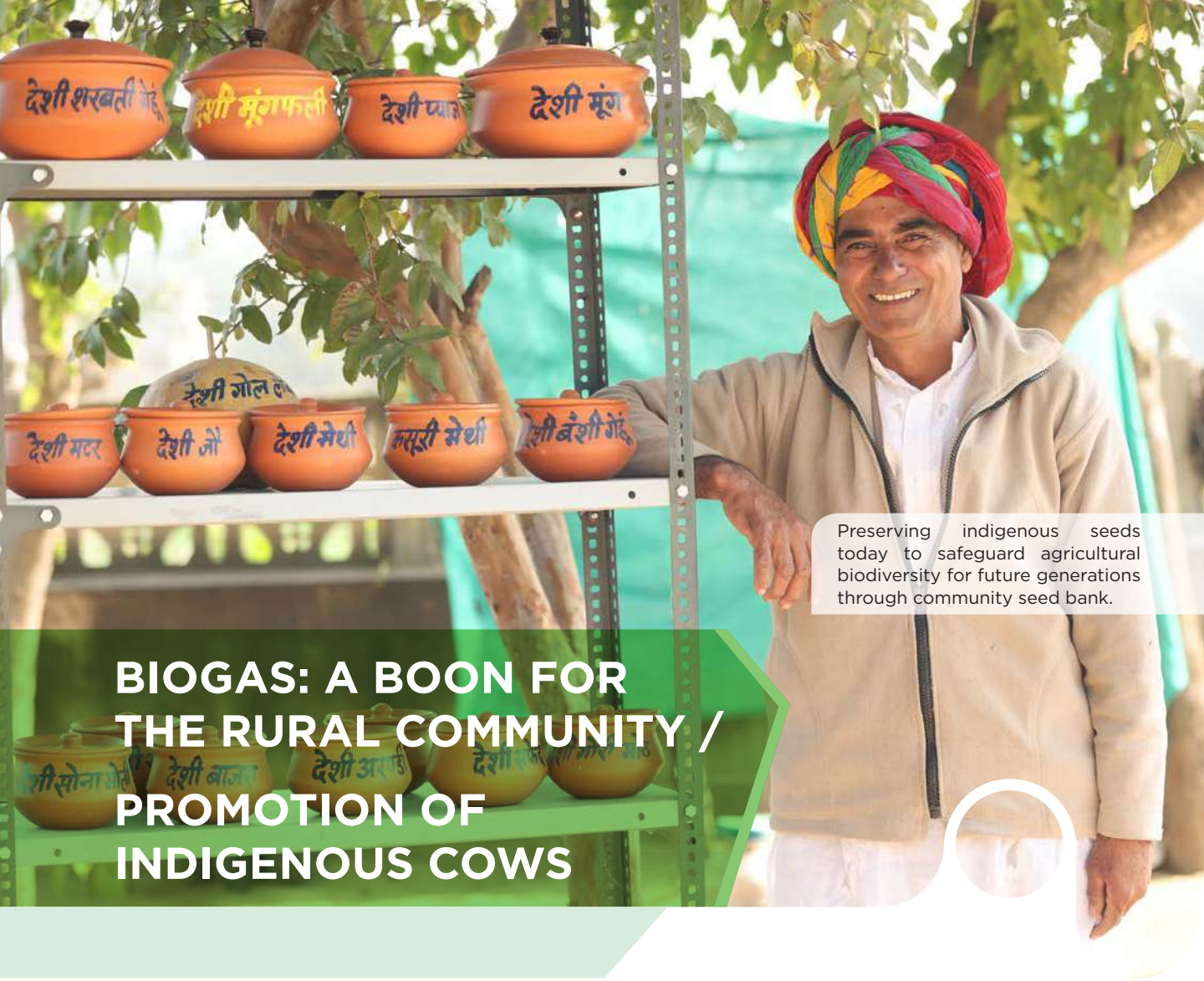
2046 families benefitted under climate proofing project

29 Farmers Producers' Companies established

139 Grameen Fridge constructed

1091 Cattle drinking systems/ chaff cutter/ Cow urine collection centre / Agri Implements

2,45,621 farming families and 1,75,245 acres of land are benefitted under a programme of Sustainable Agriculture Practices in 1835 villages



Preserving indigenous seeds today to safeguard agricultural biodiversity for future generations through community seed bank.

BIOGAS: A BOON FOR THE RURAL COMMUNITY / PROMOTION OF INDIGENOUS COWS

6068 biogas plants installed

4535 Domestic Solar Light/solar street light Unit Installed (118)

3796 farmers benefitted under Solar Pump-Off grid (370)

8944 families adopted Indigenous Cows (249)

Under the Income Generation Initiative, rural women were supported to establish village-level oil extraction units, creating sustainable livelihood opportunities and enhancing their economic empowerment.

WOMEN EMPOWERMENT

5573 Self Help Groups formed

69031 families benefitted

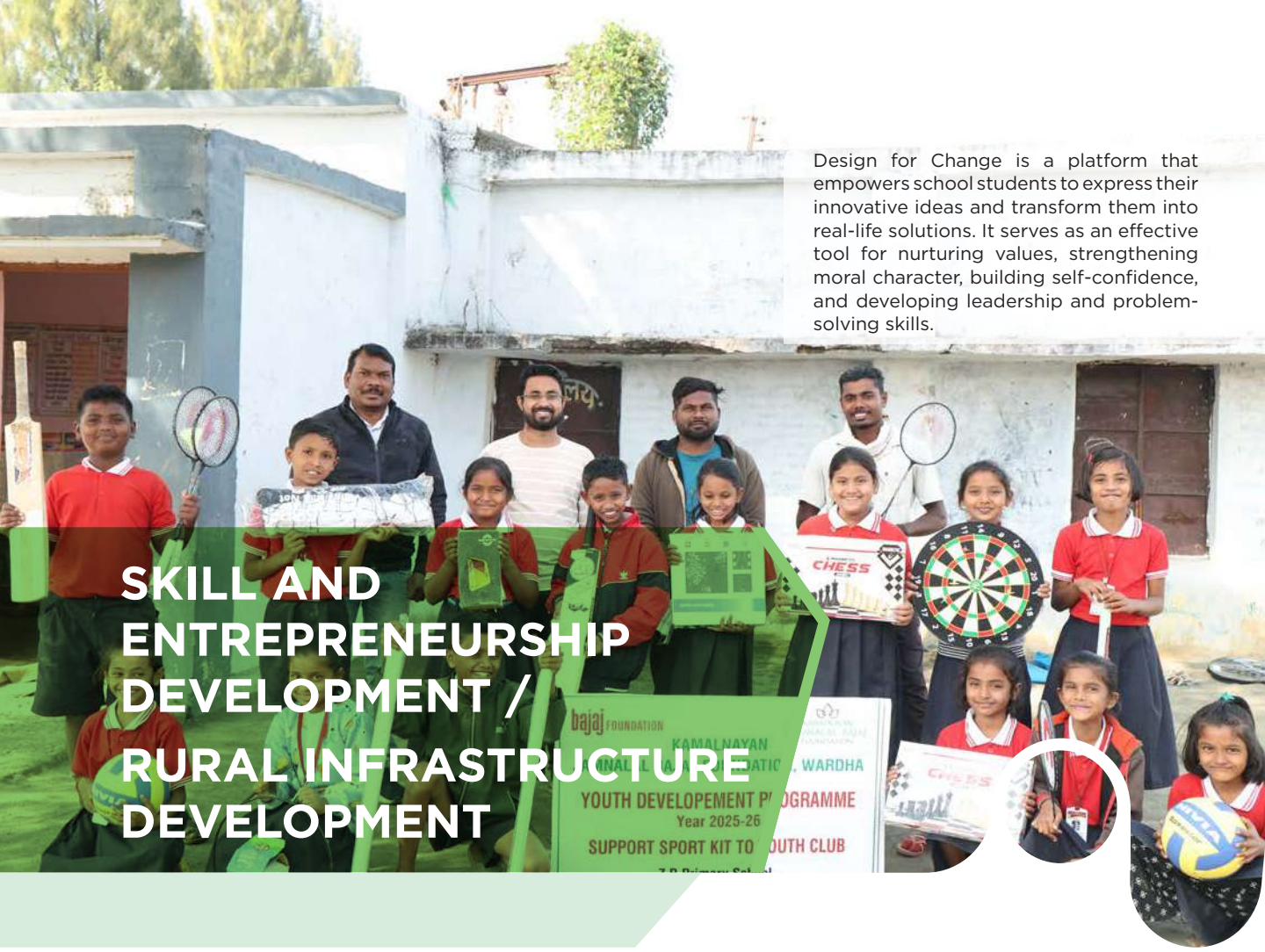
31698 families covered under Kitchen Garden (430)

11667 families benefitted under Rural Enterprise (508)

3174 Special initiative for needy family (321)

2091 Sock Pit Constructed

1,33,262 women are benefitted under the programmes of Self-Help Groups, Income Generation Activities, dissemination of Indigenous Cows and installation of Biogas Plants in 1639 villages



Design for Change is a platform that empowers school students to express their innovative ideas and transform them into real-life solutions. It serves as an effective tool for nurturing values, strengthening moral character, building self-confidence, and developing leadership and problem-solving skills.

SKILL AND ENTREPRENEURSHIP DEVELOPMENT / RURAL INFRASTRUCTURE DEVELOPMENT

8541 youths benefitted under skill development programme

59 KM Road repaired for village connectivity

67 Need based community assets constructed

6 Cow rehabilitation centres constructed at village level

26 Computer Lab Supported to Schools

Check dams have been constructed to harvest rainwater, enhance groundwater recharge, and support farmers by improving the availability of water for irrigation.

HEALTH CAMP / DESIGN FOR CHANGES

1 Village water supply scheme

44337 Villagers benefitted under health camp/Mobile dispensary program (3735)

731 Design for change initiative (90)

160 Digital Interactive Boards Supported to Schools (16)

9 KM Cement Concrete Road constructed for village connectivity

Rooftop rainwater harvesting structures have been created to enhance groundwater recharge in the water-scarce region.

Well recharge is a cost-effective intervention to increase groundwater levels. More than 8,900 wells have been recharged through this innovative structure.

Farmers were supported with sprinkler and drip irrigation systems, along with the adoption of improved cropping patterns to enhance water-use efficiency and farm productivity. These interventions have enabled many farming households, Maharashtra, to move towards the concept of self-reliant families through sustainable agriculture and improved livelihoods.

CHAIRMAN'S LETTER

Kushagra Nayan Bajaj

Chairman, Bajaj Hindusthan Sugar Limited

Dear Shareholders,

As I present the 94th Annual Report of Bajaj Hindusthan Sugar Limited for (BHSL) FY 2025–26, I do so with immense pride, deep gratitude and renewed optimism.

Founded in 1931 by Shri Jamnalal Bajaj, Bajaj Hindusthan Sugar Limited was built on a belief that Indian enterprise must contribute to India's self-reliance while creating lasting prosperity for its farmers and rural communities. Nearly a century later, that founding purpose continues to guide every decision we make.

This year marks a defining milestone in our journey.

After navigating one of the most prolonged periods of financial and operational challenges in our Company's history, BHSL has emerged stronger, more resilient and better positioned for the future than it has been in many years. The difficult chapter is behind us. Ahead lies a new era of financial strength, strategic growth and long-term value creation.

A Turnaround Built on Discipline and Resilience

On a standalone basis, BHSL reported a Profit After Tax of ₹137.96 crore compared with a loss of ₹751.14 crore in the previous year. Consolidated Profit After Tax attributable to shareholders stood at ₹126.63 crore against a loss of ₹779.09 crore in FY 2024–25. EBITDA improved to ₹388.39 crore from ₹311.02 crore, reflecting stronger operational performance across our integrated business.

These numbers represent far more than financial recovery. They reflect years of disciplined execution across our fourteen sugar mills, six distilleries and fourteen co-generation units. They embody the resilience of our employees, the unwavering support of our farmers, the confidence of our lenders and the enduring trust of our shareholders. More importantly, they restore confidence in the future of BHSL.

FY 2025–26 will also be remembered as the year in which we successfully concluded one of the most significant debt restructuring exercises in our Company's history. For

several years, a combination of structural industry challenges including the mismatch between regulated sugarcane prices and subdued sugar realisations, along with delayed subsidy receivables have placed considerable pressure on our balance sheet. These challenges are not unique to our Company, but they demand extraordinary perseverance and responsible leadership.

Working closely with our Consortium of Lenders, we have now achieved a comprehensive Resolution Plan that fundamentally reshapes BHSL's financial future. The restructuring of our outstanding debt, the conversion of liabilities into equity instruments and a significantly improved repayment profile have transformed our capital structure, substantially reducing near-term debt servicing obligations.

Equally important has been the confidence demonstrated by the promoters. During FY 2025–26, we infused ₹1,000 crore into the business, reaffirming our unwavering belief in the long-term strength of BHSL.

The confidence shown by our lenders and our own continued commitment are not milestones to celebrate in isolation - they represent a shared belief in the Company's future. We remain fully committed to honouring that trust through disciplined execution and sustained value creation.

Building India's Bio-Energy Future

Our ambition today extends far beyond sugar. India is undergoing one of the most significant energy transitions in its history. As the country accelerates its journey towards energy security and lower carbon emissions, ethanol has emerged as a strategic national priority. Produced from Indian sugarcane by Indian farmers and blended into fuel for Indian vehicles, ethanol is helping reduce crude oil imports while strengthening rural incomes and creating a cleaner energy future. BHSL is uniquely positioned to contribute to this transformation.

With an installed distillery capacity of 800 kilolitres per day, which is among the largest in the country, we have built a platform that allows us to participate meaningfully in India's expanding ethanol programme. Continued improvements in ethanol realisations, healthier sugar inventories and strengthening industry fundamentals further reinforce the attractiveness of our integrated business model.

At the same time, emerging opportunities in Sustainable Aviation Fuel, advanced biofuels and next-generation renewable fuels are creating entirely new avenues for growth. We are steadily transforming BHSL from a sugar company with distillery operations into an integrated bio-energy and biorefinery enterprise - one that maximises value from every part of the sugarcane crop while supporting India's clean energy ambitions. This transformation is not merely about expanding product lines. It is about positioning BHSL at the centre of India's energy transition for decades to come.

Scale as a Strategic Advantage

Few companies possess the integrated capabilities that BHSL has built over nearly a century. Our network of fourteen sugar mills, six distilleries and fourteen co-generation plants, with crushing capacity of 136,000 tonnes per day, distillery capacity of 800 KL/D and 449 MW of co-generation, places us among India's largest integrated sugar and ethanol producers. Processing nearly 12% of Uttar Pradesh's sugarcane gives us both scale and responsibility. Our objective is to leverage these strengths with greater operational efficiency, financial discipline and technology-led innovation to build a business that is stronger, more competitive and more resilient.

Our Greatest Strength: People

Behind every tonne of sugar we produce is the trust of over five lakh sugarcane farmers. That trust has been earned over generations and remains our greatest responsibility. As our financial position strengthens, we are committed to accelerating timely cane payments, investing in higher-yielding varieties and supporting initiatives that enhance farmer productivity and livelihoods.

I also extend my heartfelt appreciation to our more than 7,000 employees whose resilience, professionalism and unwavering commitment have carried the Company through one of the most challenging periods in its history. This turnaround belongs as much to them as it does to our financial statements.

I would also like to acknowledge the timeless values of my great-grandfather, Shri Jamnalal Bajaj. His belief that business must serve society continues to define our culture. Integrity, service and nation-building remain enduring competitive strengths that shape every decision we take.

The Road Ahead

Our strategic imperatives for the years ahead are clear:

- Rebuilding cane availability through farmer support, timely payments, and investment in high-yield variety development.
- Scaling ethanol production through multi-feedstock flexibility and capacity investment.
- Pursuing cost efficient solutions like steam saving modules, flex-fuel, SAF and Iso-butanol opportunities as the next generation of BHSL's green fuel portfolio.
- Maintaining financial discipline: further strengthening the balance sheet, improving capacity utilisation, and driving operational efficiency.
- Deepening our ESG commitments, zero liquid discharge, energy conservation, and community impact across our 14 plant regions.

The future of BHSL has never looked more promising. Our balance sheet is stronger. Our business model is more diversified. Our strategy is aligned with India's long-term priorities. And our people remain committed to excellence.

For ninety-four years, Bajaj Hindusthan Sugar Limited has evolved alongside India's growth story.

As India now enters a new era driven by energy security, sustainable fuels and rural prosperity, we do not aspire merely to participate in that future, we aspire to build it together.

On behalf of the Board, I extend my sincere gratitude to our shareholders for their patience and continued trust, to our banking partners for their confidence, and to our customers, employees, farmers, governments and business associates for their steadfast support.

The next chapter of Bajaj Hindusthan Sugar Limited has already begun.

Come and join us as we drive it together.

With warm regards,

Kushagra Nayan Bajaj

Chairman

Bajaj Hindusthan Sugar Limited

5 YEARS PERFORMANCE TRENDS: 2022-2026

₹ Crore

BALANCE SHEET	31.03.2026	31.03.2025	31.03.2024	31.03.2023	31.03.2022
ASSETS					
Non-current assets					
Property, plant and equipment	6004.39	6,188.91	6,390.54	6,597.60	6,799.28
Right of use assets	-	-	0.03	2.02	4.21
Capital work-in-progress	36.84	8.61	4.00	1.05	4.29
Other intangible assets	0.09	0.11	-	-	-
Financial assets					
Investments	2780.37	3,627.97	3685.25	3,613.06	862.47
Other non-current financial assets	5.91	5.76	11.25	13.97	13.39
Other non-current assets	121.77	111.85	90.86	154.65	137.98
Sub total	8949.37	9,943.21	10,181.93	10,382.35	7,821.62
Current assets					
Inventories	2422.42	2,677.22	2,715.56	2,607.71	2,745.56
Financial assets					
Current investments	-	-	-	-	-
Trade receivables	91.43	105.05	151.77	138.10	213.87
Cash and cash equivalents	84.23	65.34	48.15	21.31	47.33
Other Bank balances	0.00	0.00	0.00	0.00	0.00
Loans	1,643.25	1,643.25	1,643.25	1,643.25	2,088.79
Other financial assets	67.84	-	-	-	-
Current tax assets (net)	10.29	6.60	12.40	12.75	7.92
Other current assets	652.13	661.79	657.15	672.67	685.16
Sub total	4971.59	5,159.25	5,228.28	5,095.79	5,788.63
Assets classified as held for sale	61.53	-	-	-	-
Total	**13982.49**	**15,102.46**	**15,410.21**	**15,478.14**	**13,610.25**
EQUITY AND LIABILITIES					
Equity					
Equity share capital	237.21	124.45	124.45	124.45	124.45
Instrument entirely equity in nature	2810.88	-	-	-	-
Other equity	768.07	165.87	1,053.50	4,374.28	2,752.94
Sub total	3816.16	290.32	1,177.95	4,498.73	2,877.39
Liabilities					
Non-current liabilities					
Financial liabilities					
Borrowings	3095.74	3,494.63	3,493.41	3,809.03	4,243.82
Lease liabilities	-	-	-	0.03	2.46
Provisions	109.3	112.59	100.75	95.79	89.50
Deferred tax liabilities (net)	921.63	994.39	922.26	939.55	505.63
Other non-current liabilities	-	-	-	20.05	22.00
Sub total	4126.67	4,601.61	4,516.42	4,864.45	4,863.41
Current liabilities					
Financial liabilities					
Borrowings	369.21	-	275.88	434.41	543.01
Lease liabilities	-	-	0.03	2.42	2.38
Trade payables	3182.24	3,520.01	3,550.56	4,508.23	4,092.25
Other financial liabilities	2420.41	6,578.04	5,766.83	-	79.29
Other current liabilities	31.47	85.39	94.76	1,146.61	1,131.74
Provisions	35.36	27.09	27.78	23.29	20.78
Sub total	6038.69	10,210.53	9,715.84	6,114.96	5,869.45
Liabilities directly associated with assets classified as held for sale	0.97	-	-	-	-
Total	**13982.49**	**15,102.46**	**15,410.21**	**15,478.14**	**13,610.25**

₹ Crore

NET INCOME STATEMENT Year / period ended	31.03.2026	31.03.2025	31.03.2024	31.03.2023	31.03.2022
INCOME					
Revenue from operations	5420.17	5542.26	6,076.56	6,302.32	5,569.09
Other income	20.88	17.13	12.81	17.02	21.13
Total	**5441.05**	**5,559.39**	**6,089.37**	**6,319.34**	**5,590.22**
EXPENSES					
Purchases and materials consumed	4138.09	4402.26	4,954.61	5,074.48	4,609.93
Manufacturing & other expenses	689.25	819.57	954.84	868.40	944.14
Changes in inventories of finished goods and work-in- progress	225.32	26.54	(92.75)	104.53	(209.67)
Total	**5052.66**	**5,248.37**	**5,816.70**	**6,047.41**	**5,344.40**
Profit/ (loss) before depreciation, interest and tax (PBDIT)	**388.39**	**311.02**	**272.67**	**271.93**	**245.82**
Finance cost	25.80	851.46	155.70	210.10	253.55
Depreciation and amortization	210.76	210.70	212.87	213.17	214.63
	236.56	1062.16	368.57	423.27	468.18
Profit / (loss) before exceptional items and tax	**151.83**	**(751.14)**	**(95.90)**	**(151.34)**	**(222.36)**
Exceptional items	13.86	-	-	-	-
Profit / (loss) before tax (PBT)	**137.97**	**(751.14)**	**(95.90)**	**(151.34)**	**(222.36)**
Tax expense	0.01	-	(4.37)	(3.60)	(4.11)
Profit / (loss) after tax (PAT)	**137.96**	**(751.14)**	**(91.53)**	**(147.74)**	**(218.25)**
Dividend	-	-	-	-	-

BOARD OF DIRECTORS

Kushagra Bajaj
Chairman
(Non-Executive)

Ajay Kumar Sharma
Managing Director

Atul Hasmukhrai Mehta
Independent Director

Vinod C Sampat
Independent Director

Shalu Bhandari
Independent Director

Shyam Sunder Jangid
Independent Director

Ramani Ranjan Mishra
Nominee Director (PNB)
(up to 13.05.2026)

Satish Kumar Nagpal
Nominee Director (SBI)
(w.e.f. 18.07.2025)

Dr. Anil Rishiraj
Non Independent-
Non Executive Director
(w.e.f. 29.05.2026)

COMPANY SECRETARY
Kausik Adhikari
Company Secretary

CHIEF FINANCIAL OFFICER
Sunil Kumar Ojha
Chief Financial Officer

STATUTORY AUDITORS
Sidharth N Jain & Company
Chartered Accountants

COST AUDITORS
B.J.D. Nanabhoy & Co.
Cost Accountants

SECRETARIAL AUDITOR
Anant B Khamankar & Co.
Company Secretaries

BANKERS

Bank of Baroda

Bank of India

Bank of Maharashtra

Central Bank of India

Canara Bank

IDBI Bank Limited

Indian Bank

Indian Overseas Bank

Punjab National Bank

State Bank of India

UCO Bank

Union Bank of India

REGISTERED OFFICE

Golagokarannath, Lakhimpur-Kheri, District Kheri,
Uttar Pradesh - 262 802

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investor.complaints@bajajhindusthan.com

www.bajajhindusthan.com

CIN: L15420UP1931PLC065243

REGISTRAR & TRANSFER AGENT

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Board's Report

Dear Members,

Your directors have pleasure in presenting their Ninety Fourth Annual Report of Bajaj Hindusthan Sugar Limited along with audited financial statements for the year ended March 31, 2026.

Financial highlights

The summarised financial results of the Company for the year ended March 31, 2026 are presented below:

₹ Crore

	Year ended March 31, 2026	Year ended March 31, 2025
Sales and other income	**5,441.05**	5,559.39
Profit/(Loss) before depreciation, interest and tax	**388.39**	311.02
Depreciation and amortisation	**210.76**	210.70
Profit/(Loss) after depreciation but before interest and tax	**177.63**	100.32
Finance costs (Net)	**25.80**	851.46
Profit/ (Loss) before exceptional items and tax	**151.83**	(751.14)
Exceptional items	**13.86**	-
Profit/(loss) before tax	**137.97**	(751.14)
Provision for taxation (Net)	**0.01**	-
Profit/(Loss) after tax	**137.96**	(751.14)
Opening balance b/f	**(6,016.77)**	(1,950.03)
Effect of restatements due to prior period error	**-**	(3,315.03)
Restated opening balance	**(6,016.77)**	(5,265.06)
Profit/(loss) for the year	**137.96**	(751.14)
Transferred from FVOCI reserve	**629.41**	-
Transfer to reserve for molasses storage tank	**(0.46)**	(0.57)
Balance carried to balance sheet	**(5,249.86)**	(6,016.77)

On a standalone basis, the Company achieved a turnover (including other income) of ₹ 5,441.05 crore for the year ended March 31, 2026 as compared to ₹ 5,559.39 crore in the previous year. The profit after tax is ₹ 137.96 crore as compared to ₹ (751.14) crore in the previous year. On a consolidated basis, the turnover including other income is ₹ 5,476.96 crore as compared to ₹ 5,592.79 crore in the previous year. The profit after tax net of minority interest is ₹ 126.63 crore as against loss of ₹ (779.09) crore in the previous year.

During the year ended March 31, 2026, the Company implemented the approved Resolution Plan pursuant to which Yield to Maturity (YTM) obligations aggregating to ₹ 3,584.95 crore and Right of Recompense (RoR) obligations aggregating to ₹ 485.60 crore accrued up to March 31, 2025 under the earlier restructuring arrangements, were quantified and settled. Historically, the Company had not recognised YTM obligations in its financial statements and had disclosed the same as contingent liabilities. As these obligations were substantially related to earlier reporting periods. Therefore, it constituted a prior period error within the meaning of Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, hence the figures of earlier year restated. Refer note 54 of the annual financial statements for details.

Dividend

The Board of Directors of your Company, after considering holistically the relevant circumstances, has decided not to recommend any dividend for the year under review. (Previous Year: Nil).

Dividend distribution policy

The Board of Directors at its meeting held on February 13, 2017 approved the Dividend Distribution Policy containing the requirements mentioned in regulations 43A of the Securities and Exchange Board of India

(Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy is annexed as "Annexure I" and forms part of this Report.

Transfer to Reserves

The Board of Directors of the Company has decided not to transfer any amount to the Reserves for the year under review.

Operations

Detailed analysis of operations of the Company are given in the Management discussion and analysis report under financial analysis of Operations of the Company.

The Operational data of Bajaj Hindusthan Sugar Limited for its fourteen sugar plants having an aggregate sugarcane crushing capacity of 1,36,000 TCD, six distilleries having aggregate capacity to produce Industrial Alcohol of 800 kilolitres per day and fourteen co-generation plants having a total power generation capacity of 449 MW are as under:

Sugar

During the year ended March 31, 2026, the Company crushed 10.097 MMT of sugarcane as against 11.320 MMT in the previous year. This year, sugar recovery was 10.50% as against 10.51% in the previous year. During the year 2025-26, the Company produced 10,60,320 MT sugar (previous year 11,90,281 MT) and 4,67,122 MT C-molasses (previous year 5,22,733 MT).

The Company sold 11,70,786 MT of sugar and 61,412 MT of molasses during the year as against 12,13,123 MT of sugar and 1,28,918 MT of molasses during the previous year.

Distillery

The Industrial Alcohol / Ethanol production was 1,04,923 KL as against 1,07,757 KL in the previous year. Alcohol / Ethanol sale during the year was at 97,015 KL as against 1,20,410 KL during the previous year.

Ethanol sales during the year produced from B-heavy molasses stood at Nil KL at an average realization of ₹ Nil per KL as against 11,222 KL at an average realisation of ₹ 60,574 per KL in the previous year. Ethanol sales from molasses produced from C-heavy route (Excluding ENA) stood at 81,585 KL at an average realization of ₹ 63,632 per KL as compared to 1,08,936 KL at an average realisation of ₹ 60,652 per KL in the previous year. Blended realisation for total industrial alcohol (including ENA) sales stood at ₹ 56,539 per KL as compared to ₹ 56,675 per KL in previous year.

During the year 2024-25, Distillery plants had been run for 160 days, while in current year 2025-26, all plants had been run for 154 days.

Power

The operations of power generation were smooth at all the fourteen plants. While most of the power generated by us continued to be used for captive consumption to run our plants, the surplus power was sold to the Uttar Pradesh state grid.

During the year, Power generation was at 569.54 Million Units (MUs) as against 621.99 MUs in the previous year. The Company exported 147.23 MUs of power as against 157.34 MUs during the previous year.

Change in nature of business

There is no change in nature of business during the financial year.

Material changes and commitments

There have been no material changes and commitments which affect the financial position of the Company which have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

Debt restructuring

Due to the recurring and prolonged mismatch between the high raw material (cane) procurement cost and the almost flat finished goods (sugar) realisations, mounting cane dues and non-settlement of subsidy claims under the Sugar Promotion Policy of Uttar Pradesh government, the Company has been facing

cash flow mismatch and has been working on various alternatives to align its debt obligations with its cash flows. Owing to significant pressure on operating margins of the Company and resultant liquidity constraints, the ability of the Company to service its principal repayment and interest obligations was adversely affected.

On account of the perceived and imminent stress, the Company requested its lenders ("Consortium of Lenders") to consider restructuring of their outstanding Optionally Convertible Debentures ("OCDs"), Yield to Maturity ("YTM") on the outstanding OCDs and the Right of Recompense ("ROR") under the restructuring agreement dated December 30, 2014 entered between the Company and Lenders ("MRA"), and to explore options to resolve the stress in accordance with the RBI's Circular No. RBI/2018-19/203, DBR.No.BP.BC.45/21.04.048/2018-19 dated June 07, 2019, on Prudential Framework for Resolution of Stressed Assets, including any statutory modification or re-enactment thereof for the time being in force ("RBI Prudential Framework").

The Consortium of Lenders, after a long deliberation, decided to restructure the dues in accordance with the RBI Prudential Framework. The final resolution plan amongst the Company and the Consortium of Lenders pursuant to the RBI Prudential Framework ("Resolution Plan") was adopted and common consensus of all lenders for the implementation of the Resolution Plan has been accorded and minuted at the Consortium of Lenders meeting held on December 29, 2025.

For the purpose of the Resolution Plan, the cut-off date ("COD") is to be considered as April 01, 2025, with an aggregate exposure of various lenders in the Company amounting to ₹6,640.88 crores (Rupees Six Thousand Six Hundred and Forty Crores and Eighty Eight Lakhs Only) as on April 01, 2025, which comprises of outstanding OCDs, YTM on the outstanding OCDs and ROR on earlier restructuring schemes in the year 2014 as on April 01, 2025, as per the details given hereunder:

(₹ Crores)

S. No.	Facility	Consortium of Lenders share as on March 31, 2025	Consortium of Lenders instalment due on March 31, 2025, paid by the Company	Additional infusion by the promoters/ promoter group (to be infused)	Facility outstanding for Consortium of Lenders
1	OCDs	3,483.25	267.94	-	3,215.31
2	YTM on OCDs	3,584.95	275.77	369.21	2,939.97
3	ROR	485.60	-	-	485.60
	Total	**7,553.80**	**543.71**	**369.21**	**6,640.88**

The salient features of the Resolution Plan are as follows:

1. COD – April 01, 2025.
2. Broad contours of the proposed restructuring of loan facilities as per the Resolution plan are provided in Table A below:

Table A:

Existing facility	Contours of the proposed Resolution Plan
Outstanding OCDs as on the COD of ₹3,215.31 crores (Rupees Three Thousand Two Hundred and Fifteen Crores and Thirty One Lakhs Only)	OCD amounts to continue as debt with elongated repayment schedule. Please see below the revised terms of OCDs: i. Tenor – 15 years. ii. Moratorium Period - First 6 years (from April 01, 2025, till March 30, 2031). iii. Structured Annual Repayment of OCDs – 10 structured annual instalments from 6th to 15th years (from March 31, 2031 to March 31, 2040). iv. Coupon / Dividend – 0.20% p.a. for entire tenor and payable annually at the year End. v. Waiver of further accrual of YTM on the outstanding OCDs. vi. OCD amount to further reduce from proceeds of sale of non-core assets, as and when realised in inverse order of maturity.

Existing facility	Contours of the proposed Resolution Plan
Outstanding YTM on OCDs of ₹2,939.97 crores and ROR of ₹485.60 crores under MRA	Conversion of outstanding YTM of ₹2,939.97 crores (Rupees Two Thousand Nine Hundred and Thirty Nine Crores and Ninety Seven Lakhs Only) as on March 31, 2025, into the following by lenders: i. Equity shares of the Company up to ₹570.03 crores (Rupees Five Hundred and Seventy Crores and Three Lakhs Only) such that the Consortium of Lenders' shareholding does not exceed 50% initially. ii. Balance amount of ₹2,369.94 crores (Rupees Two Thousand Three Hundred and Sixty Nine Crores and Ninety Four Lakhs Only) to be converted into compulsorily convertible preference shares ("CCPS"). Conversion of ROR under MRA of ₹485.60 crores (Rupees Four Hundred and Eighty Five Crores and Sixty Lakhs Only) as on March 31, 2025, into CCPS of the Company. Terms and conditions for issue of CCPS to the lenders: i. CCPS shall have features for buy-back by the Company. ii. Tenor – up to 20 years. iii. Coupon / Dividend – 0.01% p.a. (on a cumulative basis). iv. On every reduction of lenders' shareholding below 50% (by way of sale of shares/ dilution of equity stake), the allotted CCPS will be converted into equity shares on a quarterly basis, in a manner that lenders' shareholding is envisaged to remain below 50%. For the avoidance of doubt, such endeavour shall not be construed as imposing any restriction, limitation, or obligation on the lenders to maintain or reduce their shareholding below 50%. Lenders' conversion price for equity shares and CCPS shall be calculated as per the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and the RBI Prudential Framework, to be computed by a registered valuer.
Promoter/ Company infusion	As a part of the Resolution Plan, the Company/ promoters are required to infuse ₹1,000 crores (Rupees One Thousand Crores Only) in the financial year 2025-26. Out of ₹1,000 crores, ₹630.79 crores (Rupees Six Hundred and Thirty Crores and Seventy Nine Lakhs Only) was received by the Company in June, 2025, through buyback of shares done by Lalitpur Power Generation Company Limited (LPGCL). The proceeds were used towards payment of dues as on March 31, 2025, including OCD instalment of ₹267.94 crores (Rupees Two Hundred and Sixty Seven Crores and Ninety Four Lakhs Only), YTM instalment of ₹275.77 crores (Rupees Two Hundred and Seventy Five Crores and Seventy Seven Lakhs Only) and coupon payment on OCDs of ₹87.08 crores (Rupees Eighty Seven Crores and Eight Lakhs Only). Balance infusion of ₹369.21 crores (Rupees Three Hundred and Sixty Nine Crores and Twenty One Lakhs Only) within financial year 2025-26 towards YTM adjustment through issuance of Tax Deducted at Source ("TDS") certificates and balance to be used towards further reduction in YTM.

Existing facility	Contours of the proposed Resolution Plan
Sale of non-core assets	Promoters/ Company shall arrange a minimum of ₹150 crores (Rupees One Hundred and Fifty Crores Only) through sale of the following non-core assets, two years from the date of implementation of the Resolution Plan, as identified by the Assets Sale Committee ("ASC"): i. Coal mines in Indonesia owned by PT Batu Bumi Persada and PT Jangkar Prima, subsidiaries of Bajaj Hindusthan (Singapore) Private Limited, a wholly owned subsidiary of the Company. ii. Falcon aircraft owned by the Company. iii. Shares of the Company owned by the BHL Securities Trust. iv. Assets of the Company's Ecotec Division. v. Assets of Phenil Sugars Limited, a subsidiary of the Company. vi. Any other assets as decided by the ASC.
Security	i. Security interest having a first pari-passu charge by way of mortgage over all immovable fixed assets and hypothecation over all movable fixed assets (both present and future) of the Company. ii. Security interest having a first pari-passu charge by way of hypothecation over all current assets of the Company. iii. The personal guarantee of promoter given as per the earlier restructuring to continue until the tenor of OCDs. iv. The corporate guarantee of Bajaj International Realty Private Limited given as per the earlier restructuring to continue until the tenor of OCDs. v. Pledge of 3,63,00,011 fully paid-up equity shares of Bajaj Energy Private Limited by Bajaj Power Ventures Private Limited. vi. Pledge of 21,82,870 fully paid-up equity shares of Lalitpur Power Generation Company Limited by the Company. vii. Pledge by the promoters of 31,87,43,422 fully paid-up equity shares of the Company. viii. First pari-passu charge over the fixed assets of Phenil Sugars Limited and equitable mortgage of land owned by Phenil Sugars Limited, if envisaged sale of non-core assets does not happen within the stipulated timeline of two years from the COD. ix. The corporate guarantee of Phenil Sugars Limited until the tenor of OCDs. x. Shortfall undertaking by way of corporate guarantee from Bajaj Energy Private Limited for a maximum amount of up to ₹300 crores (Rupees Three Hundred Crores Only) (at a maximum of ₹150 crores per year) till financial year 2032, i.e., till the end of the Specified Period in accordance with the RBI Prudential Framework to meet any cumulative shortfall in EBITDA/ funds requirement for capital expenditure (CapEx) as per the proposed Resolution Plan.

A Framework Agreement was executed in this regard on March 26, 2026 between the Company and Lenders. In terms of the Resolution plan, the restructured facilities (OCDs) have been secured on first pari passu charge basis on all current assets and all movable and immovable fixed assets of the Company. The outstanding OCDs are further secured by personal/corporate guarantee from promoter/ promoter group and other securities from subsidiary/group companies as mentioned in Table A. Out of the committed amount of ₹ 1,000 crore, an amount of ₹ 630.79 crore has been brought by the promoters through buyback of shares of Lalitpur Power Generation Company Limited (LPGCL) and balance ₹ 369.21 crore as Inter corporate deposit from LPGCL. Outstanding YTM and RoR amount converted into equity shares and compulsorily convertible preference shares of the Company. The Restructuring gives your Company critical support to tide over the present difficult business environment. The decision of the banks to consider and approve the Restructuring of loans also reflects the faith these institutions have in the long-term business model of the Company.

Changes in capital structure

Pursuant to the approval of the shareholders of the Company at the Extraordinary General Meeting held on March 10, 2026, the consent of the members of the Company was accorded to increase the Authorised Share Capital of the Company from ₹500,00,00,000/- (Rupees Five Hundred Crores Only) divided into 500,00,00,000 (Five Hundred Crores) equity shares of ₹1/- (Rupee One Only) each to ₹13,000,00,00,000/- (Rupees Thirteen Thousand Crores Only) divided into 3,000,00,00,000 (Three Thousand Crores) equity shares of ₹1/- (Rupee One Only) each aggregating to ₹3,000,00,00,000/- (Rupees Three Thousand Crores Only) and 10,000,00,00,000 (Ten Thousand Crores) preference shares of ₹1/- (Rupee One Only) each aggregating to ₹10,000,00,00,000/- (Rupees Ten Thousand Crores Only) by creation of additional 2,500,00,00,000 (Two Thousand Five Hundred Crores) equity shares of ₹1/- (Rupee One Only) each and 10,000,00,00,000 (Ten Thousand Crores) preference shares of ₹1/- (Rupee One Only) each in the Authorised Share Capital of the Company.

Preferential Allotment of Equity Shares and Compulsorily Convertible Preference Shares (CCPS) to Lenders

Your Company has allotted 1,09,65,82,534 equity shares on preferential basis to the Lenders upto March 31, 2026 and 1,67,23,565 equity shares to the Lenders on April 01, 2026 of ₹ 1/- each at a premium of ₹ 4.12 per share. Accordingly, paid up equity share capital of the Company has been increased from 127,73,59,942 equity shares of ₹ 1/- each to 239,06,66,041 equity shares of ₹ 1/- each.

Company has also allotted 28,10,88,20,184 Compulsorily Convertible Preference Shares to the Lenders upto March 31, 2026 and 44,56,67,369 Compulsorily Convertible Preference Shares to the Lenders on April 01, 2026 of ₹ 1/- each in accordance with Restructuring Scheme.

The Company paid first instalment of Optionally Convertible Debentures (OCDs) issued to lenders and outstanding OCDs as on March 31, 2026 is ₹ 3215.31 Crore.

Listing of securities

The Company's equity shares are listed on the BSE Limited and National Stock Exchange of India Limited. The Annual Listing fees to each of these Stock Exchanges have been paid by the Company.

Subsidiary, Associate and Joint Ventures

As on March 31, 2026, the Company had the following Subsidiaries, all of them are presently unlisted:

Subsidiaries:

1. Bajaj Aviation Private Limited (BAPL) – (Holding 100%).
2. Bajaj Power Generation Private Limited (BPGPL) – (Holding 100%).
3. Phenil Sugars Limited (PSL) – (Holding 99.70%)
4. Bajaj Hindusthan (Singapore) Private Limited (BH(S)PL) – (Holding 100%).
5. PT. Batu Bumi Persada, Indonesia – (step down subsidiary being 99.00% subsidiary of BH(S)PL).
6. PT. Jangkar Prima, Indonesia – (step down subsidiary being 99.88% subsidiary of BH(S)PL).

There is no associates or joint ventures in the Company during the year.

Performance and financial positions of subsidiaries

a) Bajaj Aviation Private Limited (BAPL): During the year ended March 31, 2026, BAPL, the wholly owned subsidiary of the Company, continued to provide Air Transport Services through Aircraft - Falcon LX 2000.

   For the year ended March 31,2026, BAPL generated revenue of ₹ 3,699.02 lakh from its operations as compared to ₹ 3,280.26 lakh generated in the previous year. The profit after tax for the current year was at ₹ 275.11 lakh as compared to ₹ 145.28 lakh in the previous financial year.

b) Bajaj Power Generation Private Limited (BPGPL): BPGPL, the wholly owned subsidiary of the Company is engaged in setting up of power project. The Company's existing power project could not take off in time due to various reasons beyond the Company's control. The Company is exploring opportunities in renewable energy sector and will seek necessary regulatory approvals as may be required going forward.

c) Phenil Sugars Limited (PSL): PSL continued to be the subsidiary of the Company (99.70%) during the year under review. During the financial year 2025-26, the loss after tax is ₹ 50.36 crore as compared to the loss of ₹ 60.01 crore in the previous year.

d) Bajaj Hindusthan (Singapore) Private Limited: BH(S)PL through its two subsidiaries in Indonesia, continued to hold coal mines in Indonesia which are in the process of being developed.

e) PT. Jangkar Prima (PTJP), Indonesia and PT. Batu Bumi Persada (PTBBP), Indonesia: PTJP and PTBBP are engaged in the business of Mining and Mining services. These subsidiaries are in the process of development of a coal mine for which necessary approvals are in place. Operation of coal mine is expected to start soon.

Pursuant to the provisions of Section 129 of the Companies Act, 2013 and Rule 5 of the Companies (Accounts) Rules 2014, statement containing the salient features of the financial statements of its subsidiaries in the manner prescribed under the Companies Act, 2013 is given as Annexure to the Consolidated Financial Statements.

Consolidated Financial Statements

In compliance with Section 129(3) of the Companies Act, 2013 and Rules made thereunder, Indian Accounting Standard (Ind AS) 110, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Consolidated Financial Statements form part of this Annual Report. Consolidated Financial Statements presented by your Company include financial information about its aforesaid subsidiaries. The standalone financial statements of BHSL as well as its aforesaid subsidiaries and its associates will be available on the website of the Company (www.bajajhindusthan.com).

Credit Rating

The brief details of the ratings received from credit rating agency are given in Corporate Governance Report.

Investor Education and Protection Fund

The details of Investor Education and Protection Fund are given in Corporate Governance Report.

Directors and Key Managerial Personnel

Number of meetings of the board

During the year, eight meetings of the board were held on May 29, 2025, June 30, 2025, July 18, 2025, August 12, 2025, November 12, 2025, December 31, 2025, February 12, 2026 and March 21, 2026. The Maximum time-gap between any two consecutive meetings was within the period prescribed under the Companies Act 2013 & SEBI (LODR) Regulation, 2015.

A detailed update on the Board and its Committee's composition, meetings held and attendance of the Directors at these meetings is provided in the Corporate Governance Report, which forms a part of this Annual Report.

Retirement by rotation

Mr. Ajay Kumar Sharma (DIN:09607745), Managing Director of the Company, will retire by rotation and being eligible offers himself for reappointment. The appointment of Mr Ajay Kumar Sharma is in compliance with the provisions of Section 152 of the Companies Act, 2013.

Appointment of Director

Mr. Satish Kumar Nagpal (DIN:09045584) was appointed as Nominee Director (State Bank of India) of the Company with effect from July 18, 2025 and the profile of Mr. Satish Kumar Nagpal forms part of the Corporate Governance Report.

Dr. Anil Rishiraj was appointed as Additional Director (Non-executive, Non-Independent Director) of the Company with effect from May 29, 2026 and the profile of Dr. Anil Rishiraj is given below.

With over 43 years of professional experience, Dr. Anil Rishiraj has been working as a Senior Management Executive with Large Corporate Groups for the last over 17 years handling Business Development, Corporate Affairs, Liaising & Networking at Higher Bureaucratic/Corporate Levels. Prior to this, he has worked for over 26 years with Central Government Preventive & Investigative Departments under Ministry of Finance. Previously, he has been associated with Essar Services India Limited. With a Master of Arts Degree in Personnel Management & Industrial Relations, he holds a Degree of Doctor of Social Work and a Diploma in Human Resource Management.

Cessation of Director

Mr. Ramani Ranjan Mishra (DIN:09389302) ceased to be a Nominee Director of the Company due to superannuation from Punjab National Bank with immediate effect as per letter dated May 13, 2026.

Key Managerial Personnel

There is no change in Key Managerial Personnel during the year.

Board evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and other Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

Induction and training of Board members

The process followed by the Company for induction and training to Board members has been explained in the Corporate Governance Report.

Independent Directors' Declaration

The Company has received the necessary declaration from each Independent Director in accordance with Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence as laid out in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1) (b) of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As required under Rule 8(5) (iiia) of the Account of Companies Rules, in the opinion of the Board of Directors of your Company, the Independent Directors comprise persons of high repute and possess relevant expertise and experience in their respective fields.

Directors' responsibility statement

Pursuant to the requirement of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

(i) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(ii) 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 at the end of the financial year and profits of the Company for that year;

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

(iv) the directors had prepared the annual accounts on a going concern basis;

(v) 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

(vi) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Auditors and Auditors' Report

Auditors and their report

M/s. Sidharth N Jain & Company, Chartered Accountants (Firm Registration No. 018311C), has been appointed as Statutory Auditors of the Company at the 90th annual general meeting held on September 26, 2022, for a period of 5 consecutive years till the conclusion of 95th Annual General Meeting.

During FY 2025-26, the Statutory Auditors had not reported any matter under Section 143(12) of the Companies Act 2013 and therefore, no details are required to be disclosed under Section 134(3) (ca) of the Act.

The auditors in their report to the members, have given, emphasis of matter and key audit matters and the explanation/comments of your directors with respect to it are as follows:

1. **Comments to para 4th (i) & (ii) of the Audit report regarding Emphasis of Matter**
   a. Management is of the view that sufficient efforts are being undertaken to revive the said subsidiaries in the foreseeable future to recover carrying value of the investments & loans and on-going efforts towards obligation casted on the Company and its promoters to recover the outstanding loans in phased manner.
   b. Please refer note no. 51 of standalone financial statement.
2. **Comments on Key audit matters of the Audit report regarding Impairment assessment for Investments, loans and interest on loan-related party companies**

   Please refer the comments on Sr. 1(a) above regarding recovery of outstanding loans and sale of investment and accordingly no impairment have been identified by the management based on above assessment.

Cost auditors and their report

Pursuant to Section 148 of the Companies Act, 2013, the Board of Directors on the recommendation of the Audit Committee appointed M/s. B.J.D. Nanabhoy & Co., Cost Accountants, Mumbai (Firm Registration No. 000011) as the Cost Auditors of the Company for financial year 2026-27 and has recommended their remuneration to the shareholders for ratification at the ensuing Annual General Meeting. The Cost Audit Reports for the financial year ended March 31, 2025, for the products Sugar, Industrial Alcohol and Electricity was filed with the Ministry of Corporate Affairs on September 04, 2025.

In terms of Section 148 of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, it is stated that the cost accounts and records are made and maintained by the Company as specified by the Central Government under sub-section (1) of Section 148 of the Act.

Secretarial auditors and their report

Pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, M/s. Anant B Khamankar & Co., Practicing Company Secretaries (C.P. No. 1860 & Peer Review Certificate No. 1283/2021), has been appointed as Secretarial Auditors of the Company at the 93rd annual general meeting held on September 11, 2025 for a term of 5 (Five) consecutive years from April 01, 2025 to March 31, 2030.

The Secretarial Audit Report and Annual Secretarial Compliance Report are annexed as "Annexure II" and "Annexure III" and forms part of this report. The report does not contain any qualification, reservation or adverse remark or disclaimer.

Public deposits

The Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. Deposits unclaimed at the end of the year was Nil.

Particulars of loans, guarantees or investments

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in "Annexure IV" and forms part of this report.

Details of difference between valuation amount on one time settlement and valuation while availing loans from banks and financial institutions

During the year under review, there has been no one-time settlement of loans taken from banks and financial institutions.

Audit Committee

The Company constituted Audit Committee as required under Section 177 of the Companies Act, 2013 and Regulation 18 of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015. Composition of Audit Committee is given in Corporate Governance Report. There is no such instance during the year under review where the Board had not accepted any recommendation of the Audit Committee.

Related party transactions

The details of transactions entered into with the Related Parties are enclosed in Form no. AOC 2 is annexed herewith as "Annexure V" and forms part of this report.

Internal financial control

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of fraud and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures. The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

Annual Return

Draft Annual Return of the Company for the financial year ended March 31, 2026 as per Section 92(3) of the Companies Act, 2013 is placed on the website of the Company at www.bajajhindusthan.com

Corporate Social Responsibility

As required under Section 135 of the Companies Act, 2013, the Company has constituted a Corporate Social Responsibility (CSR) Committee. As per recommendation of the CSR Committee, the Board at its meeting held on September 25, 2014 approved the CSR Policy of the Company. Report on CSR Activities/ Initiatives is enclosed as "Annexure VI" and forms part of this report.

Policies

Policy for determining material subsidiary

During the year ended March 31, 2026, the Company does have material unlisted subsidiary company as defined in Regulation 16 (c) of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has framed a policy for determining "material subsidiary" and the same is available on the Company's website at https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/1552050985_BHSL-Policy%20on%20Material%20Subsidiaries-12.02.2019.pdf

Policy on remuneration and other aspects of Directors and Key Managerial Personnel

The Board has on the recommendation of the Nomination and Remuneration Committee framed a policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of director and appointment of Directors, Key Managerial Personnel and Senior Management and their remuneration. The detailed remuneration policy is placed on the Company's website at https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/BHSL-Nomination%20and%20Remuneration%20Policy-13.02.2023.pdf

Vigil Mechanism / Whistleblower Policy

The Company has formulated a Vigil Mechanism/Whistleblower Policy in accordance with Section 177(9) of the Companies Act, 2013 and Regulation 22 of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details of the Vigil Mechanism/ Whistleblower Policy are provided in the Corporate Governance Report and also posted on the website

of the Company at https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/1553861260_BHSL-Policy%20on%20Vigil%20Mechanism-12.02.2019.pdf

Risk Management

The Company has a Risk Management Policy to identify and evaluate business risks and opportunities. This framework seeks to create transparency, minimise adverse impact on the business objectives and enhance the Company's competitive advantage. The business risk framework defines the risk management approach across the enterprise at various levels including documentation and reporting. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for business. The detailed risk management policy is placed on the Company's website at https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/1552050985_BHSL-Risk%20Management%20Policy-12.02.2019.pdf

The Board of Directors had constituted Risk Management Committee to identify elements of risk in different areas of operations and to develop policy for actions associated to mitigate the risks.

Related Party Transaction Policy

Policy on dealing with Related Party Transactions as approved by the Board is uploaded on the Company's website at https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/BHSL-Policy%20on%20Materiality%20and%20Dealing%20with%20Related%20Party%20Transactions-20.05.2022.pdf

Corporate Social Responsibility (CSR) policy

Contents of Corporate Social Responsibility Policy in the Board's report are given in the Report on CSR Activities in "Annexure VI" and on the Company's website at https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/1433133931_BHL%20CSR%20Policy.pdf

Anti-Sexual Harassment Policy

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal committee has been set up to redress the complaints received regarding sexual harassment at workplace. All employees, including trainees, are covered under this policy. During the financial year ended March 31, 2026, there was nil complaints recorded pertaining to sexual harassment.

Compliance with Secretarial Standards

The Company has complied with the secretarial standards issued by the Institute of Company Secretaries of India on Board Meetings and Annual General Meetings.

Significant and material orders passed by the regulators or courts or tribunals

There have been no significant and material orders passed by the courts or regulators or tribunals impacting the going concern status and Company's operations. However, members' attention is drawn to the statements on contingent liabilities and commitments in the notes forming part of the financial statements.

Particulars of employees and related disclosures

As required under the provision of Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company are set out in "Annexure VII" and forms part of this report.

Transfer of unclaimed dividend and unclaimed shares to investor education and protection fund

The details of Unclaimed Dividend and Unclaimed Shares forms part of the Corporate Governance Report.

Conservation of energy, technology absorption and foreign exchange earnings and outgo

The relevant particulars regarding the above are given in "Annexure VIII" and forms part of this report.

Corporate governance

The Company has complied with the corporate governance requirements under the Companies Act, 2013 and as stipulated under the Listing Regulations. A separate section on corporate governance practices followed by the Company, together with a certificate from the Auditors confirming compliance is annexed and forms part of this Report.

Management Discussion and Analysis and Business Responsibility and Sustainability Report

As per Regulation 34 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, Management Discussion and Analysis Report and Business Responsibility and Sustainability Report are prescribed in separate Sections forming part of this Annual Report.

Acknowledgements

Industrial relations have been cordial at all the plants of the Company. The Directors express their appreciation for the sincere co-operation and assistance of Central and State Government authorities, bankers, customers and suppliers and business associates. Your directors also wish to place on record their deep sense of appreciation for the committed services by your Company's employees. Your directors acknowledge with gratitude the encouragement and support extended by our valued shareholders

For and on behalf of the Board of Directors

Kushagra Bajaj
Chairman
(DIN: 00017575)

Mumbai
May 29, 2026

Changes after the date of Boards' Report

Appointment of Directors

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors recommended for approval of shareholders the appointment of the following Directors of the Company with effect from August 28, 2026:

1) Mr. Nand Lal Kalra (DIN: 05268554) as an Independent Director

2) Mr. Sanoj Kumar Potdar (DIN: 11760195) as a Nominee Director (Punjab National Bank)

Brief Profile:

Mr. Nand Lal Kalra (DIN: 05268554), Independent Director

Mr. Nand Lal Kalra, aged 76 years, is Bachelor of Science from Kurukshetra University (Gold Medallist), Master of Science from Panjab University and Bachelor of Laws (LL.B.) from Jodhpur University, brings more than five decades of experience spanning public administration, direct tax adjudication and corporate board governance. A former Accountant Member of the Income Tax Appellate Tribunal (ITAT) and a 36 year veteran of the Indian Revenue Service (IRS), he has translated a distinguished career in taxation and quasi-judicial adjudication into rigorous, hands-on board oversight - most recently as Chairman of the Audit Committee of Akums Drugs and Pharmaceuticals Limited, a listed pharmaceutical manufacturer.

Mr. Sanoj Kumar Potdar (DIN: 11760195), Nominee Director (Punjab National Bank)

Mr. Sanoj Kumar Potdar is a professional banker with 26 years of experience in fields like International Banking, Corporate Credit, and Treasury Management. He has also served for three years at PNB International Limited, London. Mr. Potdar is currently Deputy General Manager with Punjab National Bank, HO Treasury Division, Mumbai. He holds a bachelor's degree in science, is a Certified Associate of the Indian Institute of Bankers (CAIIB) and has earned the NSE Academy Certification in Financial Markets. He is also a qualified Financial Risk Manager (FRM) from GARP, USA.

For and on behalf of the Board of Directors

Kushagra Bajaj
Chairman
(DIN: 00017575)

Mumbai
July 29, 2026

ANNEXURE I

DIVIDEND DISTRIBUTION POLICY

1. Introduction

In accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of the Company, has adopted this Policy.

The intent of the Policy is to broadly specify the external and internal factors including financial parameters that shall be considered while declaring dividend and the circumstances under which the shareholders of the Company may or may not expect dividend and how the retained earnings shall be utilised, etc.

The Policy shall not apply to:

- Determination and declaration of dividend on preference shares, as and when issued by the Company, as the same will be as per the terms of issue approved by the shareholders.
- Issue of bonus shares by the Company
- Buyback of securities

The Policy is not an alternative to the decision of the Board for recommending dividend, which is made every year after taking into consideration all the relevant circumstances enumerated hereunder or other factors as may be decided as relevant by the Board.

2. Definitions

(i) **"Act"** shall mean the Companies Act, 2013 and rules made thereunder, as amended from time to time.

(ii) **"Board"** shall mean board of directors of the Company.

(iii) **"Company"** shall mean Bajaj Hindusthan Sugar Limited.

(iv) **"Dividend"** includes any interim dividend.

(v) **"Listing Regulations"** shall mean the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

(vi) **"Policy"** shall mean this dividend distribution policy.

(vii) **"Stock Exchange"** shall mean a recognised Stock Exchange on which the securities of the Company are listed.

3. Policy

A. Parameters and Factors for Declaration of Dividend

The dividend pay-out decision of the Board depends upon certain financial parameters and internal and external factors, including:

Financial Parameters and Internal Factors:

(i) Operating cash flow of the Company

(ii) Profit earned during the year

(iii) Profit available for distribution

(iv) Earnings Per Share (EPS)

(v) Working capital requirements

(vi) Capital expenditure requirement

(vii) Business expansion and growth

(viii) Likelihood of crystallisation of contingent liabilities, if any

(ix) Additional investment in subsidiaries and associates of the Company

(x) Upgradation of technology and physical infrastructure

(xi) Creation of contingency fund

(xii) Cost of Borrowing

(xiii) Past dividend payout ratio / trends

External Factors:

(i) Economic environment

(ii) Capital markets

(iii) Global conditions

(iv) Statutory provisions and guidelines

B. Circumstances under which the shareholders of the Company may or may not expect Dividend

The decision regarding dividend pay-out is a crucial decision as it determines the amount of profit to be distributed among shareholders of the Company and the amount of profit to be retained in business. The decision seeks to balance the dual objectives of appropriately rewarding shareholders through dividends and retaining profits in order to maintain a healthy capital adequacy ratio to support future growth. The shareholders of the Company may not expect dividend in the following circumstances, subject to discretion of the Board of Directors:

(i) Proposed expansion plans requiring higher capital allocation

(ii) Decision to undertake any acquisitions, amalgamation, merger, joint ventures, etc. which requires significant capital outflow

(iii) Requirement of higher working capital for the purpose of business of the Company

(iv) Proposal for buy-back of securities

(v) In the event of loss or inadequacy of profit

C. Utilisation of the retained earning

The Board may retain its earnings in order to make better use of the available funds and increase the value of the stakeholders in the long run. The decision of utilisation of the retained earnings of the Company shall be based on the following factors:

- Expansion and modernisation plan
- Long-term strategic plans
- Replacement of capital assets
- Where the cost of debt is expensive
- Such other criteria as the Board may deem fit from time to time

D. Manner of Dividend payout

In case of final dividend

(i) Recommendation, if any, shall be done by the Board, usually in the Board meeting that considers and approves the annual financial statements, subject to approval of the shareholders of the Company.

(ii) The dividend as recommended by the Board shall be approved/declared at the Annual General Meeting of the Company.

(iii) The payment of dividends shall be made within the statutorily prescribed period from the date of declaration, to those shareholders who are entitled to receive the dividend on the record date/book closure period, as per the applicable law.

In case of interim dividend:

(i) Interim dividend, if any, shall be declared by the Board.

(ii) Before declaring interim dividend, the Board shall consider the financial position of the Company that allows the payment of such dividend.

(iii) The payment of dividends shall be made within the statutorily prescribed period from the date of declaration to the shareholders entitled to receive the dividend on the record date, as per the applicable laws.

(iv) In case no final dividend is declared, interim dividend paid during the year, if any, will be regarded as final dividend in the Annual General Meeting.

4. Parameters adopted in relation to various classes of shares

The Company has issued only one class of equity shares with equal voting rights. Accordingly, all members are entitled to receive the same amount of dividend per equity share. The Policy shall be suitably modified upon the issue of equity shares of a different class.

5. Policy Review and Amendments

The Board reserves the power to review and amend this Policy from time to time. All provisions of this Policy would be subject to revision or amendment in accordance with applicable law as may be issued by relevant statutory, regulatory or governmental authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder.

ANNEXURE II

FORM NO. MR – 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[PURSUANT TO SECTION 204(1) OF THE COMPANIES ACT, 2013 & RULE 9 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014]

To,

The Members,
BAJAJ HINDUSTHAN SUGAR LIMITED
Golagokarannath, Lakhimpur-Kheri,
Kheri -262802
Uttar Pradesh, India

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Bajaj Hindusthan Sugar 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 the Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Bajaj Hindusthan Sugar Limited for the financial year ended on 31st March, 2026, 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;

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

(iv) Foreign Exchange Management Act, 1999 (FEMA) and the Rules and Regulations made thereunder, to the extent applicable to Foreign Direct Investment and Overseas Direct Investment.

(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;

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

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (not applicable to the listed entity for the period under review)

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (not applicable to the listed entity for the period under review)

f) 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;

g) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (not applicable to the listed entity for the period under review)

h) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018; (not applicable to the listed entity for the period under review) and

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(vi) OTHER APPLICABLE LAWS:

a) U. P. Sheera Niyantran Adhiniyam, 1964

b) Food Safety and Standards Act, 2006

c) Essential Commodities Act, 1955

d) The Sugar Development Fund Act, 1982

e) Prevention of Food Adulteration Act, 1954

f) U.P. Sugar Wage Board, 1991

g) U.P Sugarcane (Regulation of Supply and Purchase) Act, 1953

h) Bihar Sugarcane (Regulation of Supply and Purchase) Act, 1981

i) The Sugar Export Promotion Act, 1958

j) The Sugarcane Act, 1934

k) The Sugar (Regulation & Production) Act, 1961

l) Hazardous Waste (Management & Handling) Rules, 1989

We have relied on the representations made by the Company, its Officers and Reports of the Statutory Auditor for the systems and mechanism framed by the Company for compliances under other Acts, Laws and Regulations applicable to the Company.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

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

We further report that:

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance/shorter notice of time less than seven days for items of business which were in the nature of 'unpublished price sensitive information' and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minute's book, while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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.

FOR ANANT B KHAMANKAR & CO.
COMPANY SECRETARIES

ANANT B. KHAMANKAR
PROPRIETOR
FCS No. - 3198 I CP No. – 1860

ICSI UNIQUE CODE: S1991MH009400
UDIN: F003198H000513862 DATE: MAY 29, 2026
PEER REVIEW NO: 1283/2021 PLACE: MUMBAI

ANNEXURE III

SECRETARIAL COMPLIANCE REPORT OF BAJAJ HINDUSTHAN SUGAR LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Bajaj Hindusthan Sugar Limited (hereinafter referred as 'the Listed Entity'), having its Registered Office at Golagokarannath, Lakhimpur – Kheri, District -Kheri – 262802, Uttar Pradesh. Secretarial Review 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 listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2026, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, M/s Anant B Khamankar & Co., Company Secretaries have examined:

(a) All the documents and records made available to us and explanation provided by Bajaj Hindusthan Sugar Limited ("the Listed Entity").

(b) The filings/ submissions made by the Listed Entity to the stock exchanges,

(c) Website of the Listed Entity,

(d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification for the year ended 31st March, 2026 ("Review Period") in respect of compliance with the provisions of:

i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) as amended;

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

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (not applicable to the Company for the period under review)

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (not applicable to the Company for the period under review)

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable to the Company for the period under review)

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (not applicable to the Company for the period under review)

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) Any other regulation as applicable: Not Applicable

We hereby report that, during the Review Period:

a) The listed entity has maintained proper records under the provisions of the above Regulations and Circulars/Guidelines issued thereunder in so far as it appears from our examination of those records.

b) The listed entity has complied with the provisions of the above Regulations and Circulars/Guidelines issued thereunder, except in respect of matter specified in Annexure A to the report.

c) The listed entity has taken the following actions to comply with the observations made in previous reports as appended as Annexure B to the report.

d) In terms of the NSE Circular Ref No: NSE/CML/2023/30 dated 10th April, 2023 and the BSE Circular No: 20230410-41 dated 10th April, 2023 and amendments therein, our affirmations, is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
1.	**Secretarial Standards:** The Compliances of the Listed Entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable and in accordance with the Auditing Standards issued by ICSI, namely CSAS-1 to CSAS-3.	Yes	None

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
2.	**Adoption and timely updation of the Policies:**		
	• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	Yes	None
	• All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes	None
3.	**Maintenance and disclosures on Website:**		
	• The Listed Entity is maintaining a functional website	Yes	None
	• Timely dissemination of the documents/ information under a separate section on the website	Yes	None
	• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes	None
4.	**Disqualification of Director(s):**		
	None of the Director(s) of the Company are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the Listed Entity	Yes	None
5.	**Details related to Subsidiaries of Listed Entities have been examined w.r.t.:**		
	(a) Identification of material subsidiary companies	Yes	None
	(b) Disclosure requirement of material as well as other subsidiaries	Yes	None
6.	**Preservation of Documents:**		
	The Listed Entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	None
7.	**Performance Evaluation:**		
	The Listed Entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations	Yes	None
8.	**Related Party Transactions:**		
	(a) The Listed Entity has obtained prior approval of Audit Committee for all related party transactions; or		
	(b) The Listed Entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes	None
9.	**Disclosure of events or information:**		
	The Listed Entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	None

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
10.	**Prohibition of Insider Trading:** The Listed Entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	**Actions taken by SEBI or Stock Exchange(s), if any:** No Action(s)has been taken against the Listed Entity/ its promoters/directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder.	Yes	None
12.	**Additional Non-compliances, if any:** No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	None

e) Compliances related to resignation of Statutory Auditors from Listed Entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
1.	**Compliances with the following conditions while appointing/ re-appointing an auditor**		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	NA	No Such Case Observed During the Year
	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or	NA	No Such Case Observed During the Year
	iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	No Such Case Observed During the Year
2.	**Other conditions relating to resignation of Statutory auditor**		
	i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee: a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.	NA	No Such Case Observed During the Year

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
	b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.	NA	No Such Case Observed During the Year
	c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.	NA	No Such Case Observed During the Year
	ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.	NA	No Such Case Observed During the Year
3.	The Listed Entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/ CFD/CMD1/114/2019 dated 18th October, 2019.	NA	No Such Case Observed During the Year

Annexure A

The Listed Entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matter specified below: -

SR. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action Eg: Fine, Warning, SCN etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
NOT APPLICABLE										

Annexure B

The Listed Entity has taken the following actions to comply with the observations made in the previous reports:

SR. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action E.g.: Advisory, Fine, Warning, SCN etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
NOT APPLICABLE										

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficiency or effectiveness with which the management has conducted the affairs of the listed entity.

FOR ANANT B KHAMANKAR & CO.
COMPANY SECRETARIES

ANANT B. KHAMANKAR
PROPRIETOR
FCS No. - 3198 I CP No. – 1860

ICSI UNIQUE CODE: S1991MH009400
UDIN: F003198H000513941
PEER REVIEW NO: 1283/2021

DATE: MAY 29, 2026
PLACE: MUMBAI

ANNEXURE IV

The particulars of loans given, investments made, guarantee given or security provided under Section 186 (4) of the Companies Act, 2013 are provided below:

Sr. No.	Particulars - whether loan, investment, guarantee or security	Name of recipient and other details	Amount (₹ Crore)	Key terms & conditions	Purpose for which the loan or guarantee or security is proposed to be utilised by the recipient (to be provided only for loan or guarantee or security)
1	Investments made	Bajaj Hindusthan (Singapore) Private Ltd. - Equity Shares	92.32	N.A.	N.A.
2	Investments made	Bajaj Aviation Private Ltd. – Equity Shares	5	N.A.	N.A.
3	Investments made	Bajaj Power Generation Private Ltd. - Equity Shares	0.02	N.A.	N.A.
4	Investments made	Lalitpur Power Generation Company Ltd. - Equity Shares	422.27	N.A.	N.A.
5	Investments made	Phenil Sugars Ltd. – Equity Shares	350.04	N.A.	N.A.

Sr. No.	Particulars - whether loan, investment, guarantee or security	Name of recipient and other details	Amount (₹ Crore)	Key terms & conditions	Purpose for which the loan or guarantee or security is proposed to be utilised by the recipient (to be provided only for loan or guarantee or security)
6	Investments made	Phenil Sugars Ltd. - Zero Coupon Optionally Convertible Debentures	467.22	N.A.	N.A.
7	Investments made	Bajaj Power Ventures Private Limited – Equity Shares	445.54	-	-
8	Loans given	Bajaj Aviation Private Ltd.	24.40	Interest @ 12% p.a., unsecured, repayable on demand	For business purposes to meet operational expenses
9	Loans given	Bajaj Hindusthan (Singapore) Private Ltd.	12.72	Interest @ 0%, unsecured, repayable on demand	For business purposes - general corporate purposes
10	Loans given	Bajaj Power Generation Private Ltd.	936.92	Interest @ 12% p.a., Partly secured, repayable on demand	For business purposes - general corporate purposes
11	Securities given	Lalitpur Power Generation Company Ltd.	313.12	Pledge of shares	As collateral security with the trustees of consortium of lenders, facilities obtained by LPGCL

For and on behalf of the Board of Directors

Kushagra Bajaj
Chairman
(DIN: 00017575)

Mumbai
May 29, 2026

ANNEXURE V

Form AOC 2

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.

A. Details of contracts or arrangements or transactions not at arm's-length basis: NIL

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

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

1.	(a)	Name(s) of the related party and nature of relationship	Bajaj Aviation Pvt. Ltd. – Subsidiary
	(b)	Nature of contracts/arrangements/ transactions	Lease rent received
	(c)	Duration of contracts/arrangements/ transactions	Aircraft booking agreement
	(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	₹ 2.52 crore
	(e)	Date(s) of approval by the Board, if any	29.05.2023
	(f)	Amount paid as advances, if any	-

2.	(a)	Name(s) of the related party and nature of relationship	Mr. Sunil Kumar Ojha – Key Managerial Personnel
	(b)	Nature of contracts/arrangements/ transactions	Remuneration
	(c)	Duration of contracts/arrangements/ transactions	01.04.2025 to 31.03.2026
	(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	₹ 1.91 crore
	(e)	Date(s) of approval by the Board, if any	12.11.2025
	(f)	Amount paid as advances, if any	-

3.	(a)	Name(s) of the related party and nature of relationship	Mr. Kausik Adhikari – Key Managerial Personnel
	(b)	Nature of contracts/arrangements/ transactions	Remuneration
	(c)	Duration of contracts/arrangements/ transactions	01.04.2025 to 31.03.2026
	(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	₹ 0.68 crore
	(e)	Date(s) of approval by the Board, if any	12.11.2025
	(f)	Amount paid as advances, if any	-

For and on behalf of the Board of Directors

Kushagra Bajaj
Chairman
(DIN: 00017575)

Mumbai
May 29, 2026

ANNEXURE VI

REPORT ON CSR ACTIVITIES/INITIATIVES

[Pursuant to Section 135 of the Act & Rules made thereunder]

1. A brief outline of the Company's CSR policy:

The salient features of CSR policy approved by the Board of Directors are stated herein below:

Salient features of Corporate Social Responsibility (CSR) Policy:

Sugar Industry in India has an important role to play for the socio-economic development of rural population, mainly the farmers engaged in the sugarcane cultivation. It is one of the prime support provider essential for rapid growth of the rural economy.

As part of socially responsible Company, BHSL has and continues to adopt policies, and business strategies to effectively integrate emerging environmental, social and economic considerations. Whether it's through conserving energy, recycling, or finding innovative solutions to environmental and social challenges, BHSL is committed to being a respectful, responsible and positive influence on the environment and the society in which we operate. Efficient power management, infrastructure sharing, use of eco-friendly renewable energy sources, etc. are some of the inbuilt practices in our day-to-day business operations, to ensure a clean and green environment.

This policy outlines the Company's social and moral responsibilities to consumers, employees, shareholders, society and local community and lays down guidelines and mechanism for carrying out programmes, projects and activities that actively assist in overall improvement in the quality of life of local community residing in the vicinity of its plants and society at large as also making them self-reliant, safeguarding of health, preservation of ecological balance and protection of environment. The primary objectives of this Policy are:-

a) To ensure an increased commitment at all levels in the Company, to operate its business in an economically, socially and environmentally sustainable manner, while recognising the interests of all its stakeholders.

b) To directly or indirectly take up programmes that benefit the communities in and around its work centres and results, over a year of time, in enhancing the quality of life and economic well-being of the local population.

c) To generate, through its CSR initiatives, a community goodwill for BHSL and help reinforce a positive and socially responsible image of BHSL as a corporate entity.

2. The composition of the CSR Committee::

Sl. No.	Name of Director	Designation/Nature of directorship	No. of meeting held during the year /during his/ her tenure	No. of meeting attended
1	Mr. Kushagra Bajaj	Chairman (Non-executive - Non-Independent Director)	1	0
2	Mr. Ajay Kumar Sharma	Member (Executive Director)	1	1
3	Ms. Shalu Bhandari	Member (Independent Director)	1	1

3. Weblink for the Composition of the CSR Committee, policy and other details: Details are available at www.bajajhindusthan.com

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): Not applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Sl. No.	Financial Year	Amount available for set off from preceding financial years (in ₹)	Amount required to be set off for the financial year, if any (in ₹)
Not Applicable			

6. Average Net Profit of the Company as per Section 135(5): Not applicable (Since the average net profit for last 3 financial years is negative).

7. (a) Two percent of average net profit as per Section 135(5): Not applicable

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil

(c) Amount required to be set off for the financial year, if any: Nil

(d) Total CSR obligation for the financial year (7a+7b-7c): Nil

8. (a) Details of CSR amount spent or unspent for the financial year: Not applicable

(b) Details of CSR amount spent against ongoing projects for the financial year: Not applicable

(c) Details of CSR amount spent against other than ongoing projects for the financial year: Not applicable

(d) Amount spent in Administrative Overheads: Not applicable

(e) Amount spent on Impact Assessment, if applicable: Not applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): Not applicable

(g) Excess amount for set off, if any: Not applicable

9. (a) Details of unspent CSR amount for preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135 (6) (₹ Crore)	Amount spent in the reporting Financial Year (₹ Crore)	Amount transferred to any fund specified under Schedule VII as per Section 135 (6), if any			Amount remaining to be spent in succeeding financial years (₹ Crore)
				Name of the Fund	Amount (₹ Crore)	Date of Transfer	
NIL							

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (₹ Crore)	Amount spent on the project in the reporting Financial Year (₹ Crore)	Cumulative amount spent at the end of reporting Financial Year (₹ Crore)	Status of the project Completed/ Ongoing
Not Applicable								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): Not Applicable

(a) Date of creation or acquisition of the capital asset(s)

(b) Amount of CSR spent for creation or acquisition of capital asset

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)

11. Specify the reason(s), if the company has failed to spend two percent of average net profit as per section 135(5): Not applicable.

Kushagra Bajaj
Chairman and
Chairman of the CSR Committee
(DIN: 00017575)

Ajay Kumar Sharma
Managing Director
(DIN: 09607745)

Mumbai
May 29, 2026

ANNEXURE VII

Disclosures with respect to the remuneration of Directors and employees as required under Section 197 of the Companies Act, 2013 and Rule 5 (1) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year

Sl. No.	Name of the Directors/ KMP	Designation	Remuneration of Directors/ KMP for the year 2025-26 (Amount in ₹)	% Increase in Remuneration in the year 2025-26#	Ratio of Remuneration of each Director to median remuneration of employee
1	Mr. Kushagra Bajaj	Chairman (Non-Executive)	98,000	**	Not Applicable
2	Mr. Ajay Kumar Sharma	Managing Director	1,16,86,826	8.97%	27.28
3	Ms. Shalu Bhandari	Director	6,09,000	69.17%	1.42
4	Mr. Atul Hasmukhrai Mehta	Director	4,36,000	84.75%	1.02
5	Mr. Vinod C. Sampat	Director	4,36,000	84.75%	1.02
6	Mr. Ramani Ranjan Mishra	Nominee Director	4,00,000	100.00%	0.93
7	Mr. Shyam Sunder Jangid	Director	5,97,000	71.55%	1.39
8	Mr. Satish Kumar Nagpal	Director	2,50,000	*	0.58
9	Mr. Sunil Kumar Ojha	Chief Financial Officer	1,91,20,171	9.18%	44.63
10	Mr. Kausik Adhikari	Company Secretary	67,62,544	9.75%	15.78

Excluding LTA claim / earlier year amount.

* Figures are not comparable as appointed during the year.

** Receipt of remuneration is less than preceding year.

The median remuneration of employees of the Company during the year was ₹4,28,460/-.

2. The increase in the median remuneration of employees in the financial year was 5.0%.

3. There were 7146 permanent employees on the rolls of the Company as at March 31, 2026.

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

Average percentage increase of the employee of the Company other than managerial personnel is 11.4%. The increase in remuneration of employees other than the managerial personnel is in line with the increase in remuneration of managerial personnel.

4. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other employees.

Particulars of Employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

A. Details of Top Ten Employees in terms of remuneration drawn as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Sl. No.	Name of Employee	Designation/ Nature of duties	Remuneration* (Amount in ₹)	Qualification	Age (years)	Experience (No. of years)	Date of commencement of employment	Last employment
1	Akash Sharma	President (Finance & Accounts)	4,05,06,141	B.Com., LLB, CA	62	35	22-03-2006	M/s Jaipraksh Associates Limited
2	Vikas Lahoti	Head-Group Corporate Taxation	2,04,20,604	B.Com., CA, MBA	70	41	22-04-2013	M/s Etisalat DB Telecom (P) Ltd.
3	Sunil Kumar Ojha	Chief Financial Officer	1,91,20,171	B.Com, CA, ICWA	53	28	14-08-2021	M/s Anand Engineering Limited (BIDCO), Noida
4	Naval Kishore Kashyap	Senior Vice President (Indirect Taxation)	1,49,15,499	B.Com, Diploma (Excise & Cust.)	67	44	01-11-2011	M/s Carbery Infrastructure Pte. Ltd.
5	Rajendra Mishra	Vice President (Finance & Accounts)	1,39,11,888	B.Com.	62	41	26-11-2001	M/s Recron Synthetics Limited
6	Narender Kumar Soni	Senior Vice President (Finance & Accounts)	1,30,78,722	B.Com., CA	52	24	15-09-2010	M/s Hindusthan National Glass & Industries Ltd.
7	Ajay Kumar Sharma	Managing Director	1,16,86,826	M.Sc. LLB	59	37	29-09-2014	M/s Uttam Sugar Saharanpur
8	Lalit Rathi	Chief Tax Officer (Group Corporate Tax)	1,02,98,228	B.Com., CA, CS	41	17	10-05-2010	M/s Aditya Birla Nuvo Ltd.
9	Suresh Maheshwari	Senior Vice President (Finance & Accounts)	82,67,639	B.Com., CA	63	35	12-01-2009	M/s. Dollex Industries Ltd.
10	Amit Agrawal	President (Sales & Marketing)	80,30,207	B.Sc.(H), PGDBM	52	28	01-12-2005	DCM Shriram Industries Ltd. New Delhi

B. Details of Employees employed throughout the financial year who were in receipt of remuneration for that year which, in aggregate, was not less than ₹ 1.02 crore are given in Sr. nos. 1 to 8 of the table above.

C. Employees employed for a part of the financial year and who were in receipt of remuneration during that financial year at a rate not less than ₹ 8,50,000 per month is given in the table below.

Sl. No.	Name of Employee	Designation/ Nature of duties	Remuneration* (Amount in ₹)	Qualification	Age (years)	Experience (No. of years)	Date of commencement of employment	Last employment
NIL								

D. Employees employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate is in excess of that drawn by the managing director or whole time director or manager and holds by himself or along with his spouse and dependent children, not less than 2% of the equity shares of the Company: Nil

Notes:

1. Remuneration includes Salary, Allowances, Company's Contribution to Provident Fund, Superannuation, etc., taxable value of perquisites and terminal benefits as may be applicable.
2. None of the aforesaid employees is relative of any Director or Manager.

For and on behalf of the Board of Directors

Kushagra Bajaj
Chairman
(DIN: 00017575)

Mumbai
May 29, 2026

ANNEXURE VIII

Disclosure of particulars with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

A. Conservation of energy:

(i) Steps taken for conservation of energy:

1. Conventional dyno drives of the cross-cane carrier have been replaced with VFDs for improved energy efficiency.
2. 12 MW condensing turbine has been converted to back-pressure operation, reducing specific steam consumption, and saving steam and bagasse.
3. Transformers (11 kV to 440 V) have been installed to supply power from the 12 MW turbine to the boiling house, eliminating the need for a 3 MW TG set.
4. Conventional HPSV/HPMV lighting has been replaced with energy-efficient LED lighting across the plant and residential areas.
5. Installed rotary airlock valve to discharge ash below economizer ash hopper at 80 TPH and 40 TPH boiler
6. Clear juice heating is carried out using 1st effect vapour instead of exhaust steam.
7. Waste heat from pan hot water condensate is recovered using a Direct Contact Heater (DCH) for BH molasses conditioning.
8. A VLJH system has been provided for raw juice heating, resulting in reduced steam consumption.
9. Exhaust steam washing has been replaced by utilizing Q1 vapour for pan washing, cut-over line heating, and AH molasses conditioning.
10. Waste heat from the clarifier flash tank is recovered by heating filtrate juice through DCH.
11. High-pressure steam consumption in the process has been reduced.
12. Steam traps have been installed in steam drain lines to optimize steam utilization.
13. Zero Liquid discharge as per CPCB / NGT directions.
14. Heat recovery systems have been implemented in Semi-Kestner and Falling Film Evaporators through flash connections between condensate bottles and successive vapour lines.

15. Molasses coolers have been installed to reduce molasses temperature before storage.
16. Steam-carrying pipelines have been insulated to minimize heat loss.
17. Sulphited syrup pumping has been eliminated by increasing the height of the syrup sulphitor.
18. Soda boiling is carried out in evaporator bodies using exhaust steam instead of live steam.
19. Exhaust steam is utilized for hot air blowers at hoppers in place of live steam.
20. Exhaust steam condensate is collected and reused as boiler feed water.
21. Falling Film Evaporator (2nd effect) condensate is used for superheated wash water in "A" centrifugal machines.
22. Conventional dyno drives of the cross-cane carrier have been replaced with VFDs for improved energy efficiency.
23. Direct Contact Heaters (DCH) have been installed for syrup and melt heating.
24. Superheating control systems in boilers (2×70 TPH, 1×80 TPH, and 1×50 TPH) have been automated for improved efficiency.
25. Boiler automation has been upgraded with PLC-based control systems.
26. Blowdown flash steam is utilized for heating makeup water in the 1×80 TPH boiler.
27. Power capacitors have been installed in the powerhouse and motor control centers, maintaining a power factor of 0.93–0.95.
28. An e-boiler with Waste Heat Recovery (WHR) has been installed for steam generation in the sulphur furnace.
29. PTHE has been implemented for heat recovery from exhaust condensate in the CIGAR system.
30. Automation of tube-well pumps for overhead tank to maintain the level of tank, which ensured improvement in Bore-well water consumption on cane.

(ii) Steps taken by the Company for utilising alternate sources of energy:

1. Installation of Bio-gas plant.

(iii) Capital investment on energy conservation equipment: Nil

B. Technology absorption:

(i) Efforts made towards technology absorption:

Research and Development (R&D): Under Sugarcane Research & Development, specific areas in which R&D is carried out by the Company during the year ended March 31, 2026 were accelerated as under:

1. Increased cane area under high yielding and sugared cane varieties namely Co 0118, Co 15023, CoLK 14201, CoS 13235, CoLK 16202, CoS 18231 and CoS 17231 and developed its seed nurseries for further multiplication.
2. Wide row space/trench method planting in place of traditional method of sowing for increasing yield and sugar recovery.
3. Use of Integrated Pest Management (IPM) and Integrated Nutrient Management (INM).
4. Arrangement to collect rainwater near sugar godown.
5. Construction of common collection pit with pumps to send the plant effluent to the Effluent Treatment Plant (ETP) through underground HDPE lines with proper automation on its level and Sulphate removal plant as well as Sewage treatment plant is there.
6. Installed the O2 Analyzer at both the boilers and complete boilers automation with redundancy done.
7. Vibration monitoring done of major & critical equipment throughout season.

8. VFD installed at one sulphured juice pump.
9. VFD installed for lime pump for better pH control.
10. Functioning of DCS at pan floor for better control of vacuum in pans and better control of molasses conditioning.
11. Use of preventive maintenance management tools for reduction of maintenance cost in all Mechanical, electrical switchgears and motors.
12. Usages of cold and hot water were regularly monitored for effective utilization.
13. PTHE installed for super heater wash water.
14. 3 nos valve fitted in juice clarifier bottom compartment for faster juice liquidation during shut down.
15. Double beat valves fitted in Sulphited Juice Heaters.
16. A connection of high temperature condensate water provided in SHWW PTHE inlet.
17. Cogen export made in auto mode whenever the frequency of grid gets lower power export increases automatically and we observed very good results.
18. Syrup Sulphitor wash out connection provided in FCS buffer tank for liquidating it before washing. That avoid passing of scales in the sugar processing syrup & improves sugar quality.
19. Syrup gutters, above syrup tanks, modified.
20. Provision made to shift the load on the 3MW Turbine from 10 MW Turbine.
21. Use of Fully Electronic weighbridges at out-centers for efficient cane weighment.
22. Installation of Pizzo-meter to check the groundwater level.

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution:

1. These cane varieties will further improve our sugar recovery %-age and minimize the risk of dependency on single cane variety Co 0238.
2. Minimized 50% consumption of water for irrigation of cane fields.
3. Better cane yield with minimum expenses. No major fungal disease observed in the sugarcane crop.
4. Reduction of the use of groundwater and at the same time it reduces the generation of effluent.
5. Excellent improvement was observed in the performance of ETP due to the controlled feed and less sludge formation.
6. To optimize the air and to reduce the dry flue gas temperature as well as losses
7. Minimized the breakdowns of equipment.
8. Resulted in power saving and better flocculation at clarifier.
9. Consistency in sulphited juice pH maintenance.
10. Enhanced pan boiling & steam exhaustion.
11. Reduced the use of groundwater and same time it reduces the generation of effluent.
12. Control of hot & cold-water wastage to reduce bore well water consumption.
13. Avoided frequent changeover of equipment & machinery as well as power factor also increased.
14. It has benefited in steam saving.
15. For running two heaters in parallel to reduce excess back pressure in the sulphited juice line for avoiding failure of equipment's.
16. To get optimum temperature(112°C) of SHWW for massecuite wash in A-Centrifugal machines for producing very good quality sugar.

17. Better realization of power export.
18. Syrup Sulphitor wash out connection provided in FCS buffer tank for liquidating it before washing. That avoid passing of scales in the sugar processing syrup & improves sugar quality.
19. To clean tanks/gutters one by one even when plant is in operation.
20. Power export increased from 10MW Turbine.
21. Electronic weighbridge has reduced paperwork and helped increasing the accuracy of cane weighment.
22. Groundwater level is being monitored on daily basis through Piezometers.

(iii) Details regarding imported technology (imported during last three years reckoned from the beginning of the financial year):

Information regarding technology imported during the last 3 years:		
a)	Details of technology imported	None
b)	Year of import	Not applicable
c)	Whether the technology been fully absorbed	Not applicable
d)	If not fully absorbed, areas where absorptions has not taken place and the reason thereof	Not applicable

(iv) Expenditure incurred on Research and Development:

For the year/year ended		**Year ended March 31, 2026 (₹ Crore)**	Year ended March 31, 2025 (₹ Crore)
a)	Capital	**Nil**	Nil
b)	Recurring	**Nil**	Nil
c)	Total	**Nil**	Nil
d)	Total R&D expenditure as a percentage of total turnover	**N.A.**	N.A.

Note: The capital and revenue expenditure on R&D incurred during the year have been included in the respective heads of capital and revenue expenditure.

C. Foreign exchange earnings and outgo:

a) Activities relating to exports; initiative taken to increase exports; development of new export markets for products and services and export plans: None

b) Total foreign exchange used and earned:

For the year/year ended	**Year ended March 31, 2026 (₹ Crore)**	Year ended March 31, 2025 (₹ Crore)
Foreign exchange earned in terms of actual inflows	**0.00**	0.00
Foreign exchange outgo in terms of actual outflows	**0.00**	0.00

For and on behalf of the Board of Directors

Kushagra Bajaj
Chairman
(DIN: 00017575)

Mumbai
May 29, 2026

Corporate Governance Report

(Pursuant to Schedule V(c) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) Regulations, 2015)

Company's philosophy on code of governance

The Securities and Exchange Board of India ("SEBI") has introduced a Code of Corporate Governance for a listed company, which is implemented through the SEBI (LODR). Corporate Governance is a set of systems and practices to ensure that the affairs of a Company are being managed in a manner which ensures accountability, transparency, and fairness in all its transactions in the widest sense and meet the aspirations and expectations of the stakeholders and the society as a whole. Corporate Governance refers to the framework of rules and practices by which the Company ensures ethical and integral relation with all its stakeholders. Corporate Governance necessitates professionals to raise their competency and capability levels and upgrade systems and processes to meet the expectations in managing the enterprise and its resources effectively with the highest standards of ethics.

Bajaj Hindusthan Sugar Limited is a part of Bajaj Group which has an established reputation of honesty, integrity and sound governance since inception. Your Company is, therefore, committed to maintaining the highest standards of Corporate Governance in its conduct towards shareholders, employees, regulators, customers, suppliers, lenders and other stakeholders. The Company strongly believes that good Corporate Governance and fairness in actions, words and deeds will form the base of the Company's Corporate Governance philosophy. At Bajaj Hindusthan Sugar Limited, we believe that Corporate Governance is a pre-requisite for meeting the needs and aspirations of the stakeholders. Corporate Governance is a journey which leads to corporate growth and long-term gain in shareholders' value.

Board of Directors

Composition and category of Directors

The Board of Directors of Bajaj Hindusthan Sugar Limited has a healthy blend of Executive and Non-Executive Directors. All the Non-Executive Directors are eminent professionals and bring the wealth of their professional expertise and experience to the Management of the Company. Composition and category of Directors are given in Table 1 below:

Table 1: Composition and category

Name	Category
Mr. Kushagra Bajaj, Chairman (Non-Executive), DIN: 00017575	Non-Executive, Promoter
Mr. Ajay Kumar Sharma (Managing Director), DIN: 09607745	Executive Director
Mr. Atul Hasmukhrai Mehta, DIN: 00112451	Independent, Non-Executive
Ms. Shalu Bhandari, DIN: 00012556	Independent, Non-Executive
Mr. Vinod C. Sampat, DIN: 09024617	Independent, Non-Executive
Mr. Shyam Sunder Jangid, DIN: 01186353	Independent, Non-Executive
Mr. Ramani Ranjan Mishra, DIN: 09389302 (upto 13.05.2026)	Nominee Director, Punjab National Bank (Lender)
Mr. Satish Kumar Nagpal, DIN: 09045584 (w.e.f. 18.07.2025)	Nominee Director, State Bank of India (Lender)

Profile of Directors

The brief profile of each Director is given below:

Mr. Kushagra Bajaj, Chairman (Non-Executive)

Mr. Kushagra Bajaj is the Promoter and Non-Executive Chairman of the Bajaj Hindusthan Sugar Limited. At the age of 49, Mr. Kushagra is among India's youngest and brightest business leaders driving a diverse set of companies with sizeable interests in Sugar, Power and FMCG sectors. Under his stewardship, the Group businesses have registered enhanced profitability, expanded their footprints, and secured leadership positions in their respective markets. With a B.Sc. in Economics, Political Philosophy, and Finance from Carnegie Mellon and M.Sc. in Marketing from the Northwestern University (Chicago), Mr. Kushagra's academic qualifications are matched only by his expansive business pursuits and clear-eyed vision for the Group. As of today, the revenues of the Bajaj Group stand at USD 2.0 billion with an assets base of USD 5.3 billion. A scion of the storied Bajaj Family, Mr. Kushagra is walking in the footsteps of his predecessors, chiefly his great-grandfather Shri Jamnalal Bajaj, the venerated businessman philanthropist and freedom fighter. Shouldering the weight of the century-old legacy built on the ideas of trust, transparency, leadership, and service to the nation, he is counted among India's leading young philanthropists - with a special focus on education - and remains a guiding force behind Bajaj Foundation, the Group's CSR arm engaged in social welfare programs in the farthest corners of the country.

Mr. Ajay Kumar Sharma, Managing Director

Mr. Ajay Kumar Sharma, aged about 59 years, has been working with us since 2016. In a career spanning over three decades, Mr. Sharma has worked extensively in the areas of cane procurement & development, liaising with farmers & government officials, supply chain management and operations.

In his ten years at BHSL, his expertise in the aforementioned areas have led to minimising the "cut to crush" time which in turn led to significant improvements in the operational performance of the company's Bilai unit. Also, during his tenure the said unit achieved highest ever recoveries during 2018-19, 2019-20 and 2020-21 seasons, and increased high sugar variety percentage cane from 25% to 98% which contributed to a tremendous growth in Pol percentage. Additionally, Mr. Sharma implemented a number of measures which helped optimise costs and brought increased agility in plant operations.

With a M.Sc. in Agriculture and LLB, Mr. Sharma worked in a number of Sugar firms including Triveni Engineering Works, SBEC (Modi Group), RBNS Sugar, Mawana Sugar, and Modi Sugar before moving to BHSL.

Mr. Atul Hasmukhrai Mehta, Independent, Non-Executive

Mr. Atul H. Mehta has been a member of our Board of Directors since January 01, 2020. He is a Corporate Law Advisor, B.Com, B.G.L., FCS practicing Company Secretary and promoter of Mehta & Mehta Company Secretaries, Mehta & Mehta Advisory Services Private Limited & Mangalam Placement Private Limited. Mr. Mehta comes with an experience of over 30 years in the field of Corporate Law, Capital Market and Human Resource. He has served the industry as a Company Secretary and Compliance Head for 5 years soon after which he took his pioneering step towards consulting and practicing as a Company Secretary full time. He has also served as secretary of International Association of Company Secretaries which comprises 42 countries as members. He has also shepherded Institute of Company Secretaries of India as President in year 2015-16. He was past Chairman of Western India Regional Council (WIRC) of Institute of Company Secretaries of India (ICSI) in 2009. He was also on the board of various other companies as Independent Director. He has also been elected as Secretary of CISA at Global Level. He was also a part of MCA Committee. He was member of RBI Restructuring Committee. He was also a member of Company Law Committee (6 members), Ministry of Corporate Affairs 2015. He is a member in IOD (Institute of Directors).

Ms. Shalu Bhandari, Independent, Non-Executive

Ms. Shalu Bhandari has been a member of our Board of Directors since September 2016. She is a qualified Company Secretary and a fellow Member of the Institute of Company Secretaries of India. Ms. Bhandari is the proprietor of M/s. S.L. Bhandari & Associates, Practicing Company Secretaries operating in Mumbai since 2002. Ms. Bhandari is having experience in providing services in the field of Corporate Law matters with a dedicated focus towards handholding entrepreneurs and corporates.

Mr. Vinod C. Sampat, Independent, Non-Executive

Mr. Vinod C. Sampat (B. Com (Hons.), LL.B.), an Advocate is a wizard in the field of property related laws. He started his career 34 years back as an individual practicing lawyer and has been a litigation lawyer since then. Currently, he is the proprietor of Sampat's Law Firm. He is also fondly known as a property "pundit". He advises corporates and many multi-nationals, media houses, co-operative housing societies, eminent personalities of television and films in matters related to property. His expertise lies in co-operative housing societies, self redevelopment, RERA, Consumer Protection Act, car parking, transfer of flats, recovery of dues etc. He has authored more than 100 books on Co-operative Societies, Transfer of Flat, Recovery of Dues, Registration and Stamp Duty, Car Parking, RERA etc. He has a team of specialists in the fields of Information Technology Laws, Negotiable Instruments Act, Criminal Law, Matrimonial Laws etc.

Mr. Shyam Sunder Jangid, Independent, Non-Executive

Mr. Shyam Sunder Jangid, B.Com, F.C.A., A.C.S., LL.B., P.G.D.I.S. and MBA, is a Practicing Chartered Accountant having experience of 37 years. During the tenure of his practice, he has gained substantial experience in various fields, such as Audit, Taxation, Finance, Issue management and Equity Structuring, Corporate Laws etc. The specialized areas includes viz: Syndicated Short Term and Long Term financial resources for various corporates, Equity Issue Management and its structuring, Techno-Economic Feasibility studies on the project, Tax Planning and Corporate Advisory Services, Statutory, Internal & Concurrent Audits, External Commercial Borrowings. Mr. Jangid is a director of M/s Corporate Monecap Pvt. Ltd. and Partner of M/s Jangid & Associates, Chartered Accountants.

Mr. Ramani Ranjan Mishra, Nominee Director (upto 13.05.2026)

Mr. Ramani Ranjan Mishra, aged about 60 years, is a professional banker, having 34 years of experience in Operation, Credit, HRD, General Administration, Recovery, etc. Mr. Mishra is presently designated as Deputy General Manager, Punjab National Bank, ELCB, New Delhi. Mr. Mishra holds the degree of M.Com, CAIIB (IIB) PGDCA (IIT Kharagpur).

Mr. Satish Kumar Nagpal, Nominee Director (w.e.f. 18.07.2025)

Mr. Satish Kumar Nagpal, aged 66 years, is a professional Banker, having 37 years of experience and is a science graduate from the University of Delhi, CAIIB and did a Certificate in Computing (CIC) from IGNOU. He is also a Certificate holder in Trade Finance from IIBF.

Board Procedures

Information supplied to the Board

The Board of Bajaj Hindusthan Sugar Limited has complete access to any information within the Company and to any employee of the Company. At the meetings, the Board is provided with all the relevant information on important matters affecting the working of the Company as well as all the related details that require deliberation by the members of the Board.

Number of meetings of the Board of Directors held and dates on which held

During the financial year 2025-26, the Board of Directors met eight times on May 29, 2025, June 30, 2025, July 18, 2025, August 12, 2025, November 12, 2025, December 31, 2025, February 12, 2026 and March 21, 2026. The gap between any two meetings is not more than one hundred and twenty days.

All Board Meetings were held through video conferencing facility.

Table 2: Attendance of each director at the meeting of the Board of Directors and the last annual general meeting during financial year 2025-2026.

Name	Board Meetings held / attended	Whether attended previous AGM held on September 11, 2025
Mr. Kushagra Bajaj, Chairman (Non-Executive), DIN: 00017575	08/01	No
Mr. Ajay Kumar Sharma, Managing Director (Executive), DIN: 09607745	08/08	No

Name	Board Meetings held / attended	Whether attended previous AGM held on September 11, 2025
Mr. Atul Hasmukhrai Mehta, DIN: 00112451	08/08	No
Ms. Shalu Bhandari, DIN: 00012556	08/08	No
Mr. Vinod C. Sampat, DIN: 09024617	08/08	Yes
Mr. Shyam Sunder Jangid, DIN: 01186353	08/08	Yes
Mr. Satish Kumar Nagpal, DIN: 09045584 (w.e.f. 18.07.2025)	05/05	Yes
Mr. Ramani Ranjan Mishra, DIN: 09389302 (upto 13.05.2026)	08/08	No

Note: No inter-se relationship between any of the directors.

Meeting of Independent Directors

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, a separate meeting of the Independent Directors of the Company during the calendar year 2025-26 was held on November 12, 2025 to review the performance of Non-Independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timelines of the flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform and discharge their duties.

Agenda

All the meetings are conducted as per well designed and structured agenda. All the agenda items are backed by necessary supporting information and documents (except for the critical price sensitive information, which is circulated at the meeting) to enable the Board to take informed decisions. Agenda also includes minutes of the meetings of all the Board, Committees and Subsidiaries for the information of the Board. Additional agenda items in the form of "Other Business" are included with the permission of the Chairman. Agenda papers are generally circulated seven days prior to the Board Meeting. In addition, for any business exigencies, the resolutions are passed by circulation and later placed in the subsequent Board Meeting for noting and made part of the minutes of such meeting.

Invitees & proceedings

Apart from the Board members, the Company Secretary and the CFO are invited to attend the Board Meetings. Other senior management executives are called as and when necessary, to provide additional inputs for the items being discussed by the Board. The CFO makes presentation on the quarterly and annual operating and financial performance and on annual operating & capex budget. The Managing Director, CFO and other senior executives make presentations on capex proposals & progress, operational health & safety and other business issues. The Chairman of various Board/Committees brief the Board on all the important matters discussed and decided at their respective committee meetings, which are generally held prior to the Board Meeting.

Post meeting action

Post meetings, all important decisions taken at the meeting are communicated to the concerned officials and departments. Action Taken Report is prepared and reviewed periodically by the Company Secretary for action taken/pending to be taken.

Support and role of Company Secretary

The Company Secretary is responsible for convening the Board and Committee meetings, preparation and distribution of Agenda and other documents and recording of the Minutes of the meetings. He acts as interface between the Board and the Management and provides required assistance and assurance to the Board and the Management on compliance and grievance aspects.

Other directorship and membership of Board Committees

Details of the number of Directorships held in other companies and positions held in all public limited companies by Directors of Bajaj Hindusthan Sugar are summarised in Table 3.

Table 3: Directorship in other companies and committee position in all public limited companies as at March 31, 2026

Name	Directorship in all other companies	Committee Membership			Committee Chairmanship		
		In Listed Public Companies	In Public Companies Unlisted	Total	In Listed Public Companies	In Public Companies Unlisted	Total
Mr. Kushagra Bajaj	3	2	Nil	2	Nil	Nil	Nil
Mr. Ajay Kumar Sharma	Nil	1	Nil	1	Nil	Nil	Nil
Mr. Atul Hasmukhrai Mehta	10	Nil	Nil	Nil	Nil	Nil	Nil
Ms. Shalu Bhandari	7	3	3	6	1	Nil	1
Mr. Vinod C. Sampat	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Mr. Shyam Sunder Jangid	2	1	1	2	1	Nil	1
Mr. Satish Kumar Nagpal	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Mr. Ramani Ranjan Mishra (upto May 13, 2026)	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Notes:

1. Private Limited Companies, Foreign Companies and Companies under Section 8 have been excluded for the purposes of calculating committee positions.
2. Memberships/Chairmanship in only Audit Committees and Stakeholders' Relationship Committee in all Public Limited Companies (including Bajaj Hindusthan Sugar) have been considered for committee positions as per the SEBI (LODR) Regulations

None of the Directors of Bajaj Hindusthan Sugar Limited is a member in more than 10 committees and Chairman of more than 5 committees across all companies in which he/she is a Director.

Names of listed entities where the directors of the Company is director and the category of directorship

Details of listed entities and category of directorship are given in Table 4:

Table 4: Names of listed entities and category of directorship as at March 31, 2026

Name	Name of listed companies	Category of directorship
Mr. Kushagra Bajaj	Bajaj Consumer Care Limited	Non-Executive – Non-Independent
Ms. Shalu Bhandari	Balu Forge Industries Limited	Non-Executive – Independent

Shares held by non-executive Directors

Shares held by non-executive Directors of the Company are given in Table 5.

Table 5: Shares held by non-executive Directors

Name of the Directors	Number of Shares held as on March 31, 2026
Mr. Kushagra Bajaj	9,61,04,867

Induction & Training of Board Members

On appointment, the concerned Director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Independent Director is taken through a formal induction program including the presentation from the Chairman/ the Managing Director/Company Secretary on the Company's manufacturing, marketing, finance and

other important aspects. The Company Secretary briefs the Director about their legal and regulatory responsibilities as a Director. The induction for Independent Directors include interactive sessions with Executive Committee Members, Business and Functional Heads, visit to the manufacturing site, etc. On the matters of specialised nature, the Company engages outside experts/consultants for presentation and discussion with the Board members.

Familiarisation programmes for Independent Directors

Independent Directors have been explained about their roles, rights, responsibilities in the Company through detailed presentations on the changes in backdrop of Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The Board including all Independent Directors were provided with relevant documents, reports and internal policies to enable them to familiarise with the Company's procedures and practices from time to time. Updates on relevant statutory changes on laws concerning the Company are informed to the entire Board on regular intervals. The Independent Directors are facilitated to meet without the presence of the Company's management to discuss matters pertaining to the Company's affairs. The Board including Independent Directors is also updated periodically on Related Party Transactions and the irrational, Litigation update, various Policies and Standard Operating Procedures of the Company, Entity Level Risk, Risk Mitigation Plans, etc.

The details of such familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed at www.bajajhindusthan.com

Skills/Expertise/Competence of the Board of Directors

Matrix setting out the list of skills/expertise/competence identified by the Board of Directors as required in the context of the Company's business(es) and sector(s) for it to function effectively and those actually available with the Board are given in Table 6:

Table 6: List of skills/expertise/competence identified by the Board of Directors as required in the context of the Company's business(es) and sector(s)

Part A: Collective Skills

Skill Area	Description	Skill/expertise/ competence available with the Board
Strategy and planning	Ability to think strategically; identify and critically assess strategic opportunities and threats. Develop effective strategies in the context of the strategic objectives of Bajaj Hindusthan Sugar Limited relevant policies and priorities.	Yes
Policy Development	Ability to identify key issues and opportunities for Bajaj Hindusthan Sugar Limited and develop appropriate policies to define the parameters within which the organisation should operate.	Yes
Governance, Risk and Compliance	Experience in the application of corporate governance principles in a commercial enterprise or other regulated entity.	Yes
	Ability to identify key risks to Bajaj Hindusthan Sugar Limited in a wide range of areas including legal and regulatory compliance.	Yes
	Experience in the appointment and evaluation of senior executive managers.	Yes
Financial Performance	Qualifications and experience in accounting and/or finance and the ability to:	
	• Analyse key financial statements;	Yes
	• Critically assess financial viability and performance;	
	• Contribute to strategic financial planning;	
	• Oversee budgets and the efficient use of resources;	
	• Oversee funding arrangements and accountability.	

Skill Area	Description	Skill/expertise/ competence available with the Board
Government Relations (policy & process)	Experience in managing government relations and industry advocacy strategies.	Yes
Member and stakeholder engagement	High level reputation and established networks in the consumer or business groups, and the ability to effectively engage and communicate with key stakeholders.	Yes
Commercial Experience	A broad range of commercial/business experience, in areas including communications, marketing, branding and business systems, practices and improvement.	Yes
Legal	Qualification and experience in legal practice with emphasis on:	
	• Sugar Industry	Yes
	• Employment law	
	• Health & Safety legislation	
Human Resource Management	Qualification and experience in human resource management with an understanding of:	Yes
	• Sugar Industry	
	• Employment law	
Information Technology / Digital Skills	Qualification and experience in IT Digital skills with an ability to apply new technology to the sugar industries.	Yes

Part B: Personal Attributes

Attributes	Description	Skill/expertise/ competence available with the Board
Integrity (ethics)	A commitment to:	Yes
	• Understanding and fulfilling the duties and responsibilities of a Director, and maintaining knowledge in this regard through professional development;	
	• Putting Bajaj Hindusthan Sugar Limited interests before any personal interests;	
	• Acting in a transparent manner and declaring any activities or conduct that might be a potential conflict;	
	• Maintaining Board confidentiality at all times.	
Effective Communicator	The ability to:	Yes
	• Listen to, and constructively and appropriately debate, other people's viewpoints;	
	• Develop and deliver cogent arguments;	
	• Communicate effectively with a broad range of stakeholders.	
Constructive Questioner	The preparedness to ask questions and challenge Bajaj Hindusthan Sugar Limited management and peer Directors in a constructive and appropriate way about key issues.	Yes
Contributor and Team Player	The ability to work as part of a team, and demonstrate the passion and time to make a genuine and active contribution to the Bajaj Hindusthan Sugar Limited Board.	Yes
Commitment	A visible commitment to the purpose for which the Company has been established and operates, and its ongoing success.	Yes

Attributes	Description	Skill/expertise/ competence available with the Board
Leader	Innate leadership skills, including the ability to:	
	• Appropriately represent Bajaj Hindusthan Sugar Limited;	Yes
	• Set appropriate Board and organisation culture;	
	• Make and take responsibility for decisions and actions.	

Confirmations of the Board regarding Independent directors

In the opinion of the Board, the independent directors fulfil the conditions specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

Evaluation of the Board's performance

During the financial year, the Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and Individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues, etc. Separate exercise was carried out to evaluate the performance of individual Director, including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgement safeguarding of minority shareholders interest, etc. The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and Non-independent Directors were carried out by the Independent Directors. The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

Code of Conduct

The Company has adopted a Code of Conduct for the Directors and Senior Management of the Company. The same has been posted on the website of the Company. The members of the Board and Senior Management of the Company have submitted their affirmation on compliance with the Code for the effective period. The Declaration by the Chairman to that effect forms part of this Report.

Prevention of insider trading code

As per SEBI (Prohibition of Insider Trading) Regulation, 2015, the Company has adopted a Code of Conduct for Prevention for Insider Trading. All the Directors, employees at Senior Management and other employees who could have access to the unpublished price sensitive information of the Company are governed by this code. The trading window is closed during the time of declaration of results and occurrence of any material events as per the code. The Company has appointed Mr. Kausik Adhikari, Company Secretary as Compliance Officer, who is responsible for setting forth procedures and implementation of the code for trading in Company's securities. During the financial year under review, there has been due compliance with the said code.

Board Committees

Table 7: Board Committees during the financial year 2025-26

Committee	Members (Category)
Audit Committee	Mr. Shyam Sunder Jangid, Chairman* (Independent, Non-Executive) Ms. Shalu Bhandari (Independent, Non-Executive) Mr. Ajay Kumar Sharma (Managing Director)
Nomination and Remuneration Committee	Mr. Atul Hasmukhrai Mehta, Chairman* (Independent, Non-Executive) Ms. Shalu Bhandari (Independent, Non-Executive) Mr. Shyam Sunder Jangid (Independent, Non-Executive)
Stakeholders Relationship Committee	Mr. Kushagra Bajaj (Chairman – Non-Executive) Ms. Shalu Bhandari, Chairman* (Independent, Non-Executive) Mr. Shyam Sunder Jangid (Independent, Non-Executive)

Committee	Members (Category)
Corporate Social Responsibility Committee	Mr. Kushagra Bajaj, Chairman* (Chairman – Non-Executive) Ms. Shalu Bhandari (Independent, Non-Executive) Mr. Ajay Kumar Sharma (Managing Director)
Risk Management Committee	Mr. Kushagra Bajaj, Chairman* (Chairman – Non-Executive) Mr. Ajay Kumar Sharma (Managing Director) Mr. Vinod C. Sampat (Independent, Non-Executive) Mr. Sunil Kumar Ojha (Chief Financial Officer) Mr. Kausik Adhikari (Company Secretary)

* Chairman of the respective committee

The Board is responsible for constituting, assigning, co-opting and fixing of terms of service for committee members of various committees. The Chairman of the Board, in consultation with the Company Secretary and the Committee Chairman, determines the frequency and duration of the committee meetings. Recommendations of the committees are submitted to the Board for approval. The quorum for meetings is as per the Companies Act, 2013 and SEBI (LODR) Regulations.

Audit Committee

Brief description of terms of reference

The terms of reference of Audit Committee are quite comprehensive and include all requirements mandated under Regulation 18 of SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013. The Committee focused its attention on overseeing and monitoring the financial reporting system within the Company, considering quarterly, half-yearly and annual financial results of the Company and submitting its observations to the Board of Directors before its adoption by the Board, review of annual budgets, annual internal audit plans, legal compliance reporting system, implementation of SAP, review of internal control systems, audit methodology and process, major accounting policies and practices, compliance with accounting standards, risk management and risk disclosure policy and use of proceeds from Preferential Issue. The Audit Committee also continued to advise the management on areas where greater internal control and internal audit focus was needed and on new areas to be taken up for audit.

These were based on the Committee's discussions and review of the observations of the reports submitted by the Company's Internal Audit Department on systems and controls, cost control measures and statutory compliance in various functional areas.

Composition, name of members and chairperson

The Audit Committee in Bajaj Hindusthan Sugar Limited was constituted in 1989 and thereafter reconstituted from time to time as per the Companies Act, 2013 and SEBI Listing Regulations. The Committee's composition conforms to the requirements of Regulation 18 of SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013. The composition of Audit Committee is given in Table 7. All the committee members possess sound knowledge of accounts, audit and finance.

Meetings and attendance during the year

During the financial year ended March 31, 2026 the Audit Committee met five times on May 29, 2025, August 12, 2025, November 12, 2025, February 12, 2026 and March 21, 2026. The Audit Committee shall meet at least four (4) times in a year and not more than 120 days shall elapse between two meetings. All the five Audit Committee meetings were held through video conferencing facility in terms of the circulars issued by the Ministry of Corporate Affairs.

The attendance of each Committee Member is provided in Table 8.

Table 8: Attendance at the meetings of the Audit Committee of directors during financial year 2025-2026

Name of Committee Members	Category	Audit Committee Meetings held / attended
Mr. Shyam Sunder Jangid*	Independent, Non-Executive	05/05
Ms. Shalu Bhandari	Independent, Non-Executive	05/05
Mr. Ajay Kumar Sharma	Managing Director	05/05

* Chairman of the audit committee

Mr. Kushagra Bajaj, Chairman, is permanent invitee to the Audit Committee Meetings. In addition, the heads of the Finance and Internal Audit functions, representatives of Statutory Auditors, Cost Auditors and other executives as are considered necessary, generally attended these meetings. The Company Secretary acts as the Secretary to the Audit Committee.

Nomination and Remuneration Committee

Brief description of terms of reference

The terms of reference of Nomination and Remuneration Committee are quite comprehensive and include all requirements mandated under Regulation 19 of SEBI (LODR) Regulations, 2015 and Section 178 of the Companies Act, 2013. The terms of reference of the Committee inter alia includes the following:

a) To determine the Company's policy on remuneration to Executive directors and their relatives working in the Company, including pension rights and compensation payments;

b) Recommend to the board, all remuneration, in whatever form, payable to senior management;

c) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

d) Formulation of criteria for evaluation of performance of independent directors and the board of directors;

e) Devising a policy on diversity of board of directors;

f) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;

g) 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.

Composition, name of members and chairperson

The Remuneration Committee was constituted in 2003 and has been re-christened as Nomination and Remuneration Committee with effect from August 11, 2010. The Committee was reconstituted from time to time as per Companies Act, 2013. The Committees composition conforms to the requirements of Regulations 19 of SEBI (LODR) Regulations, 2015 and Section 178 of the Companies Act, 2013. At present, the Committee is consisting of three non-executive Directors. The composition of the Nomination and Remuneration Committee is given in Table 9.

Meeting and attendance during the year

During the financial year ended March 31, 2026, the Nomination and Remuneration Committee met two times on May 29, 2025 and July 18, 2025. The attendance of each Committee Member is provided in Table 9.

Table 9: Attendance at the meetings of the Nomination and Remuneration Committee of directors during the financial year ended March 31, 2026

Name of Committee Members	Category	Nomination and Remuneration Committee Meetings held / attended
Mr. Atul Hasmukhrai Mehta*	Independent, Non-Executive	02/02
Ms. Shalu Bhandari	Independent, Non-Executive	02/02
Mr. Shyam Sunder Jangid	Independent, Non-Executive	02/02

* Chairman of the Nomination and Remuneration Committee

Performance evaluation criteria for independent directors

Performance evaluations of Independent directors were made based on the following criteria:

General

- Attends Board meetings regularly.
- Comes well prepared for the Board meetings and participates actively, consistently and effectively.
- Initiates contact with the Chair, when appropriate.
- Benefits the organisation through personal and professional contacts.

Strategic and Functional

- Understands the critical issues affecting the Company.
- Stays abreast of trends impacting business of the Company.
- Keeps abreast with the changes in the external environment.
- Prompts board discussion on strategic issues.
- Understands the Company's strategic direction.
- Brings relevant experience to the Board and uses it effectively. Understands the distinction between the Board's policy role and management's implementation / operational role.
- Understands and can evaluate the risk environment of the organisation.

Ethics and Values

- Acts independent of any stakeholder group or entity connected with the business.
- Manages conflicts in the best interests of the Company.
- Conducts himself/herself in a manner that is ethical and consistent with the laws of the land.
- Maintains confidentiality wherever required.

Team Player

- Seeks to establish and maintain good personal relations with their co-director and management.
- Shares information willingly.
- Listens attentively to the contribution of others.
- Maintains objectivity in the face of difficult decisions.
- Communicates in an open and constructive manner.

Self-Development

- Seeks opportunities for self-development.
- Is open to feedback about performance.
- Takes action to rectify shortcomings.
- Seeks satisfaction and accomplishment through serving on the Board.

Remuneration Policy

The Nomination and Remuneration Committee is fully empowered to determine/approve and revise, subject to necessary approvals, the remuneration of managerial personnel including Whole-time Director and Managing Director after taking into account the financial position of the Company, trend in the industry, qualifications, experience, past performance and past remuneration, etc. The Non-Executive Directors are paid sitting fees for every meeting of the Board and its Committees attended by them.

Remuneration to Directors

Pecuniary relationship and transactions of non-executive directors with Bajaj Hindusthan Sugar Limited The Register of Contracts maintained by the Company pursuant to the provisions of Section 189(1) of

the Companies Act, 2013 and rule 16(1) of the Companies (Meetings of Board & its Powers) Rules, 2014, contains particulars of all contracts or arrangements with any related party under Section 188 or in which any director is concerned or interested under sub section (2) of Section 184 applies. The Register is signed by all the Directors present during the respective Board meetings held from time to time.

Remuneration of Non-Executive Directors

Non-Executive Directors were paid a sitting fee of ₹ 50,000 for attending each Board Meeting, ₹ 25,000 for Audit Committee meeting and ₹ 12,000 for other committee meeting. The details of sitting fees paid to Non-Executive Directors during the financial year ended March 31, 2026 are provided in Table 10.

Remuneration of Executive Director

The Executive Director Mr. Ajay Kumar Sharma was paid remuneration as per the terms of appointment approved by the shareholders of the Company. No pension is paid by the Company to any of the Directors.

The Company did not advance any loans to any of the Executive and/or Non-Executive Directors during the period under review. The details of remuneration paid to the Directors of the Company are given in Table 10.

Table 10: Remuneration of Directors during the financial year ended March 31, 2026

Name of Directors	Salary ₹	Commission ₹	Performance linked incentive ₹	Sitting fees ₹	Total ₹	Notice period
Mr. Kushagra Bajaj, Chairman (Non-Executive)	--	--	--	98,000	98,000	N.A.
Mr. Ajay Kumar Sharma (Managing Director)	1,16,86,824	--	--	--	1,16,86,824	3 months (1st April to 30th April) and 2 months (1st May to 31st March)
Mr. Atul Hasmukhrai Mehta	--	--	--	4,36,000	4,36,000	N.A.
Mr. Shyam Sunder Jangid	--	--	--	5,97,000	5,97,000	N.A.
Mr. Vinod C. Sampat	--	--	--	4,36,000	4,36,000	N.A.
Ms. Shalu Bhandari	--	--	--	6,09,000	6,09,000	N.A.
Mr. Satish Kumar Nagpal	--	--	--	2,50,000	2,50,000	N.A.
Mr. Ramani Ranjan Mishra	--	--	--	4,00,000	4,00,000	N.A.

No Stock options was given to directors.

Stakeholders' Relationship Committee

Composition, meeting and name of non-executive director heading the committee.

The Committee is headed by Ms. Shalu Bhandari as a Chairperson consists of the members as stated in Table 11 below. During the financial year ended March 31, 2026, the Stakeholders' Relationship Committee met on November 12, 2025, March 27, 2026 and March 28, 2026.

The attendance of each Committee Member is provided in Table 11.

Table 11: Attendance at the meetings of the Stakeholders' Relationship Committee during the financial year ended March 31, 2026

Name of Committee Members	Category	Stakeholders' Relationship Committee Meetings held / attended
Mr. Kushagra Bajaj	Non-Executive – Promoter	03/03
Ms. Shalu Bhandari*	Independent, Non-Executive	03/03
Mr. Shyam Sunder Jangid	Independent, Non-Executive	03/03

* Chairman of the Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee is responsible for speedy disposal of all grievances/complaints relating to shareholders/investors. The Committee specifically looks into the redressal of shareholder and investor complaints on matters relating to transfer of shares, non-receipt of annual report, non-receipt of declared dividends, etc. In addition, the Committee advises on matters which can facilitate better investor services and relations.

Name and designation of compliance officer

Mr. Kausik Adhikari, Company Secretary, has been designated as the Compliance Officer.

The Company has designated the email id "investor.complaints@bajajhindusthan.com" exclusively for the purpose of registering complaints by investors electronically. This e-mail id is displayed on the Company's website i.e. www.bajajhindusthan.com.

Details of shareholders' complaints during the year

The detailed particulars of investors' complaints handled by the Company and its Registrar & Share Transfer Agent during the financial year are stated in Table 12.

Table 12: Details of investor complaints during the financial year ended March 31, 2026

	Number of Shareholders' complaints received during 2025-26	Solved to the satisfaction of Shareholders	Not solved to the satisfaction of Shareholders	Number of Pending Complaints
Non-receipt of Dividend/ Dividend Warrant	0	0	NA	0
Non-receipt of Share Certificate	0	0	NA	0
Non-receipt of Annual Report	4	4	NA	0
Legal and others	0	0	NA	0
Total	**4**	**4**	**NA**	**0**

None of the complaints is pending for a period exceeding 30 days.

Over and above the aforesaid Complaints, the Company and its Registrar & Share Transfer Agent have received letters/queries/requests on various matters such as change of address, change of bank particulars, ECS mandate, nomination request, etc. and we are pleased to report that except for requests received during the year end which are under process, all other queries/requests have been replied on time.

Risk Management Committee

Constitution

The Company has constituted a Risk Management Committee as required under Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee is headed by the Chairman, Mr. Kushagra Bajaj and consists of the members as stated in Table 13 below.

Brief description of terms of reference

The terms of reference of Risk Management Committee are quite comprehensive and include all requirements mandated under SEBI (LODR) Regulations, 2015. The Committee focused its attention to periodically assess risks to the effective execution of business strategy and review key leading indicators in this regard, to review the cyber security of the Company, to review and approve the Risk Management Framework of the Company, to evaluate significant risk exposures of the Company and assess management's actions to mitigate the exposures in a timely manner.

Table 13: Composition of Risk Management Committee during the financial year ended March 31, 2026

Name of Committee Members	Category
Mr. Kushagra Bajaj, Chairman	Chairman, Non-Executive
Mr. Ajay Kumar Sharma	Managing Director
Mr. Vinod C. Sampat	Independent, Non-Executive
Mr. Sunil Kumar Ojha	Chief Financial Officer
Mr. Kausik Adhikari	Company Secretary

The Company Secretary of the Company shall act as Secretary to the Risk Management Committee. During the financial year ended March 31, 2026, two meetings were held on May 29, 2025 and November 12, 2025 for the Risk Management Committee.

The attendance of each Committee Member is provided in following Table.

Name of Committee Members	Category	Risk Management Committee Meetings held / attended
Mr. Kushagra Bajaj	Chairman, Non-Executive	02/01
Mr. Ajay Kumar Sharma	Managing Director	02/02
Mr. Vinod C. Sampat	Independent, Non-Executive	02/02
Mr. Sunil Kumar Ojha	Chief Financial Officer	02/02
Mr. Kausik Adhikari	Company Secretary	02/02

Corporate Social Responsibility Committee

Constitution

The Company has constituted a Corporate Social Responsibility Committee (CSR) as required under Section 135 of the Companies Act, 2013. The Committee is headed by the Board Chairman, Mr. Kushagra Bajaj and consists of the members as stated in Table 14 below.

Table 14: Composition of Corporate Social Responsibility Committee during the financial year ended March 31, 2026

Name of Committee Members	Category
Mr. Kushagra Bajaj, Chairman	Chairman, Non-Executive
Mr. Ajay Kumar Sharma	Managing Director
Ms. Shalu Bhandari	Independent, Non-Executive

During the year under review, the Corporate Social Responsibility Committee met on February 12, 2026. The attendance of each Committee Member is provided in Table 15.

Table 15: Attendance at the meetings of the CSR Committee during the financial year ended March 31, 2026

Name of Committee Members	Category	CSR Committee Meetings held / attended
Mr. Kushagra Bajaj, Chairman	Chairman (Non-Executive)	01/00
Mr. Ajay Kumar Sharma	Managing Director	01/01
Ms. Shalu Bhandari	Independent (Non-Executive)	01/01

Independent Directors' Meeting

During the year under review, the Independent Directors met on November 12, 2025, inter alia, to:

- Evaluate performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluate performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors;
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.

Framework for Material Subsidiary

The details of material subsidiaries is given below:-

Name	Date of Incorporation	Place of Incorporation	Name of Statutory Auditor	Date of appointment of Statutory Auditor
Phenil Sugars Limited	13/05/2003	Maharashtra (India)	R.S. Dani & Co.	12/09/2025 (Period 01.04.2025 to 31.03.2030)

Senior Management

Particulars of senior management including the changes therein since the close of the previous financial year.

Sr. No.	Name of Senior Management Personnel	Designation	Changes if any, during the year (Appointment / Cessation)	Nature of change and Effective date
1	Mr. Akash Sharma	President (Finance & Accounts)	-	-
2	Mr. Amit Agrawal	President (Sales & Marketing)	-	-
3	Mr. Avani Kumar Pandey	Vice President (Legal)		
4	Mr. Brajesh Kumar Srivastav	Vice President (EHS)	-	-
5	Mr. Kausik Adhikari	Assistant Vice President/Company Secretary	-	-
6	Mr. Lalit Rathi	Chief Tax Officer (Group Corporate Tax)	-	-
7	Mr. Narender Kumar Soni	Senior Vice President (Finance & Accounts)	-	-
8	Mr. Naval Kishore Kashyap	Senior Vice President (Indirect Taxation)	-	-
9	Mr. Neeraj Kumar Srivastava	Assistant Vice President (Legal)	-	-
10	Mr. Prabhakar Chandra	President (HR)	-	-

Sr. No.	Name of Senior Management Personnel	Designation	Changes if any, during the year (Appointment / Cessation)	Nature of change and Effective date
11	Mr. Rajeev Gupta	Senior Vice President (Commercial)	-	-
12	Mr. Rajendra Mishra	Vice President (Finance & Accounts)	-	-
13	Mr. Ramendra Singh	Assistant Vice President (Finance & Accounts)	-	-
14	Mr. Sanjay Kumar Goyal	Senior Vice President (Finance & Accounts)	Separation	Resigned w.e.f. 10.09.2025
15	Mr. Shyam Kumar Gupta	Vice President (Finance & Accounts)	-	-
16	Mr. Sunil Kumar Ojha	Chief Financial Officer	-	-
17	Mr. Suresh Maheshwari	Senior Vice President (Finance & Accounts)	-	-
18	Mr. Syed Masood Raza	President (Sales & Marketing)	-	-
19	Mr. Vikas Lahoti	Head - Group Corporate Taxation	-	-

CEO/CFO Certification

The Managing Director and Chief Finance Officer of the Company have certified to the Board of Directors, inter alia, the accuracy of financial statements and adequacy of internal controls for the financial reporting as required under Regulation 17(8) of the Listing Regulations for the year ended March 31, 2026.

Disclosure of Accounting Treatment

Accounting policies and treatments as given in the Notes to the financial statements.

Other Disclosures

Material significant related party transactions

There were no transactions of material value with related parties viz. Promoters, Directors or the management, subsidiaries or relatives having any potential conflict with the interests of the Company during the year.

Details of non-compliance during last 3 years

There were two instances of the following non-compliances:

1. During the financial year 2022-23: Securities and Exchange Board of India (SEBI) vide its Order dated July 08, 2022 imposed a penalty of ₹ 10 Lakh for violation of provision of Regulation 4(1)(c), Regulation 30(3), Regulation 30(4) read with clauses 2 & 8 of para B of Part A of Schedule III and Regulation 34(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. CIR/CFD/CMB/10/2015 dated November 04, 2015.
2. During the financial year 2024-25: The Company has received notice dated August 21, 2024 from National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) respectively levying a penalty of ₹ 82,000/- (excluding GST) each for non-compliance under Regulation 17(1A) of the SEBI (LODR) Regulations, 2015. The Company has paid the penalties to the respective exchanges on August 23, 2024.

The Company had requested for waiver of the penalties vide its letter dated September 02, 2024, levied by NSE and BSE. The NSE vide its letter Ref. No. NSE/LIST/SOP/1123 dated October 09, 2024 considered the company's request favorably for the waiver of fines.

Whistle blower/Vigil mechanism policy

The Board of Directors of Bajaj Hindusthan Sugar Limited (BHSL) and Chairman of the Company are committed to maintain the highest standards of honesty, openness and accountability and recognise that each and every person in BHSL has an important role to play in achieving the organisational goals. It is the policy of the Company to encourage employees, when they have reasons to suspect questionable accounting/audit practices, or the reporting of fraudulent financial information to shareholders, the Government or the financial markets, and/or serious misconduct otherwise, to report those concerns to the Company's management. No personnel has been denied access to the Audit Committee.

Details of compliance with mandatory requirements and adoption of non-mandatory/discretionary requirements

The Company has complied with all mandatory requirements of Corporate Governance and Report as specified in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and compliance with the non-mandatory/discretionary requirements has been detailed hereunder:

(1) The Board

The Chairman of the Board is a non-executive director not related with the Managing Director or the Chief Executive Officer.

(2) Training of Board members

Directors are fully briefed on all business-related matters, risk assessment and new initiatives proposed by the Company.

(3) Reporting of Internal Auditor

The Internal Auditor of the Company reports directly to the Audit Committee in all functional matters.

Policy for determining material subsidiary

The Company has material non-listed Subsidiary Company. Accordingly, the requirement of appointing at least one Independent Director on the Board is applicable. The Board reviews the financial statements particularly investments made by its subsidiary companies and the minutes of the Board meeting of the unlisted subsidiary companies are placed at the Board meeting of the Company along with a statement of all significant transactions and arrangements entered into by the subsidiaries. The policy on Material Subsidiary is posted on the website of the Company and can be accessed at https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/1552050985_BHSL-Policy%20on%20Material%20Subsidiaries-12.02.2019.pdf.

Policy on dealing with related party transactions

The policy on Material Subsidiary is posted on the website of the Company and can be accessed at https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/BHSL-Policy%20on%20Materiality%20and%20Dealing%20with%20Related%20Party%20Transactions-20.05.2022.pdf.

Disclosure of commodity price risks/foreign exchange risk and commodity/foreign exchange hedging activities

A. Commodity risks and hedging

Sugar is traded in spot and futures market on commodity exchange both in the Indian and Global commodity markets. Most of the Company's sugar trade is however concentrated in domestic spot markets. As per the Industry's convention, in domestic market, Physical Sugar is mostly traded on spot basis on prevailing physical sugar prices and is not through exchange (spot or futures market) barring minuscule trade of Institutional trade through exchange.

The Company is exposed to usual price risk associated with fluctuations in sugar prices.

B. Foreign exchange risks and hedging

The Company does not have material foreign exchange risk in the normal course of its business. The Company also does not have any foreign currency loans.

Hedging through forward/futures contracts is done as and when need arises for booking the exposure arising out of imports/exports.

Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A)

During the year, no fund was raised through preferential allotment or qualified institutions placement.

Certificate regarding non-disqualification of directors

The Company has obtained a certificate from M/s Anant B Khamankar & Co., Practising Company Secretary that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

Disclosure regarding non-acceptance of recommendation of any committee of the board

During the year, there was no such instance where the board had not accepted any recommendation of any committee of the board which is mandatorily required.

Total fees for all services paid by the Company and its subsidiaries, 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

During the year 2025-26, following fees were paid to the statutory auditors by the Company.

Sr. No.	Nature of services	Fees paid (₹)
1	Statutory audit	40,00,000
2	Tax audit	3,25,000
3	Limited review	20,00,000
4	Certification fee	1,35,000
	Total	**64,60,000**

During the year 2025-26, following fees were paid to the statutory auditors by the Subsidiary Companies (Bajaj Aviation Private Limited (BAPL), Bajaj Power Generation Private Limited (BPGPL) & Phenil Sugars Limited (PSL))

Sr. No.	Nature of services	Fees paid (₹)
1.	Statutory audit (BAPL)	20,000
2.	Tax audit (BAPL)	20,000
3.	Statutory audit (BPGPL)	20,000
4.	Statutory audit (PSL)	1,00,000
	Total	**1,60,000**

Notes:

1. Fees paid including provisions made during the year.
2. Amount paid excluding GST.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

a. Number of complaints filed during the financial year: Nil

b. Number of complaints disposed of during the financial year: Nil

c. Number of complaints pending as on end of the financial year: Nil

Steps for prevention of insider trading practices

In compliance with the SEBI (Prevention of Insider Trading) Regulations as amended in 2015, the Company has issued a comprehensive set of guidelines after incorporating the amendments prescribed by SEBI, advising and cautioning management staff and other relevant business associates on the procedure to be followed while dealing in equity shares of Bajaj Hindusthan Sugar Limited and disclosure requirements in this regard. The Company believes that "The Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders" and "The Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information" that it has framed in this regard will help in ensuring compliance with the amended SEBI regulations.

Disclosure of the compliance with corporate governance requirements

The Company has complied with corporate governance requirements specified in Regulations 17 to 27 of the SEBI (LODR) Regulations, 2015. The Company also disseminated all the information as required under clauses (b) to (i) of sub regulations (2) of regulation 46 of SEBI (LODR) on its website www.bajajhindusthan.com.

Information to shareholders

General information of shareholders' interest is set out in a separate section titled "Shareholder Information".

Report on corporate governance

This section, read together with the information given in the sections titled (i) Management Discussion and Analysis Report and (ii) Shareholder Information, constitutes a detailed compliance report on Corporate Governance during the financial year ended March 31, 2026.

Management discussion and analysis

Management Discussion and Analysis is given in a separate section forming part of the Board's Report in this Annual Report.

Compliance certificate regarding compliance of conditions of corporate governance

The Company has obtained a certificate from its Auditors testifying to its compliance with the condition of Corporate Governance laid down in SEBI (LODR) Regulations, 2015.

This certificate is annexed to the Board's Report for the financial year ended March 31, 2026 and will be sent to the stock exchanges, along with the Annual Report to be filed by the Company.

General Shareholder Information

Annual General Meeting – date, time and venue

Date, Time and Venue of 94th AGM	Thursday, the 27th day of August, 2026 at 11.00 A.M. at the Conference Hall, General Office, Bajaj Hindusthan Sugar Ltd., Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh - 262 802

The previous three Annual General Meetings (AGM) of the Company were held on the following date, time and venue. (See Table 16).

Table 16: Date, Time and Venue of Annual General Meetings held

AGM	Day, Date & Time	Venue
91st AGM	Tuesday, 04th July, 2023 at 11.00 A.M.	Conference Hall, General Office, Bajaj Hindusthan Sugar Ltd., Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh - 262 802
92nd AGM	Thursday, 27th June, 2024 at 11.00 A.M.	Conference Hall, General Office, Bajaj Hindusthan Sugar Ltd., Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh - 262 802
93rd AGM	Thursday, 11th September, 2025 at 11.00 A.M.	Conference Hall, General Office, Bajaj Hindusthan Sugar Ltd., Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh - 262 802

The summary of Special Resolutions and other important resolutions passed at the previous 3 Annual General Meetings are reported below:

91ST AGM

	Subject matter of the resolutions	Type of resolution
1	Ratification of the remuneration payable to Cost Auditors – Special Business	Ordinary Resolution

92nd AGM

	Subject matter of the resolutions	Type of resolution
1	Appointment of Mr. Shyam Sunder Jangid (DIN: 01186353) as an Independent Director of the Company to hold office upto March 29, 2029 - Special Business.	Special Resolution
2	Ratification of the remuneration payable to Cost Auditors for the year 2024-25 - Special Business	Ordinary Resolution

93rd AGM

	Subject matter of the resolutions	Type of resolution
1	Appointment of M/s Anant B. Khamankar & Co., Practicing Company Secretary (C.P. No. 1860 & Peer Review Certificate No. 1283/2021) as Secretarial Auditor of the Company for a term of five consecutive years commencing from April 01, 2025 and ending on March 31, 2030 and fix their remuneration – Special Business.	Ordinary Resolution
2	Re-appointment of Mr. Vinod C. Sampat (DIN:09024617), as an Independent, Non-executive Director of the Company to hold office for the second term of 5 (five) consecutive years with effect from January 21, 2026 to January 20, 2031 – Special Business.	Special Resolution

Subject matter of the resolutions		Type of resolution
3	Ratification of the remuneration payable to cost auditors for the financial year 2025-26 – Special Business.	Ordinary Resolution
4	Appointment of Mr. Satish Kumar Nagpal (DIN: 09045584), Ex-CGM, State Bank of India, as Director (Category: Non-Executive, Nominee Director) of the Company with effect from July 18, 2025, not liable to retire by rotation.	Ordinary Resolution

The summary of Special Resolutions and other important resolutions passed at the Extra-ordinary General Meeting are reported below:

EGM held on March 10, 2026

Subject matter of the resolutions		Type of resolution
1	Increase in the Authorised Share Capital and alteration of the capital clause of the Memorandum of Association of the Company – Special Business.	Ordinary Resolution
2	Issue of equity shares on a preferential basis on conversion of loan [part of Yield to Maturity ("YTM") amount on Optionally Convertible Debentures ("OCDs")] to the lenders.	Special Resolution
3	Issue of Series A 0.01% Compulsorily Convertible Preference Shares ("CCPS") on Preferential Basis upon conversion of loan [part of Yield to Maturity ("YTM") amount on Optionally Convertible Debentures ("OCDs") and Right of Recompense ("ROR") on earlier restructuring] to the Lenders.	Special Resolution

Financial Year

April 01, 2025 – March 31, 2026

Dividend announcement

In view of inadequacy of profit during the year under review, directors do not recommend any dividend for the current year. The Dividend paid in the previous year was nil.

Date of book closure

Friday, August 21, 2026 to Thursday, August 27, 2026 (both days inclusive).

Transfer of unclaimed dividend to Investor Education and Protection Fund

The amounts of dividend, sum of matured fixed deposits, sum of interest on matured deposits, etc. which has remained unpaid or unclaimed for 7 years have been transferred to the Investor Education and Protection Fund within the time stipulated by law on respective due dates in accordance with the provisions of Section 124(5) of the Companies Act, 2013. During the year, there is no unpaid dividend lying with the Company for transfer to Investor Education and Protection Fund due to loss incurred and did not declared any dividend.

Transfer of unclaimed equity shares to Investor Education and Protection Fund (IEPF)

Pursuant to the provisions of Sections 124 and 125 of the Companies Act and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time), all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred in the name of IEPF Authority.

The following shares were credited to IEPF as prescribed under the Rules:

ISIN Description	Debit/Credit	Records	No. of Shares	Execution Date
Bajaj Hindusthan Sugar Limited EQ FV ₹ 1/- each	Credit	2,899	5,26,490	19/12/2017
Bajaj Hindusthan Sugar Limited EQ FV ₹ 1/- each	Credit	362	2,03,080	16/12/2017
Bajaj Hindusthan Sugar Limited EQ FV ₹ 1/- each	Credit	1,740	1,50,575	16/12/2017
Bajaj Hindusthan Sugar Limited EQ FV ₹ 1/- each	Credit	1,484	1,05,301	22/12/2017
Total No. of shares credited		**6,485**	**9,85,446**	

Both the unclaimed dividends and the shares transferred to the IEPF can be claimed back by the concerned shareholders from IEPF Authority after complying with the procedure prescribed under the "Rules". So far 25 shareholders have claimed (8,277 shares) from IEPF Authority after complying with the procedure prescribed under the "Rules".

Statement of claimed equity shares from Investor Education and Protection Fund

The following shares were claimed from Investor Education and Protection Fund during the year:

Particulars	Number of shareholders	Number of equity shares
Aggregate number of shareholders and the outstanding shares in the Investor Education and Protection Fund lying as on March 31, 2025	6469	9,79,524
Number of shareholders who approached the Company for transfer of shares from Investor Education and Protection Fund during the year	9	2,355
Number of shareholders to whom shares were transferred from the Investor Education and Protection Fund during the year	9	2,355
Aggregate number of shareholders and the outstanding shares in the Investor Education and Protection Fund lying as on March 31, 2026	6460	9,77,169

Disclosures with respect to unclaimed/unpaid dividend

Unclaimed dividends up to 1995-96 have been transferred to the General Revenue Account of the Central Government. Those who have not encashed their dividend warrants for the period prior to including 1995-96 are requested to claim the amount from Registrar of Companies – Maharashtra, CGO Building, 2nd Floor, "A" Wing, Opp. Police Commissioner's Office, C.B.D. Belapur, Navi Mumbai - 400 614.

In view of amended Section 205C of the Companies Act, 1956, followed by the issue of Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, any money transferred by the Company to the unpaid dividend account and remaining unclaimed for a period of seven years from the date of such transfer shall be transferred by the Company to a fund called Investor Education and Protection Fund (the fund) set up by the Central Government.

Accordingly, unpaid/unclaimed dividends for the years 1997-98 to 2011-12 were transferred by the Company to the said fund on respective due dates. This would be followed by the transfer of the amounts of unpaid/unclaimed dividends every year in respect of dividends for subsequent years.

No dividend was declared after 2011-12.

Unclaimed shares in the suspense account

In accordance with the requirement of Securities and Exchange Board of India (Listing and Disclosure

Requirements) Regulations, 2015, the Company reports the following details in respect of equity shares issued but remained unclaimed lying in the suspense account in demat form:

Particulars	Number of shareholders	Number of equity shares
Aggregate number of shareholders and the outstanding shares in the Suspense account lying as on March 31, 2025	427	2,37,790
Number of shareholders who approached the Company for transfer of shares from suspense account during the year	4	3,030
Number of shareholders to whom shares were transferred from the suspense account during the year	4	3,030
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2026	423	2,34,760

The voting rights on the shares outstanding in the suspense accounts as on March 31, 2026 shall remain frozen till the rightful owner of such shares claims the shares.

Information on directors being appointed / re-appointed

The information regarding Directors seeking appointment/re-appointment at the ensuing Annual General Meeting is given under Annexure to the Notice convening 94th Annual General Meeting.

Means of Communication

Financial Results: The Company has published its quarterly, half-yearly and annual results in Economic Times and Nav Bharat Times (vernacular) at Lucknow. Quarterly results were sent to the Stock Exchanges immediately after the Board approved them. The financial results and other relevant information are regularly and promptly updated on the website of the Company at www.bajajhindusthan.com.

News releases, presentations, among others: Official news releases and official media releases are sent to Stock Exchanges and are displayed on its websites of the Company at www.bajajhindusthan.com.

Website: The Company's website (www.bajajhindusthan.com) contains a separate dedicated section 'Investor Corner' where shareholders' information is available. The Company's Annual Report is also available in downloadable form.

Annual Report: The Annual Report containing, inter alia, Audited Financial Statements, Audited Consolidated Financial Statements, Board's Report, Auditor's Report and other important information is circulated to members and others entitled thereto. The Management's Discussion and Analysis Report (MDAR), Business Responsibility and Sustainability Report (BRSR) forms part of the Annual Report.

Chairman's Communique: The Chairman's Letter forms part of the Annual Report.

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, among others are filed electronically on NEAPS.

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, among others are also filed electronically on the Listing Centre.

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 (ATR) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

Share transfer

The power to approve share transfer/transmission, etc. as well as the dematerialisation / rematerialisation were delegated to certain directors/officers of the Company. All transfers pertaining to shares held in physical form as well as requests for dematerialisation/ rematerialisation are processed in fortnightly cycles.

Registrar to an issue and share transfer agent

M/s. MUFG Intime India Private Limited (Formerly Link Intime India Private Limited), as the Registrar and Share Transfer Agents (RTA) of Bajaj Hindusthan Sugar Limited, handle all share transfers and related processes. They provide the entire range of services to the Shareholders of the Company relating to share transfers, change of address or mandate and dividend. The electronic connectivity with both the depositories - National Securities Depository Limited and Central Depository Services (India) Limited is also handled by M/s. MUFG Intime India Private Limited.

Share transfer system

All share transfers and other communications regarding share certificates, change of address, dividends, etc. should be addressed to the Registrar and Share Transfer Agent (RTA). M/s. MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) is the common Share Transfer Agent for both physical and dematerialised mode. Transfer of shares in electronic form were processed and approved by NSDL and CDSL through their Depository Participant without the involvement of the Company. Transfer of shares in physical form were registered and transferred to the respective transferees within the prescribed time as per the Listing Regulations, after the confirmation from RTA on the completeness of documentation.

The number of shares transferred in physical category during the year ended March 31, 2026 was Nil shares as compared to Nil in the previous year.

Dematerialisation of shares and liquidity

During the year ended March 31, 2026, 10,575 shares were dematerialised as compared to 22,422 shares in the previous year. The distribution of shares in physical and electronic modes as at March 31, 2026 and March 31, 2025 is provided in Table 17.

Table 17: Details of Shares held in physical and electronic mode

Categories	Position as at March 31, 2026		Position as at March 31, 2025		Shares dematerialised during the year ended March 31, 2026	
	No. of Shares	% of total shareholding	No. of Shares	% of total shareholding	No. of Shares	% of total shareholding
Physical	7,51,066	0.059	7,61,641	0.060	-10,575	-0.001
Demat:						
NSDL	64,95,26,529	50.849	68,99,32,109	54.012	-4,04,05,580	-3.163
CDSL	62,70,82,347	49.092	58,66,66,192	45.928	4,04,16,155	3.164
Sub-total	127,66,08,876	99.941	1,27,65,98,301	99.940	10,575	0.001
Total	**1,27,73,59,942**	**100.00**	**1,27,73,59,942**	**100.00**	**-**	**-**

*Note:

1) The Company has allotted 105,95,94,058 equity shares on 27.03.2026 and 3,69,88,476 equity shares on 28.03.2026 aggregating to 109,65,82,534 equity shares of face value ₹1/- each on preferential basis to the lenders of the Company. The trading approval of the aforesaid 109,65,82,534 equity shares were received on 13.04.2026 and admitted to dealings on the Exchange from April 15, 2026.

2) The Company has also allotted 1,67,23,565 equity shares of face value ₹1/- each on preferential basis on 01.04.2026 to the Bank of India (one of the lenders of the Company). The trading approval of the aforesaid 1,67,23,565 equity shares were received on 17.04.2026 and admitted to dealings on the Exchange from April 20, 2026. The share allotted after March 31, 2026 is not considered in the Shareholding Pattern.

Listing on Stock Exchanges and Stock Codes

The Company's equity shares are listed and traded on the following Stock Exchanges:

Name	Address	Stock Code	Reuters Code
BSE Limited	1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	500032	BJHN.BO
The National Stock Exchange of India Limited (NSE)	Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051	BAJAJHIND	BJHN.NS

The ISIN Number of Company's Equity Shares (face value of ₹ 1 per share) for NSDL & CDSL: INE306A01021. Company has paid listing fees for the financial year 2026-27 to all the stock exchanges where its securities are listed.

Suspension of Trading

The securities of the company were not suspended from trading on Stock Exchange during the year.

Distribution of Shareholding

The shareholding distribution as at March 31, 2026 (See Table 18)

Table 18: Shareholding distribution as at March 31, 2026

Category	No. of Shareholders	% of total holders	No. of Shares	% of Capital
Upto 500	6,16,647	78.9333	6,34,01,243	4.9635
501 to 1000	67,100	8.5891	5,49,37,484	4.3009
1001 to 2000	41,971	5.3725	6,42,51,736	5.0300
2001 to 3000	17,069	2.1849	4,38,82,833	3.4354
3001 to 4000	8,058	1.0315	2,89,70,222	2.2680
4001 to 5000	7,667	0.9814	3,64,08,069	2.8503
5001 to 10000	11,812	1.5120	8,83,83,780	6.9193
10001 and above	10,901	1.3954	89,71,24,575	70.2327
Total	**7,81,225**	**100.0000**	**127,73,59,942**	**100.0000**

*Note:

1) The Company has allotted 105,95,94,058 equity shares on 27.03.2026 and 3,69,88,476 equity shares on 28.03.2026 aggregating to 109,65,82,534 equity shares of face value ₹1/- each on preferential basis to the lenders of the Company. The trading approval of the aforesaid 109,65,82,534 equity shares were received on 13.04.2026 and admitted to dealings on the Exchange from April 15, 2026.

2) The Company has also allotted 1,67,23,565 equity shares of face value ₹1/- each on preferential basis on 01.04.2026 to the Bank of India (one of the lenders of the Company). The trading approval of the aforesaid 1,67,23,565 equity shares were received on 17.04.2026 and admitted to dealings on the Exchange from April 20, 2026. The share allotted after March 31, 2026 is not considered in the Shareholding Pattern.

Shareholding Pattern

Shareholding pattern of the Company as at March 31, 2026

Table 19: Shareholding pattern as at March 31, 2026

Categories	March 31, 2026		March 31, 2025	
	No. of Shares	Percentage	No. of Shares	Percentage
Promoters	31,87,43,422	13.43	31,87,43,422	24.95
Mutual Funds/UTI	4,582	0.00	25,11,622	0.20
Financial Institutions/Banks*	115,33,83,467	48.59	5,77,69,188	4.52
Insurance Companies	4,31,65,896	1.81	4,31,65,896	3.38
Foreign Institutional & Foreign Portfolio – Corp.	2,71,15,123	1.14	3,33,73,810	2.61
NRI & OCBs	2,63,09,040	1.11	2,33,94,130	1.83
GDRs	--	--	--	--
Others	80,52,20,946	33.92	79,84,01,874	62.51
Total	**237,39,42,476**	**100.00**	**127,73,59,942**	**100.00**

*Note:

1) The Company has allotted 105,95,94,058 equity shares on 27.03.2026 and 3,69,88,476 equity shares on 28.03.2026 aggregating to 109,65,82,534 equity shares of face value ₹1/- each on preferential basis to the lenders of the Company. The trading approval of the aforesaid 109,65,82,534 equity shares were received on 13.04.2026 and admitted to dealings on the Exchange from April 15, 2026.

2) The Company has also allotted 1,67,23,565 equity shares of face value ₹1/- each on preferential basis on 01.04.2026 to the Bank of India (one of the lenders of the Company). The trading approval of the aforesaid 1,67,23,565 equity shares were received on 17.04.2026 and admitted to dealings on the Exchange from April 20, 2026. The share allotted after March 31, 2026 is not considered in the Shareholding Pattern.

Reconciliation of share capital audit

As stipulated by Securities and Exchange Board of India, a qualified practicing Company Secretary carries out the Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to stock exchanges and is also placed before the Board of Directors. No discrepancies were noticed during these audits.

Investor services

The Company under the overall supervision of the Company Secretary is committed to provide efficient and timely services to its shareholders. The Company has appointed M/s. MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) as its Registrar and Share Transfer Agent for rendering the entire range of services to the shareholders of the Company with regard to share transfer, change of address, change of mandate, dividend, etc.

Outstanding GDRs or warrants or any convertible instrument, conversion dates and likely impact on equity

Outstanding Instruments	No. of Convertible Instruments	Value in ₹	Conversion dates	Likely impact on equity shares of the Company*
Optionally Convertible Debentures	32,15,30,423	3215,30,42,300	Final redemption/ Conversion date March 31, 2040	217,83,90,400
Compulsorily Convertible Preference Shares	2810,88,20,184	2810,88,20,184	Maturity date March 31, 2045	549,00,03,942

*Note:

1) The Company has allotted 34,83,24,626 fully paid-up Optionally Convertible Debentures (OCDs) of face value ₹ 100 each to the lenders of the Company pursuant to the Scheme for Sustainable Structuring of Stressed Assets (S4A Scheme). For the purpose of likely impact on equity shares of the Company, it is assumed that OCDs will be converted into equity shares based on the conversion price of ₹ 14.76, being the price for issue of equity shares under S4A Scheme as per the pricing guidelines for issuance of equity shares under the RBI circular dated June 08, 2015 on Strategic Debt Restructuring Scheme read with Regulation 70(5) of Securities and Exchange Board of India (Issue of Capital and Disclosures Requirement) Regulations, 2015.

Out of the above OCDs, the Company has redeemed 2,67,94,203 debentures of face value ₹ 100/- each during the year as per the Framework Agreement signed on 26.03.2026 for Resolution Plan under the RBI Prudential Framework.

As on March 31, 2026, the outstanding OCDs is 32,15,30,423 of face value of ₹ 100/- each.

2) The Company has allotted 2810,88,20,184 Compulsorily Convertible Preference Shares (CCPS) of face value of ₹1/- each to the lenders of the Company during the month of March 2026 as per the Resolution Plan under RBI Prudential Framework.

For the purpose of likely impact on equity shares, it is assumed that the CCPS will be converted into equity shares based on the conversion price of ₹ 5.12 per share being the conversion price of equity shares issued as per the Resolution Plan to the lenders.

The total paid up capital of the Company assuming full conversion of OCDs and CCPS is subject to conversion price on the date of conversion.

CCPS allotted upto March 31, 2026 have been shown in the above table. The Company has also allotted 44,56,67,369 Compulsorily Convertible Preference Shares (CCPS) of face value of ₹1/- each to Bank of India (one of the lenders of the Company) during the month of April 2026 as per the Resolution Plan under RBI Prudential Framework. The CCPS allotted after March 31, 2026 is not included in the above table.

Credit Ratings

CARE Ratings Limited (Care Edge Ratings) has withdrawn the outstanding rating of 'CARE-D' assigned to the Optionally Convertible Debentures (OCD) with effect from May 29, 2026.

Nomination

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of all the registered shareholder/s. The prescribed form for such nomination can be obtained from the Company. Nomination facility in respect of shares held in electronic form is also available with depository participant (DP) as per the bye-laws and business rules applicable to NSDL and CDSL.

Mandatory requirement of PAN

SEBI vide its circular dated January 07, 2010 has made it mandatory to furnish PAN Card copy in the following cases:

I. Deletion of name of deceased shareholder(s), where the shares are held in the name of two or more shareholders;

II. Transmission of shares to the legal heir(s), where deceased shareholder was the sole holder;

III. Transposition of shares – in case of change in order of names in which physical shares are held jointly in the names of two or more shareholders.

Subsidiary companies

There is one material non-listed Indian subsidiary Company requiring appointment of Independent Director of the Company on the Board of Directors of the subsidiary Company. The requirements of the SEBI (LODR) Regulations, 2015 with regard to subsidiary companies have been complied with.

Disclosure of compliance with corporate governance requirements

The company has complied with the corporate governance requirements as specified in Regulation 17 to 27 and Regulation 46 of SEBI (LODR) Regulations, 2015 and the weblink for the same are given below.

Particulars	Weblink
Details of business	https://www.bajajhindusthan.com/about-us.php
Memorandum of Association and Articles of Association	https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/MOA_&_AOA_BHSL.pdf
Brief profile of Board of Directors	https://www.bajajhindusthan.com/board-of-directors.php
Terms and conditions of appointment of Independent Director	https://bhuat.bajajhindusthan.com/bajajHindustanCMS/uploads/Terms_and_conditions_of_appointment_of_Independent_directors_14052026.pdf
Composition of various committees of board of directors	https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/Composition_of_Committee_30.03.2024.pdf

Particulars	Weblink
Code of conduct of board of directors and senior management personnel	https://bhuat.bajajhindusthan.com/bajajHindustanCMS/uploads/BHSL-Code%20of%20Conduct%20for%20Directors%20and%20SM-13.02.2023.pdf
Details of establishment of vigil mechanism/ Whistle Blower policy	https://bhuat.bajajhindusthan.com/bajajHindustanCMS/uploads/1553861260_BHSL-Policy%20on%20Vigil%20Mechanism-12.02.2019.pdf
Criteria of making payments to non- executive directors and senior management personnel	https://bhuat.bajajhindusthan.com/bajajHindustanCMS/uploads/BHSL-Nomination%20and%20Remuneration%20Policy-13.02.2023.pdf
Policy on dealing with related party transactions	https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/BHSL-Policy%20on%20Materiality%20and%20Dealing%20with%20Related%20Party%20Transactions-20.05.2022.pdf
Policy determining 'material' subsidiaries	https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/1552050985_BHSL-Policy%20on%20Material%20Subsidiaries-12.02.2019.pdf
Details of familiarization programmes imparted to independent directors	https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/1552050985_BHSL-Familiarisation%20Programme%20for%20Independent%20Directors-12.02.2019.pdf
The email address for grievance redressal and other relevant details	https://www.bajajhindusthan.com/investors-contacts.php
Contact Information of the designated officials who are responsible for assisting and handling investor grievances	https://www.bajajhindusthan.com/investors-contacts.php
Notice of Board meetings where financial results shall be discussed	https://www.bajajhindusthan.com/Events-Intimations-disclosed-to-Stock-Exchanges.php
Financial Results	https://www.bajajhindusthan.com/download-financial-calendar.php
Annual Reports	https://www.bajajhindusthan.com/download-financial-calendar.php
Shareholding Pattern	https://www.bajajhindusthan.com/shareholding.php
Items published in the newspaper; (a) financial results, as specified in regulation 33.and 9b) notices given to shareholders by advertisement.	https://www.bajajhindusthan.com/Events-Intimations-disclosed-to-Stock-Exchanges.php
Credit Ratings	https://www.bajajhindusthan.com/credit.php
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	https://www.bajajhindusthan.com/download-financial-calendar.php
Secretarial Compliance Report	https://www.bajajhindusthan.com/Events-Intimations-disclosed-to-Stock-Exchanges.php
Disclosure of the policy for determination of materiality of events or information	https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/BHSL_Determination_of_materiality_of_events_and_disseminaiton_Policy_31.07.2023.pdf

Particulars	Weblink
Disclosure of contact details of key managerial personnel who are authorized for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s)	https://www.bajajhindusthan.com/investors-contacts.php
Disclosures under sub-regulation (8) of regulation 30 of these regulations;	https://www.bajajhindusthan.com/Events-Intimations-disclosed-to-Stock-Exchanges.php
Dividend Distribution Policy	https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/1552051143_BHSL-Dividend%20Distribution%20Policy-12.02.2019.pdf
Annual Return as provided under the Act	https://www.bajajhindusthan.com/mgt.php

Plant locations

Sugar mills

1. Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh
2. Palia Kalan, District Lakhimpur-Kheri, Uttar Pradesh
3. Kinauni, District Meerut, Uttar Pradesh
4. Thanabhawan, District Shamli, Uttar Pradesh
5. Budhana, District Muzaffarnagar, Uttar Pradesh
6. Bilai, District Bijnor, Uttar Pradesh
7. Barkhera, District Pilibhit, Uttar Pradesh
8. Khambarkhera, District Lakhimpur-Kheri, Uttar Pradesh
9. Gangnauli, District Saharanpur, Uttar Pradesh
10. Maqsoodapur, District Shahjahanpur, Uttar Pradesh
11. Pratappur, District Deoria, Uttar Pradesh
12. Rudauli, District Basti, Uttar Pradesh
13. Utraula, District Balrampur, Uttar Pradesh
14. Kundarkhi, District Gonda, Uttar Pradesh

Co-Generation

1. Palia Kalan, District Lakhimpur-Kheri, Uttar Pradesh
2. Barkhera, District Pilibhit, Uttar Pradesh
3. Khambarkhera, District Lakhimpur-Kheri, Uttar Pradesh
4. Kinauni, District Meerut, Uttar Pradesh
5. Thanabhawan, District Shamli, Uttar Pradesh
6. Budhana, District Muzaffarnagar, Uttar Pradesh
7. Bilai, District Bijnor, Uttar Pradesh
8. Gangnauli, District Saharanpur, Uttar Pradesh
9. Maqsoodapur, District Shahjahanpur, Uttar Pradesh
10. Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh
11. Pratappur, District Deoria, Uttar Pradesh
12. Rudauli, District Basti, Uttar Pradesh
13. Utraula, District Balrampur, Uttar Pradesh
14. Kundarkhi, District Gonda, Uttar Pradesh

Distillery

1. Golagokarannath, Lakhimpur – Kheri District Kheri, Uttar Pradesh
2. Palia Kalan, District Lakhimpur – Kheri, Uttar Pradesh
3. Kinauni, District Meerut, Uttar Pradesh
4. Khambarkhera, District Lakhimpur – Kheri, Uttar Pradesh
5. Gangnauli, District Saharanpr, Uttar Pradesh
6. Rudauli, District Basti, Uttar Pradesh

Board Division

1. Palia Kalan, District Lakhimpur – Kheri, Uttar Pradesh
2. Kundarkhi, District Gonda, Uttar Pradesh
3. Kinauni, District Meerut, Uttar Pradesh

Address for Correspondence

Investors and shareholders can correspond with

1. The Company at the following address:
   Secretarial Department
   Bajaj Hindusthan Sugar Limited
   Bajaj Bhawan, 2nd Floor
   Jamnalal Bajaj Marg
   226, Nariman Point
   Mumbai - 400 021
   Tel. No. : +91-22-2204 9056
   Fax No. : +91-22-2204 8681
   E-mail: investor.complaints@bajajhindusthan.com
   Website: www.bajajhindusthan.com

AND / OR

2. The Registrars and Share Transfer Agent of the Company, M/s. MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) at their following address:
   By Post / Courier / Hand Delivery
   MUFG Intime India Private Limited
   (Formerly Link Intime India Private Limited)
   Unit: Bajaj Hindusthan Sugar Limited
   C-101, Embassy 247, L.B.S. Marg,
   Vikhroli (West), Mumbai - 400 083
   Tel. No. : +91-22-4918 6000
   Fax No. : +91-22-4918 6060
   Email: investor.helpdesk@in.mpms.mufg.com
   Website: www.in.mpms.mufg.com

Declaration

I, Kushagra Bajaj, Chairman of Bajaj Hindusthan Sugar Limited, hereby affirm and declare, to the best of my knowledge and belief, and on behalf of the Board of Directors of the Company and senior management personnel, that:

- The Board of Directors has laid down a code of conduct for all Board members and senior management of the Company;
- The code of conduct has been posted on the website of the Company;
- The code of conduct has been complied with.

For Bajaj Hindusthan Sugar Limited

Kushagra Bajaj
Chairman
(DIN: 00017575)

Mumbai
May 29, 2026

Independent Auditor's Certificate on Compliance with the Corporate Governance Requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Members of
Bajaj Hindusthan Sugar Limited

1. This certificate is issued in accordance with the terms of our engagement letter dated 20th August 2025, with Bajaj Hindusthan Sugar Limited ('the Company').
2. We have examined the compliance of conditions of corporate governance by the Company, for the year ended on March 31, 2026, as stipulated in regulations 17 to 27 and clause (b) to (i) of regulation 46(2) and Para C, D and E of Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (the listing regulation).

Management's Responsibility for compliance with the conditions of Listing Regulations

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation, and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in listing regulations.

Auditor's Responsibility

4. Our responsibility is limited to examining the procedure 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 statement of the Company.
5. We have examined the books of accounts and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirement by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certificate of Corporate Governance issued by the Institute of Chartered Accountants of India (the ICAI), the standards on auditing specified under section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on reports or Certificates for special purposes issued by the ICAI which requires that we comply with the ethical requirement of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. 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, D and E of Schedule V of the Listing Regulation during the year ended March 31, 2026.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
10. This certificate is issued solely for the purposes of complying with Listing Regulations and may not be suitable for any other purpose.

For Sidharth N Jain & Company
Chartered Accountants
(Firm Registration No.: 018311C)

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN: 26134684KBPHOQ3013

Surat
May 29, 2026

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Members,
Bajaj Hindusthan Sugar Limited
Golagokarannath, Lakhimpur-Kheri,
District: Kheri-262802, Uttar Pradesh, India

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Bajaj Hindusthan Sugar Limited** having **CIN: L15420UP1931PLC065243** and having registered office at Golagokarannath, Lakhimpur-Kheri, District Kheri – 262802, Uttar Pradesh, India (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 Directors 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 ending on March 31, 2026 have been debarred and disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment at current designation in the Company
1.	Mr. Kushagra Bajaj	00017575	24/04/2007
2.	Mr. Ajay Kumar Sharma	09607745	20/05/2022
3.	Mr. Atul Hasmukhrai Mehta	00112451	01/01/2020
4.	Ms. Shalu Laxmanraj Bhandari	00012556	17/09/2016
5.	Mr. Vinod Chandulal Sampat	09024617	21/01/2021
6.	Mr. Ramani Ranjan Mishra	09389302	11/11/2021
7.	Mr. Shyam Sundar Jangid	01186353	30/03/2024
8.	Mr. Satish Kumar Nagpal	09045584	18/07/2025

**Mr. Satish Kumar Nagpal (DIN: 09045584) has been appointed as a Nominee Director on the Board of Directors of Bajaj Hindusthan Sugar Limited, representing State Bank of India, pursuant to his nomination by State Bank of India, with effect from July 18, 2025.*

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 ANANT B KHAMANKAR & CO.
COMPANY SECRETARIES

ANANT B. KHAMANKAR
PROPRIETOR
FCS NO. - 3198 | CP NO. - 1860

ICSI UNIQUE CODE: S1991MH009400
UDIN: F003198H000513972
PEER REVIEW NO: 1283/2021

DATE: MAY 29, 2026
PLACE: MUMBAI

Management Discussion and Analysis

I. Global Scenario

After 2 big global sugar surplus years during 2017-18 and 2018-19, global sugar balance sheet has been continuing in deficit till year 2024-2025.

After 6 years of global deficit years, year 2025-2026 has been the first year of global sugar surplus.

As per ISO, during year 2025-26, there is estimated to be global sugar surplus of 1.22 million mt due to higher production numbers in all major sugar producing countries including Brazil, India and Thailand.

Year 2026-27 is also estimated to global sugar surplus where Covrig Analytics has estimated global sugar surplus to 800,000 MT.

Sugar trader Czarnikow has estimated global sugar surplus to 1.1 Million mt during year 2026-27.

Sugar surplus in global balance sheet had also its bearing on sugar prices where sugar prices had touched 5 years low during the year.

During Sugar Year 2024-2025, Government of India allowed export quota of 1.0 million mt sugar our of which country could export a quantity of around 0.9 million mt sugar.

With better crop estimates initially, during sugar year 2025-26, Government of India allowed export quota of 1.5 million mt and then sought willingness of sugar mills for another lot of export quota of 0.5 million mt. It is estimated that a quantity of around 0.7 million mt will be exported during the year due to depressed International prices and logistics constraints and higher cost due to ongoing middle east conflict.

International Sugar prices have seen volatility after start of middle east conflict during year 2026 and logistics restrictions also impacting free movement of sugar across the globe.

Going ahead, sugar surplus in system and depreciating currency like INR are bearish factors, higher crude oil prices, higher Ethanol prices will enable increased diversion of cane towards Ethanol in Brazil and are the bullish factors.

Sugar Price movement

Chart 1: The graph of ICE 11 (Raw Sugar) and LIFFE (White Sugar) exchange prices during last 3 years i.e., April 2023 – March 2026 is given below:-

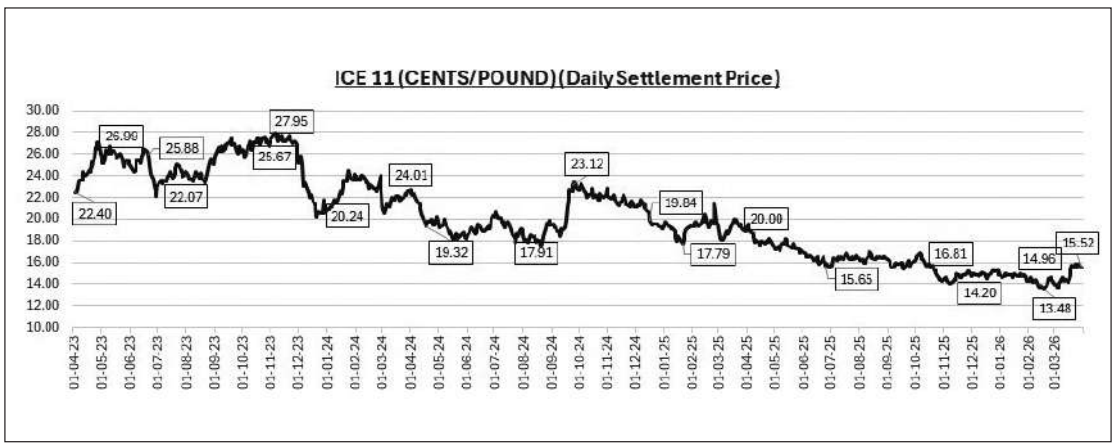
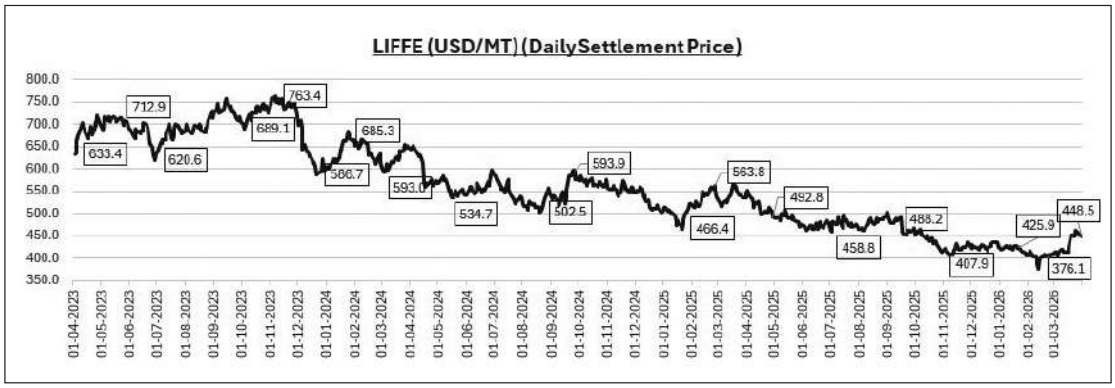


Chart 2: LIFFE Price Movement



From the above price graph of 3 years, it can be observed that Sugar price have significantly come down during the period. Both LIFFE (White Sugar) and ICE 11(Raw Sugar) have touched 5 year's low during the period.

ICE 11 (Raw Sugar Prices)

Raw Sugar prices started from the level of 22.40 cents/pound on 1st April 2023, touched high of 27.95 during November 2023, low of 13.48 during February 2026 and closed at level of 15.52 cents / pound as on 31st March,2026.

LIFFE (White Sugar Prices)

White Sugar prices started from the level of 633.4 USD/MT as on 1st April 2023, touched high of 763.4 USD during November 2023, low of 376.1 USD/MT during February 2026 and closing level of 448.50 USD/MT as on March 2026.

Table 1: Global Balance Sheet

Unit : 000 metric tonnes, Raw value

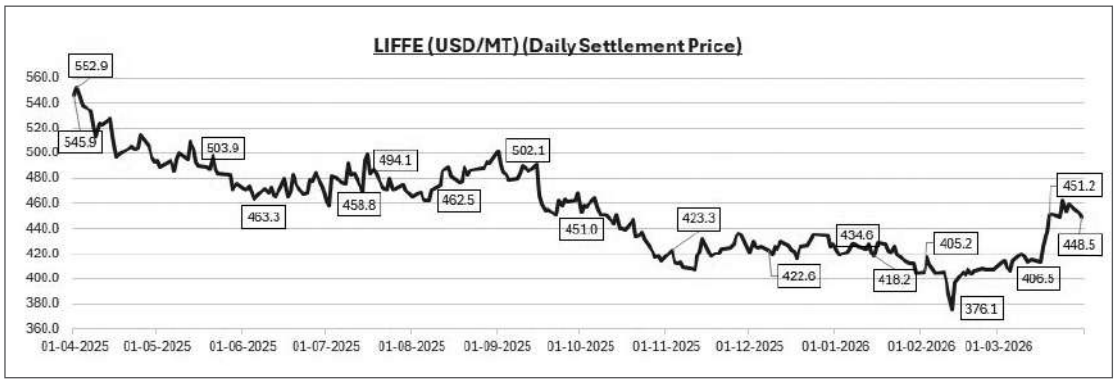
Year	Production	Consumption	Export	End Stocks
2014-15	169373	167079	58419	93953
2015-16	163825	170287	66943	88362
2016-17	169073	172683	65442	86492
2017-18	179828	170420	63460	96543
2018-19	174435	169315	57639	103525
2019-20	167866	168492	65717	102950
2020-21	168702	169266	64858	102544
2021-22	172189	176066	67663	98801
2022-23	175473	177344	68446	96919
2023-24	181047	181207	70533	98304
2024-25 (P)	176060	179520	64800	93180
2025-26 (P)	181290	180070	64320	93300

Source : ISMA / ISO, Year (Oct-Sept)

Sugar Price April 2025 – March 2026

Chart 3: ICE 11 Price Movement

Chart 4: LIFFE Price Movement



From the above graphs for the Year April 2025-March 2026 it can be seen, sugar prices has come down quite significantly.

ICE 11 price started from the level of 19.35 cents as on 1st April 2025, touched high of 19.59 cents in same month, low of 13.48 cents during Feb 2026, with closing 15.52 cents as on 31st March 2026.

LIFFE price started from the level of 545.9 USD/mt, touched high of 552.9 USD/mt in same month, touched low of 376.1 USD/mt during Feb 2026 month, with closing level at 448.5 USD/mt as on 31st March 2026.

Influence factors during the Year 2025-26

India

After having exported record 11.1 million mt during 2021-22 and 6.4 million mt during 2022-23, India has been absent from export market during 2023-24 and a small quantity of 0.9 million was exported during 2024-25. During 2025-26, Government of India allowed export quota of 1.5 million mt sugar and then allowed quota of 0.5 million mt to willing sugar mills. However, International market conditions had been bearish during the year due to global surplus and further export quota from India dampened the spirit. After start of middle east conflict, logistics constraints and higher logistics cost also became a deterrent for exports from India. It is estimated that a quantity of 0.7 million mt will be exported from India during 2025-26.

Year 2025-26 sugar production was pegged higher initially at level of gross production of 34 – 35 million mt. However final figure is now coming near to 30.8 million mt gross production level and net sugar production at level of 27.8 million mt.

Year 2026 is estimated to El-nino year which may affect monsoon season and as per IMD, monsoon season during 2026 is estimated to below normal which may affect the crop not only during 2026-27 season but also sowing for the season 2027-28.

Indian sugar has always been an influence factor for global balance sheet and prices.

Brazil CS

Table 2: Cane Crush / Sugar Production / Ethanol Production – Brazil CS

Particulars	Unit	2022/2023	2023/2024	2024/2025	2025/2026
		Actual – Year (April – March)			
- Total cane crush	Million MT	548.28	654.45	621.93	611.15
- Sugar Production	Million MT	33.73	42.42	40.18	40.43
Ethanol Production	Billion Litres	28.91	33.59	34.96	33.72
Diversion of Cane					
Used for sugar	%	45.90	48.87	48.06	50.38
Used for ethanol	%	54.10	51.13	51.94	49.62
TRS		140.80	139.22	141.09	137.79

Source: UNICA

From the above figures, it can be observed that during year 2023-2024, Brazil CS crushed all time high record cane of 654.45 million mt as against cane crush of 548.28 million mt during 2022-2023. Due to better price parity with sugar, diversion of cane towards sugar was also higher at level of 48.87% during 2023-24 as against 45.9. 0% during 2022-2023 Cane diversion towards Sugar was at record low level of 34.33% during year 2019-2020.

During 2023-2024, Brazil CS has produced record sugar at 42.42 million mt as against 33.73 million mt during 2022-23.

During year 2024-2025, cane crush has gone down marginally to level of 621.93 million mt and with diversion of 48.06% cane towards sugar, Brazil CS produced a quantity of 40.18 million mt sugar.

During 2024-2025, quality of cane i.e., TRS has also improved to 141.09 as against 139.22 last year, though TRS is still far behind from level of 144.72 during 2020-21.

Ethanol production in Brazil CS during 2023-2024 increased to 33.59 billion litres from level of 28.91 billion litres during 2022-2023. During 2024-2025, Ethanol production has further increased to the level of 34.96 billion litres.

During Year 2025-26, while Cane crush has marginally come down by 1.7% to level of 611.15 million mt, sugar production is marginally higher by 0.6% to level of 40.43 million mt because of higher diversion of cane towards Sugar.

During 2025-26, diversion of cane towards Sugar was higher till 1st half of year upto 54% and thereafter due to weak sugar prices and better price parity for Ethanol diversion of cane towards sugar has come down such that average diversion during the year is 50.38%.

During the year 2026-27, it is estimated that diversion of cane towards Sugar will come down.

Thailand

Particulars	Year 2024/25	Year 2025/26	Year 2026-2027
Area Planted (Million HA)	1.66	1.67	1.65
Area Harvested (Million HA)	1.57	1.58	1.56
Cane production (Million MT)	95.90	103.00	95.00
Sugar Production (Million MT)	10.24	11.26	9.50
Total Exports (Million MT)	5.85	7.00	6.00

Source: USDA Report

It can be observed that during Year 2025/26, Sugar production in Thailand increased from level of 10.24 million mt to 11.26 million mt i.e., increase by almost 10%.

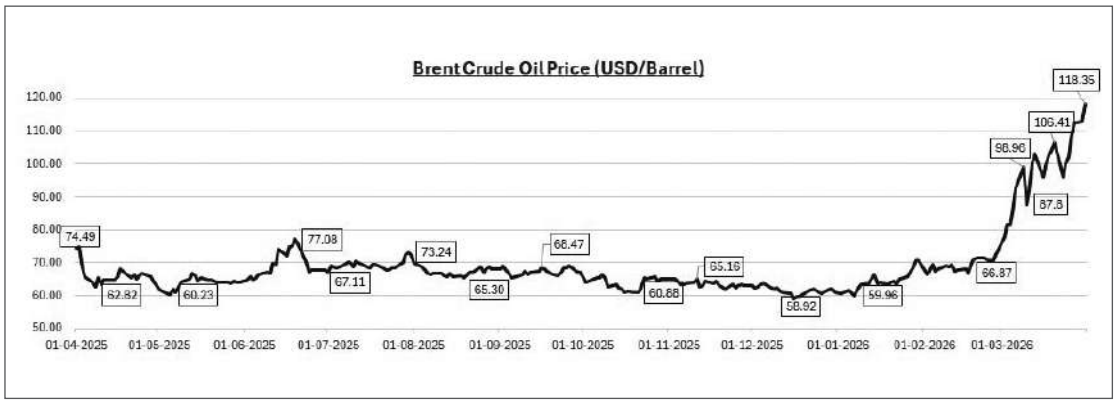
During 2025-2026, Sugar production in Thailand is estimated to come down to level of 9.5 million mt i.e., dip of 15.6%.

Dip in Sugar production is estimated to have its bearing on Sugar exports which are estimated at level of 6.0 million mt during 2026-27 as against level of 7.0 million mt previous year.

Crude Oil

Crude Oil plays major influencing role for Sugar prices as it is one of the major macro factors and secondly crude oil prices affect diversion of cane towards ethanol in Brazil.

Chart 5: MOVEMENT OF CRUDE OIL PRICE (BRENT) – 1ST APRIL 2025 – 31ST MARCH 2026



During the year, crude oil price has started from level of 74.49 USD/ barrel as on 1st April 2025, touched low of 58.92 USD/barrel during December 2025 and level of 118.35 USD/barrel as on 31st March 2026.

Crude Oil prices have seen extreme volatility after Feb 2026 onwards due to start of middle east conflict.

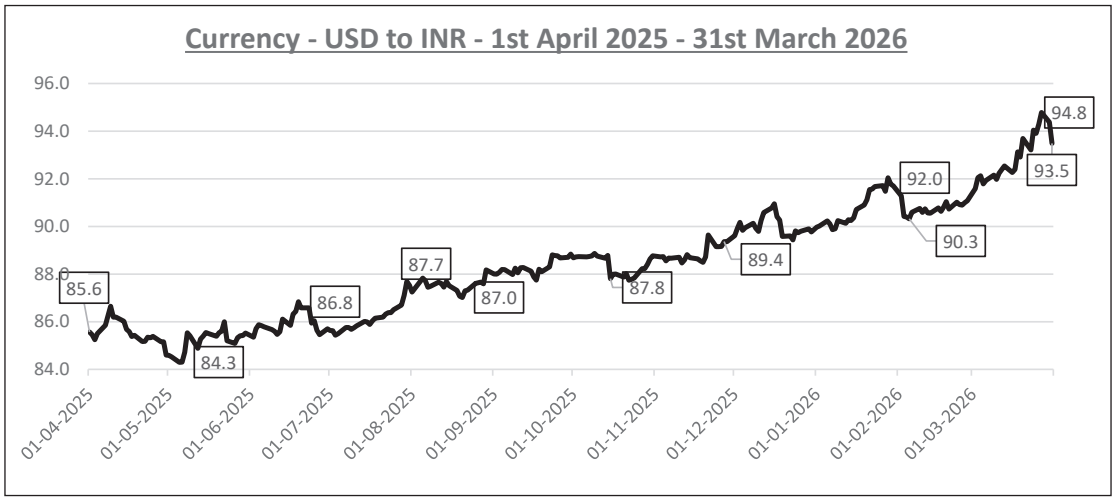
Currency

Brazilian Real

Chart 6: Movement 1st April 2025 – 31st March 2026

During the Year (April – March) 2025-2026, Brazilian real has started from the level of 5.68 in beginning of April 2025, reached high of 6.01 during April 2025, lowest level of 5.13 during February 2026 and closed at level of 5.18 as on 31st March 2026.

Chart 7: Indian Rupee



INR has depreciated during 2024-25 (April – March), from the level of 85.6 as on 1st April 2025 to 93.5 as on 31st March 2026 i.e., depreciation of 9.2%.

During the year, the strongest level has been 84.3, weakest level has been 94.8.

World Sugar Balance – Year (Oct-Sept)

Unit: Million MT

Particulars	2025-26	2024-25
Production	181.29	176.06
Consumption	180.07	179.52
Surplus / Deficit	1.22	-3.46
Import Demand	63.22	64.73
Export availability	64.32	64.80
End stocks	93.30	93.18
Stocks / Consumption ratio in %	51.81	51.91
Updated during Feb 2026		

Source: ISO

Year 2026-2027

Green Pool Commodity Specialists last week raised their global 2026-27 sugar deficit estimate to -4.30 million mt from a previous estimate of -1.66 million mt, citing a shift to higher ethanol production at the expense of sugar.

Covrig Analytics cut its 2026/27 global sugar surplus estimate to 800,000 MT from 1.4 Million mt previously.

II. Indian Scenario

Indian Sugar Industry since last 16 years was continuing to be sugar surplus position throwing opportunities in terms of sugar exports, diversion of sugar towards Ethanol.

However, year 2024-2025 and 2025-2026 have witnessed reduction in sugar production majorly due to weather-related issues in the state of Maharashtra and Karnataka and cane-variety issues in state of U.P.

During these 2 years, while Gross Sugar production is higher than consumption but Net Sugar production (after diversion of sugar towards Ethanol) is lower than consumption.

Other than reduced cane availability and capacity utilization issues, Industry has also faced lower sugar recovery during these 2 years which has severely affected the viability of sector.

Good part is that despite lower sugar production levels, Government continued with aggression in policy terms by regularly giving Sugar export quotas and allowing diversion of Sugar towards Ethanol.

This has helped Industry to realise higher sugar prices in International market, improve upon funds flow and utilization of Distillation capacity by diverting Sugar in terms of B heavy Molasses / Sugar Syrup towards manufacturing of Ethanol.

With adequate usage of sugar produced, sugar stocks have also come down to record low levels, which helped Sugar Industry in terms of reduced inventory carrying cost. In fact, earlier, higher sugar inventory carrying cost and deteriorating sugar quality during storage had been a big burden for the Industry which during last 2 years has eased off.

During Year 2025-2026, closing stocks of Sugar are estimated at all time low level of 4.1 million mt which is 14.6% of domestic consumption.

Government's policy support is such that despite such low stocks of sugar, there has always been adequate sugar availability in market, no abnormal surge in sugar prices, no volatility of any kind and ultimately a win-win situation for all i.e., farmers, consumers and sugar mills.

In last 2 years, it is seen that there are wide variations in between initial sugar production estimates and final sugar production numbers.

At start of the year 2024-2025, ISMA's All India Gross Sugar Production estimate (before diversion towards Ethanol) was pegged at 33.3 million mt which later got reduced to 31.0 million mt and then to 29.9 million mt as against actual number of 29.6 million mt. So, there was deviation of 3.7 million mt (11.1%) in between initial estimate and final number.

Similarly for the Year 2025-2026, ISMA's initial estimate for gross sugar production has been 34.3 million mt and some of the estimates were as high as 35 million mt against which final gross sugar production is now estimated at level of 30.9 million mt which means deviation of 10.0% plus.

On sugar export front, sugar exports continue to be in restricted category and are allowed against specific Government quotas.

During 2023-24, Government has not allowed any sugar export quota depriving Indian sugar sector of capitalizing higher sugar prices.

During the year 2024-25, Government has allowed sugar export quota of 1.0 million mt which has helped Industry in improvement of domestic sugar prices, capitalizing on higher international prices and removing the surplus sugar helping with better cash flow for Industry.

During 2025-2026, Government has allowed export quota of 2.0 million mt in 2 lots of 1.5 million mt to all sugar mills in proportion to their production and 0.5 million mt to willing sugar mills. It is estimated that against this quota of 2.0 million mt, a quantity of just 0.7 million mt will be exported due to 5 years low International sugar prices and logistics bottlenecks due to middle east conflict. Major exports have been of Low-Quality White Sugar (Sulphitation sugar) majorly supported by strong USD currency, regional demand with strong FOB premiums.

For sugar prices, Industry continues to press hard for its demand of increase in Sugar MSP which was last fixed during the year 2019 at level of ₹ 3100 per qtl. As per media reports, Government was considering increase of Sugar MSP to levels of ₹ 3800 per qtl., but till date Govt.'s favorable decision is awaited.

Since the year 2019 when MSP was last fixed at ₹ 3100 per qtl., Cane price (FRP) has increased by 29.5 % from ₹ 275 per qtl (linked with 10% recovery) to ₹ 365 per qtl (linked with 10.25% recovery) for the year 2026-27 and Cane (UP – SAP – Early variety) has increased by 23.1 % from ₹ 325 per qtl to ₹ 400 per qtl, but no increase in sugar MSP.

Sugar prices continue to prevail below production costs and during crushing period with increasing demand for funds and sugar availability prices come to alarmingly low levels.

Industry Associations continue to represent to Government to increase Sugar MSP in line with increasing cost and indexing of sugar MSP with cane price such that with every increase in cane price by Government, Sugar MSP gets increased automatically.

On the Ethanol front, year 2025-2026 is the third year in a row when the Government has not increased prices for B heavy and Sugar Syrup based Ethanol.

During Ethanol year 2023-24 (Nov-Oct), the Government has in between restricted production of Ethanol from B heavy / Sugar Syrup due to estimated shortage of sugar for domestic market. On 29th August 2024, Government opened this restriction and allowed production of Ethanol from B heavy / Sugar Syrup to extent of OMC's orders in hand.

Since last 2 years, Industry has not been getting complete allocation of offered Ethanol quantities.

During Year 2024-25, Government had issued cycle – I of tender for C Molasses / B heavy /Syrup Ethanol / Grain Ethanol where a quantity of 391.3 crore had been bid from Sugar route (C Molasses / B Heavy / Syrup Ethanol), against which initially Government has placed orders for a quantity of 311.9 crore litre i.e., 79.7% of bid quantity.

Thereafter no further tender cycle was floated by Oil companies for B Heavy molasses / Syrup Ethanol.

During 2025-2026 in cycle – I, Industry could get order of 288.5 crore litre Ethanol through sugar route against bid of 472 crore litres which is 61.1% of bid quantity.

There is a clear case of oversupply in market and ways and means to be worked out to increase demand of Ethanol to take care of surplus distillation capacity.

Government actively working on increasing the demand for Ethanol in terms of increasing blending percentage beyond 20%, introduction of flexi-fuel vehicles which can take higher blend of Ethanol E85/ E100, working on Ethanol cooking stoves, prospects of Ethanol blending with diesel and Sustainable Aviation Fuel (SAF). Increase in Ethanol consumption is also need of the hour in view of benefits it brings in terms of reduced dependence on imports, savings of forex which is very critical during middle east conflict related issues whole world is facing.

Since Government has not increased prices of B heavy and Syrup ethanol, current ethanol prices are not viable in line with the cost, therefore many of the Mills / groups more particularly in state of U.P. are prioritizing sugar production over ethanol keeping Ethanol manufacturing capacities idle.

Year 2026 is estimated to be El-Nino and monsoon is estimated to be below normal at level of 90-95% of Long Period Average (LPA).

Since Year 2024 and 2025 have been normal monsoon years, there is no indication of any production shortfall for the Year 2026-2027.

As per US Department of Agriculture (USDA), during 2026-2027, there is estimated to be 12% increase in Sugar production (raw value) from 30.0 million mt to 33.6 million mt.

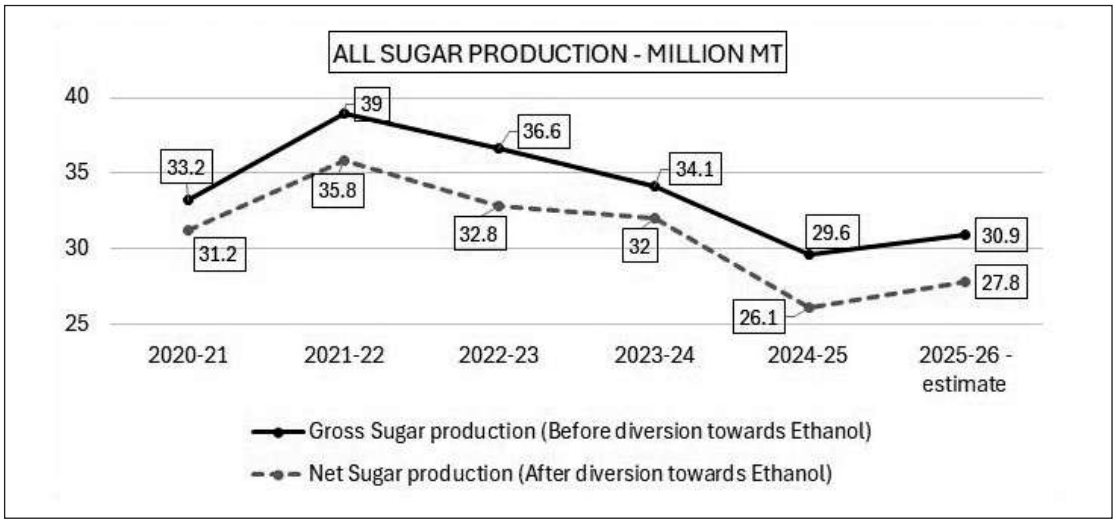
While there is no other official estimate available for the Year 2026-2027, various analysts are pegging their numbers higher by 1.0 – 1.5 million mt as compared to last year.

So overall Industry is facing issue of lower cane availability, underutilization of Sugar plant capacity, lower sugar recovery, no increase in Sugar MSP, no increase in Ethanol prices and non-availability of adequate Ethanol orders resulting into underutilization of Distillery capacity.

It is utmost required to address the volatility in sugar production, declining productivity and recovery, cane varietal issues, weather related vagaries and therefore it is high time now that Industry under support and guidance from the Government sources starts working on better cane varieties, Artificial Intelligence usage for improved cane productivity, better water conservation mechanisms like drip irrigation, rainwater harvesting, trash shedding and mulching, etc. for optimum productivity.

For policy related matters including Sugar MSP, Ethanol prices and increasing Ethanol consumption, Government is understandably considering Industry demand on all fronts.

Chart 8: Declining Sugar Production



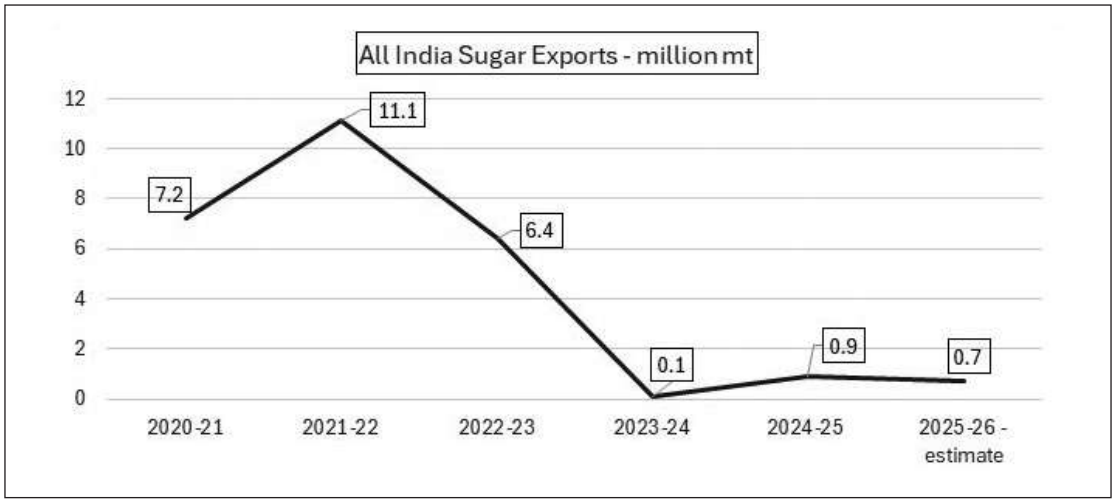
Year: Sugar Year (Oct-Sept)

During year 2021-22 All India Gross Sugar production reached all time high level of 39.0 million mt and thereafter it is on continuous decline.

During 2024-25, Gross Sugar production has touched lowest level of 29.6 million mt and net sugar production at level of 26.1 million mt in last 5 years. While for the Year 2025-26, gross sugar production is estimated to touch 30.9 million i.e., increase by 4.4% as against last year, it is much lower than initial estimates in range of 34.0 – 35.0 million mt and also lower than levels achieved before Year 2024-25.

The dip in sugar production during 2024-25 and 2025-26 is mainly attributed to weather, cane variety, and crop disease related issues.

Chart 9: Dipping Sugar Exports



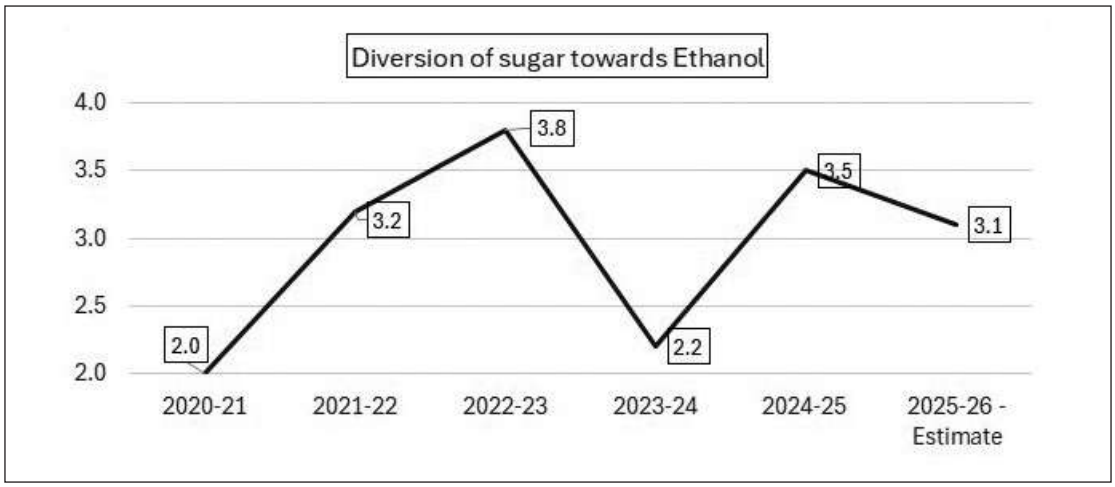
Year: Sugar Year (Oct-Sept)

During Year 2020-21 to 2022-23, country achieved Sugar exports figures of 7.2 million mt, 11.1 million mt and 6.4 million mt respectively.

Thereafter, due to the dip in sugar production, sugar export numbers have also come down in the last 3 years. After having touched an all-time high of 11.1 million mt during 2021-22, sugar exports were almost nil during 2023-24 due to no Government permissions. It is during 2024-25, Government has allowed

sugar export to 1.0 million mt against which a quantity of 0.9 million mt sugar got exported. During 2025-26, Govt. allowed export quota of 2.0 million mt against which it is estimated that a quantity of 0.7 million mt will get exported.

Chart 10: Volatility in diversion of sugar towards Ethanol



Year: Sugar Year (Oct-Sept)

Till year, 2022-23, diversion of Sugar towards Ethanol (in form of B heavy Molasses and Sugar syrup) was increasing every year in line with blending percentage.

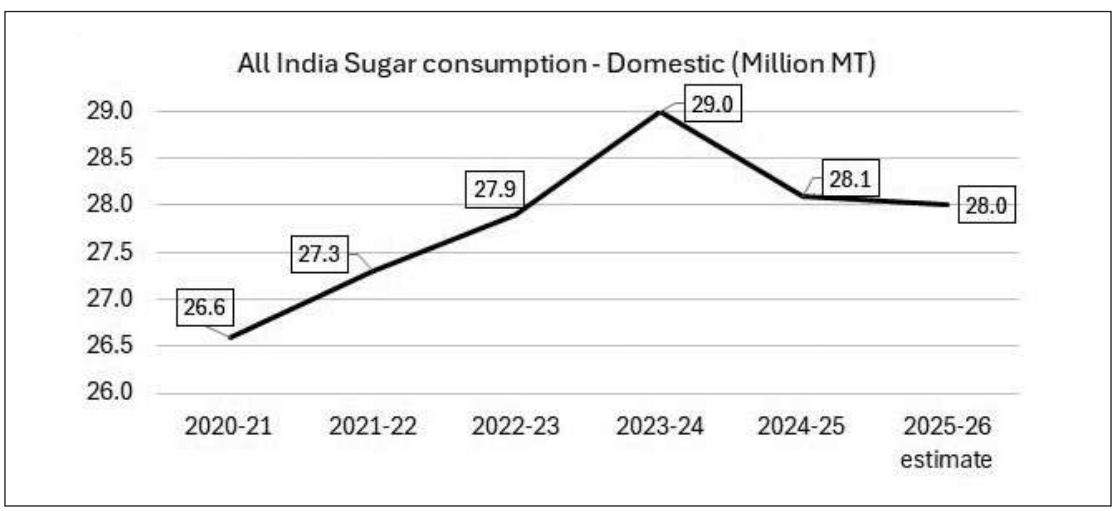
However, 2023-24 onwards, Government started regulating sugar diversion towards Ethanol due to lower production figures and Govt.'s priority to ensure adequate availability for domestic consumption.

Further, no price increase has been allowed from B Heavy and Syrup Ethanol since year 2023-24 making it unviable for supplies.

During year 2022-23, a quantity of 3.8 million mt sugar was diverted towards Ethanol and thereafter this diversion got reduced to 2.2 million mt sugar during 2023-24, 3.5 million mt during 2024-25 and 3.1 million mt estimated to be diverted during 2025-26.

Space leftovers by Sugar based Ethanol have been captured by Grain based Ethanol as now more than 70% Ethanol supplies come from grain route.

Chart 11: Sugar consumption



Year: Sugar Year (Oct-Sept)

As per the above figures, while there is an increase in consumption from the level of 26.6 million mt during 2020-21 to the level of 29.0 million mt during 2023-24, consumption has come down to the level of 28.1 million mt during 2024-25 and is estimated to come down to 28.0 million mt during 2025-26.

As per trade during 2023-24, there had been reported movement of around 0.7 million mt sugar to neighboring countries like Bangladesh through porous borders which is also included in overall consumption figure because of which consumption is coming at higher level of 29.0 million mt.

During 2024-25 and 2025-26, there is no such movement of sugar to other countries and therefore consumption has come down to around 28.0 million mt.

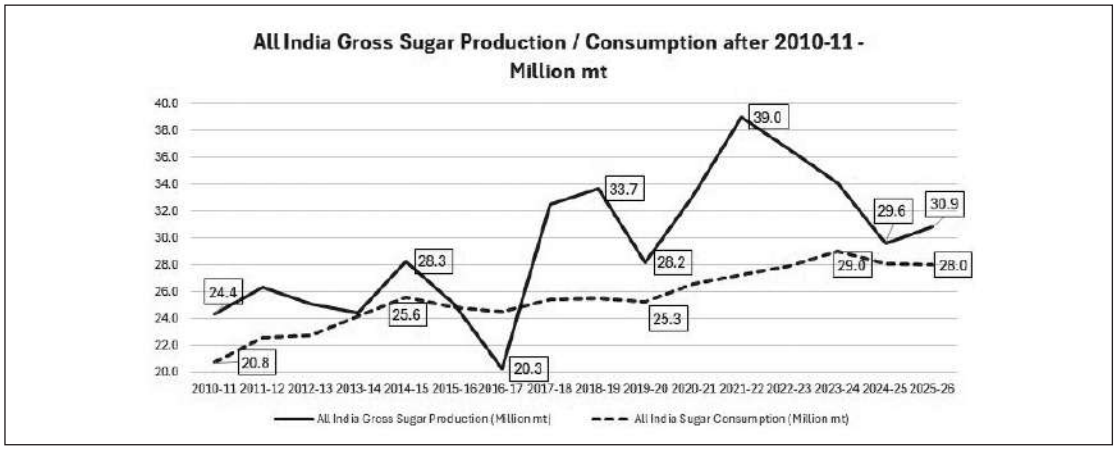
It is seen that due to increasing health consciousness, Government awareness campaigns, consumption of sugar is getting affected.

Earlier there use to be growth in sugar consumption figures by 1.5 – 2.0% levels which is not seen in last 2 years.

Gross Sugar production higher than consumption

Since 2010-11 (last 16 years), Gross sugar production has always been more than consumption except for one year 2016-17 when sugar production was lower than consumption due to drought.

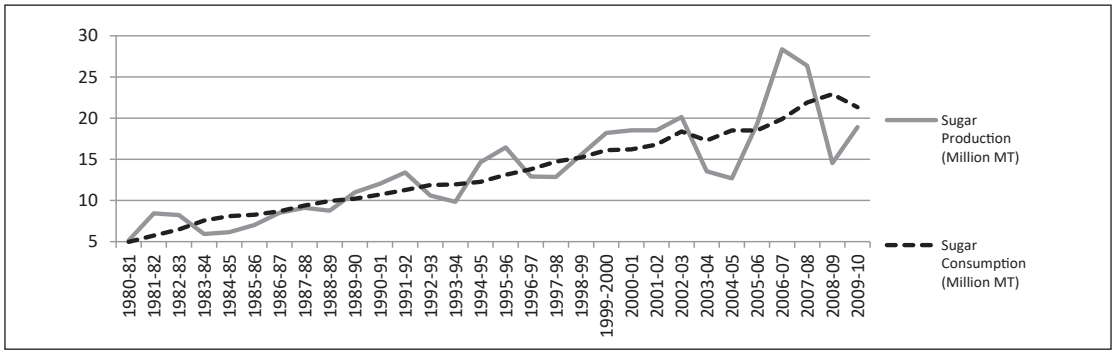
Chart 12: The graphical representation of the last 16 years' gross sugar production v/s consumption is as below: -



Year Sugar Year (Oct – Sept)

Very interestingly before 2010-11, sugar production was more cyclical in nature where after every 2-3 years of surplus there is a period of deficit Sugar production which use to act as balancing factor for surplus Sugar production.

Chart 13: The graphical representation of cyclical sugar production during the period 1980 till 2010 is as below: -



Year Sugar Year (Oct – Sept)

Sugar stocks below 20% of consumption

During the year 2024-2025, sugar closing stocks were at a level of 5.0 million mt which is 17.8% of consumption levels.

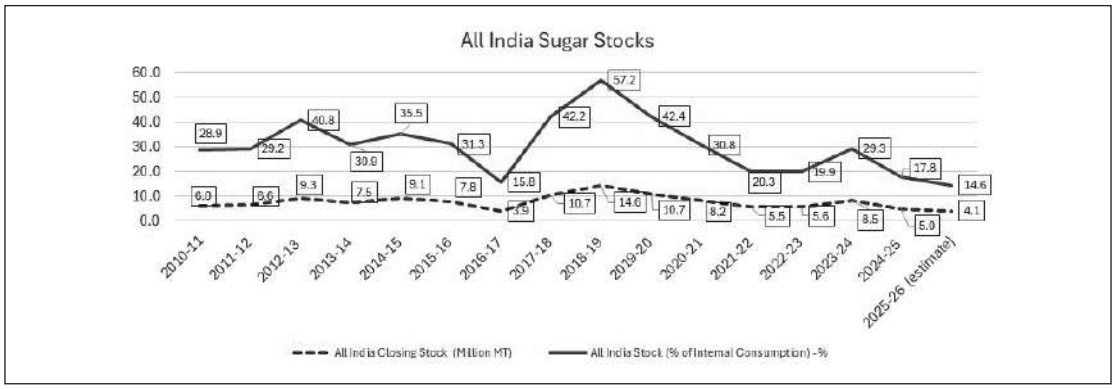
During 2025-2026, sugar stocks are estimated to further come down to level of 4.1 million mt which will be 14.6% of estimated consumption level.

In the last 15 years, there have been only 2 instances before 2024-2025, when sugar stocks have gone down below level of 20% of domestic consumption.

The first instance was during 2016-17 when sugar stocks were closing 3.9 million mt which was 15.8% of domestic consumption and second one during 2022-23 when sugar stocks were 5.6 million mt which was 19.9% of domestic consumption.

Sugar stocks of 2025-26 are quite a balance position where on one hand has helped sugar Industry in maintaining the sugar prices and liquidation of surplus sugar easing cash flow issues on other hand stock level is sufficient to take care of country's requirement before start of new season.

Chart 14: The graphical representation of sugar stocks for the last 15 years is as below: -



State-wise Sugar Production

Table 3: State-wise Sugar Production on All India basis since the Year 2018-19 given below in Table: -

Year: Oct to Sept

SUGAR PRODUTCTION (MILLION TONNES)								
States	**2018-19**	**2019-20**	**2020-21**	**2021-22**	**2022-23**	**2023-24**	**2024-25**	**2025-26 (Estimate)**
Uttar Pradesh	11.82	12.64	11.06	10.20	10.48	10.41	9.29	8.97
Maharashtra	10.72	6.17	10.65	13.72	10.59	11.10	8.10	9.92
Karnataka	4.43	3.49	4.47	6.04	5.66	5.19	4.26	4.90
Gujarat	1.12	0.93	1.05	1.21	1.00	0.93	0.89	0.75
Tamil Nadu & Pondicherry	0.96	0.79	0.88	1.25	1.48	1.07	0.68	0.70
Punjab	0.79	0.54	0.55	0.60	0.66	0.59	0.57	0.44
Bihar	0.84	0.73	0.48	0.46	0.63	0.69	0.61	0.58
Haryana	0.70	0.74	0.76	0.72	0.75	0.61	0.52	0.46
M.P. & C.G.	0.56	0.46	0.54	0.65	0.60	0.68	0.54	0.46
Rajasthan	0.01	0.01	0.01	0.01	0.01	0.01	0.01	0.01
Uttrakhand	0.40	0.46	0.42	0.45	0.49	0.31	0.38	0.29
Andhra Pradesh	0.51	0.29	0.20	0.21	0.19	0.16	0.09	0.08
Telangana	0.26	0.14	0.12	0.23	0.26	0.18	0.16	0.21
Others	0.04	0.03	0.03	0.03	0.03	0.03	0.03	0.03
All India	**33.16**	**27.41**	**31.19**	**35.76**	**32.82**	**31.96**	**26.12**	**27.80**

Source: ISMA

The above figures are net sugar production figures and diversion of Sugar towards Ethanol is in addition.

During the year 2021-22, Country has achieved record sugar production of 35.76 million MT and became the largest sugar producer in World surpassing Brazil.

During the Year 2022-23, the country's Sugar production has taken a dip of almost 8.2% due to a 22.8% dip in Sugar production in State of Maharashtra and 6.3% in state of Karnataka.

During the Year 2023-24, the country's sugar production has taken a dip of 2.6% due to dip in UP, Karnataka and Tamil Nadu.

During 2024-25 net sugar production further came down to level of 26.12 million mt with UP, Maharashtra and Karnataka all at alarmingly low production levels. During 2024-25, production is down by 18.3% on All India basis, 10.75% in state of U.P., 27.03% in state of Maharashtra and 17.9% in state of Karnataka, as compared to last year.

Net sugar Production level of 26.12 million mt on All India is lowest since year 2016-17 when country produced 20.3 million mt Sugar.

Year 2025-26 started with a bang with estimates of improved production numbers in state of Maharashtra and Karnataka as year 2024 and 2025 had been normal monsoon years. Initial estimates of net sugar production were in 31.0 – 32.0 million mt, however, during the year due to dip in yield and recovery of cane, net sugar production is now estimated at level of 27.8 million mt which is still higher by 6.4% as compared to last year.

During the year 2025-26, while net sugar production in state of Maharashtra and Karnataka has increased, it has come down in state of U.P.

During year 2025-26, net sugar production in state of UP is estimated at level of 8.97 million mt lower by 3.4%, in Maharashtra at level of 9.92 million mt higher by 22.46% and in Karnataka at level of 4.90 million mt higher by 15.0% as against last year.

U.P. and Maharashtra keep on changing slot of number 1 sugar producing state in country. In can be observed from the table that for 3 years (18-19 to 20-21) U.P. was the leading sugar producing state in country. For the next 3 years (21-22 to 23-24), Maharashtra became the leading producer and coming to the year 2024-25, U.P. again regained the position of leading sugar producer. It is estimated that in the year 2025-26, Maharashtra will again take slot of number 1 sugar producing state in country.

Table 4: State wise Yield of Sugarcane (Tonnes/Hectare)

The details of yields of various states are given below from where it can be seen how the productivity in terms of yield has changed.

Year: Oct to Sept

STATE-WISE YIELD OF SUGARCANE IN INDIA (TONNES PER HECTARE)							
States	**2018-19**	**2019-20**	**2020-21**	**2021-22**	**2022-23**	**2023-24**	**2024-25**
Andhra Pradesh & Telangana	65.0	51.0	45.2	54.1	55.5	48.2	36.7
Bihar	66.0	61.0	49.0	49.6	65.9	66.0	59.6
Gujarat	69.0	59.0	65.8	69.5	53.7	52.0	48.3
Haryana	72.0	76.0	79.4	80.7	75.2	70.2	65.5
Karnataka	91.0	92.0	99.5	116.5	102.5	92.3	90.1
M.P & Chattisgarh	74.0	66.0	68.6	78.5	74.4	80.0	69.0
Maharashtra	85.0	77.0	97.1	107.6	80.1	79.2	67.8
Punjab	86.0	69.0	78.0	82.1	81.8	77.0	72.4
Tamil Nadu	73.0	70.0	72.2	88.4	93.9	83.4	67.4
Uttar Pradesh	71.0	70.0	67.9	67.2	68.6	63.6	62.0
Uttarakhand	60.0	67.0	68.0	69.9	77.5	54.8	61.5
All India	**75.3**	**71.1**	**76.0**	**82.7**	**75.7**	**71.2**	**65.5**

Source: ISMA

From above, it can be seen that All India peak yield was achieved during 2021-22 at level of 82.7 tonnes/ hectare.

After 2021-22 cane yields have continuously declined and have come down by 20.8% since then with 2024-25 yields at 65.5.

During 2024-25, Karnataka state has been the top performer with yields at level of 90.1, followed by Punjab at 72.4 then, MP & Chattisgarh at 69.0, Maharashtra at 67.8 and Tamil Nadu at 67.4.

Haryana at 65.5, Uttar Pradesh at 62.0, Uttarakhand at 61.5 and Bihar at 59.6 levels have been mid-level performers.

Gujarat at level of 48.3 and AP & Telangana at level of 36.7 comes in category of poor performers.

So, agricultural yields have significantly come down over the years which on one hand is direct loss to farmers on other hand Sugar mills are starving for raw material leading to under capacity utilization of their plants. It is high time that a campaign is launched to improve yield levels which is possible with better farm practice, replacement of old underperforming cane varieties with new potential ones, water conservation mechanisms.

Table 5: Statewise Recovery of Sugar in % of Cane

State-wise Recovery of Sugar in % of Cane														
State	**2018-19**		**2019-20**		**2020-21**		**2021-22**		**2022-23**		**2023-24**		**2024-25**	
	Before Sugar diversion towards Ethanol	After Sugar diversion towards Ethanol	Before Sugar diversion towards Ethanol	After Sugar diversion towards Ethanol	Before Sugar diversion towards Ethanol	After Sugar diversion towards Ethanol	Before Sugar diversion towards Ethanol	After Sugar diversion towards Ethanol	Before Sugar diversion towards Ethanol	After Sugar diversion towards Ethanol	Before Sugar diversion towards Ethanol	After Sugar diversion towards Ethanol	Before Sugar diversion towards Ethanol	After Sugar diversion towards Ethanol
Andhra Pradesh	9.46	9.40	9.27	8.96	9.21	8.85	9.47	8.88	9.19	8.39	8.69	8.32	8.07	7.08
Bihar	10.39	10.39	10.81	10.79	10.91	10.36	10.83	9.66	10.49	9.46	10.88	10.18	10.29	9.80
Gujarat	10.82	10.82	10.75	10.75	10.25	10.22	10.64	10.52	10.73	10.70	10.37	10.37	10.23	10.20
Haryana	10.40	10.36	10.58	10.58	10.26	10.26	9.86	9.47	10.04	9.70	9.96	9.72	9.64	9.33
Karnataka	10.99	10.73	10.55	9.94	10.90	9.80	10.76	9.65	10.78	9.27	10.12	9.01	10.45	8.10
Kerala & Goa	7.58	7.58	-	-	-	-	-	-	-	-	-	-	-	-
Madhya Pradesh	9.95	9.93	9.93	9.89	9.79	9.38	10.24	9.41	10.25	9.06	10.37	9.57	10.56	9.21
Chhattisgarh	9.64	9.64	9.68	9.68	11.09	11.09	11.55	11.55	10.89	10.89	11.68	10.86	11.11	9.81
Maharashtra	11.40	11.27	11.54	11.28	11.20	10.50	11.18	10.38	11.21	10.02	11.03	10.32	10.95	9.48
Punjab	10.17	10.14	9.62	9.59	9.52	9.02	10.18	9.29	9.73	9.70	9.49	9.38	9.14	9.00
Rajasthan	9.18	9.18	8.03	8.03	7.42	7.42	8.43	8.43	7.11	7.11	8.48	8.48	8.44	8.44
Telangana	10.79	10.65	10.63	10.22	10.50	10.33	11.17	10.77	10.78	10.66	10.65	10.65	10.22	10.22
TN & Pondicherry	8.80	8.80	8.68	8.54	9.04	8.97	9.15	9.02	9.24	9.23	8.76	8.72	8.24	8.15
Uttar Pradesh	11.48	11.46	11.63	11.29	11.45	10.78	11.19	10.04	10.82	9.54	11.22	10.61	10.56	9.70
Uttarakhand	10.97	10.97	11.20	11.20	11.07	10.99	10.94	10.38	10.68	10.14	10.80	10.18	10.33	9.59
Others - Assam, Nagaland & West Bengal	9.75	9.75	8.97	8.97	9.11	9.11	9.20	9.20	9.97	9.97	9.28	9.28	8.96	8.96
All India	**11.10**	**11.01**	**11.15**	**10.84**	**11.03**	**10.36**	**10.93**	**10.03**	**10.79**	**9.67**	**10.73**	**10.05**	**10.50**	**9.26**

Source: ISMA

Year: Sugar Year (Oct – Sept)

In state of Maharashtra, Gross Sugar reovery was at its peak during 2019-20 at level of 11.54 and afterwards it has come down continuously with 2024-25 level at 10.95.

Simiarly, in state of Karnataka, Gross sugar recovery was at its peak at level of 10.99 during 2018-2019 and thereafter has come down with level of 10.45 during 2024-25.

UP state has suffered the most where its peak gross recovery level was 11.63 during 2019-20 and afterwards continuous dip in recovery levels with gross recovery level at 10.56 during 2024-25.

In state of Maharashtra and Karnataka, gap between gross sugar recovery levels (before sugar diversion towards ethanol) and net sugar recovery levels (after sugar diversion towards ethanol) is higher than national average and also UP state. It reflects higher production of Ethanol from B heavy Molasses and Syrup route in state of Maharashtra & Karnataka as compared to UP.

Going ahead, there is a sizeable scope for improvement of sugar recovery which can lead to a much bigger boost in sugar production.

All India Sugar Balance Sheet

Table 6: Estimated All India Sugar Production, Sales, and Stock - ISMA: -

Unit: Million MT

Particulars		2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
		Actual- ISMA							Estimate-Trade
A.	**Total availability – All India**								
a)	Opening Stock as on Oct 01	10.7	14.6	10.7	8.2	#7.0	5.6	#7.9	5.0
b)	Gross Production during season (before diversion towards Ethanol)	33.7	28.2	33.2	39.0	36.6	34.1	29.6	30.9
c)	Diversion of Sugar towards Ethanol in form of B Heavy Molasses / Syrup	0.5	0.8	2.0	3.2	3.8	2.2	3.5	3.1
d)	Net Production during season (after diversion towards Ethanol)	33.2	27.4	31.2	35.8	32.8	32.0	26.1	27.8
e)	Imports	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Total supply availability		**43.9**	**42.0**	**41.9**	**43.9**	**39.8**	**37.5**	**34.0**	**32.8**
B.	**Total Sugar Offtake - All India**								
a)	Internal consumption	25.5	25.3	26.6	27.3	27.9	29.0	28.1	28.0
b)	Exports	3.8	6.0	7.2	11.1	6.4	0.1	0.9	0.7
Total Offtake		**29.3**	**31.3**	**33.7**	**38.4**	**34.3**	**29.1**	**29.0**	**28.7**
C.	**Closing Stock as on Sept 30- All India**	**14.6**	**10.7**	**8.2**	**5.5**	**5.6**	**8.5**	**5.0**	**4.1**
D.	**Stock as % of Internal Consumption (%)**	**57.2**	**42.4**	**30.8**	**20.3**	**19.9**	**29.2**	**17.8**	**14.6**

#As reconciled with Government data.

Souce: ISMA/Trade.

Sugar Production: It can be seen from the above table that during 2025-2026, gross sugar production is estimated at 30.9 million mt and net sugar production at level of 27.8 million mt which is lower than estimated consumption. Current production estimates are way lower than initial estimates for the season which were as high as 35.0 million mt for Gross sugar production and 31 – 32 million mt for net sugar production.

Consumption: During Feb/ March-2026 month, it was estimated that Sugar consumption has been affected due to issue of LPG in hotels, restaurants, Institutions, etc. However, since April month consumption levels have been normalised. During 2025-26, it is estimated that overall consumption will be 28.0 million mt almost same as that of last year.

Sugar Exports:

Due to viability issue, logistics constraints and cost, it is estimated that total sugar exports should be around 0.70 million mt as against Government quota of 2.0 million mt.

Stock: There is estimated to be dip in closing stocks of Sugar from 5.0 million mt to 4.1 million mt which is just 14.6% of estimated consumption and this sugar stock will be one of the lowest which will help in keeping sugar prices firm.

Policy initiatives by the Government

Sugar

Policies of Government in past of promotion of Ethanol blending , promoting soft loan for creating new Ethanol capacity, differential ethanol pricing in line with the cost, Sugar exports, giving exports quotas, export assistance, Sugar MSP, giving monthly domestic release, buffer stock, etc. has helped the Sugar sector a lot, lowered down Sugar stocks, cane arrears, cash flow issues with the industry to certain extent.

Government has very efficiently manoeuvred the country's balance sheet and has very timely allowed the usage of sugar including allowing exports, regulating sugar diversion towards Ethanol so that Sugar is first available for domestic market, followed by blending in form of Ethanol and lastly for exports.

In last 2 years, Farmers & Industry has suffered on account of loss in productivity in terms of yield and sugar recovery. Both Central & State Government, Industry Associations have been working on improvement in performance parameters of Industry like Sugar recovery, yield, development of new variety, better farm practices, water conservation, sorting out logistics bottlenecks, trade efficiency, better relations between Sugar Mills & trade, working on all issues for supply of Ethanol to oil companies i.e., for wholesome improvement of Industry.

However, last 2-3 years, Government is conservative in addressing the Sugar Industry's requirements like increase in MSP, increase in Ethanol prices in line with the cost, increase in ethanol blending percentage, under-utilisation of distillery capacity, etc.

Given below is the snapshot of policy initiatives by the Government in last few years: -

I. SUGAR

a) Promoting Exports of Sugar

It was a challenge for Government to increase Export of Sugar from the country in line with requirement of excess Sugar because of highly fragmented Industry, each state having its own problems, coastal and non-coastal states working under different conditions, logistics bottlenecks and lastly price mismatch between International and domestic price.

Furnished below is a snapshot since the Year 2018-2019 on Sugar exports where Government motivated the industry by giving export quotas to Industry and related assistance in different forms as under: -

Sugar Year 2018-2019

On 28th Sept 2018, Government announced Mandatory Export Quota of 5.0 million MT on All India basis to be exported during Oct 2018 – Sept 2019. The mandatory export quota of 5.0 million MT was allocated amongst all Sugar Mills in country basis their Sugar Production of last 3 years.

Further, to boost Sugar Exports and for the purpose of offsetting cost of cane, Government announced following financial assistance: -

- Government announced to pay defraying expenses towards Internal transport, freight, handling, etc. to Sugar Mills on Export of Sugar as under: -

- ₹ 1.0 per Kg for Sugar mills within 100 kms from Port.
- ₹ 2.5 per Kg for Sugar mills beyond 100 kms from port in coastal states.
- ₹ 3.0 per Kg for Sugar Mills in Non-coastal states.

- Financial assistance of ₹ 13.88 per quintal of cane on cane crushed during the Sugar Year 2018-2019 subject to Sugar Mills complying with all the directives of Department of Food including exports quota and monthly release. The incidence of this financial assistance worked out to approx. ₹ 8.3 per kg on Sugar exported.
- To facilitate and motivate Sugar exports, Department also decided to give additional Sale quota in domestic market to the ones exporting Sugar and reduce the domestic quota of the Sugar Mills not exporting Sugar.

Sugar Year 2019-2020

For the year 2019-2020, Government announced quota of 6.0 million MT Sugar exports on All India basis with export subsidy details as under: -

- The Central Government agreed to provide assistance @ ₹ 10448 per MT assistance for expenses on export of sugar to the sugar mills in the following manner: -
  - For marketing including handling, quality up-gradation, de-bagging & re-bagging and other processing costs etc @ ₹ 4400 per MT.
  - For internal transport and freight charges including loading, unloading and fobbing etc. @ ₹ 3428.0 per MT.
  - For ocean freight against shipment from Indian Ports to the ports of destination countries etc @ ₹ 2620 per MT.

Total estimated assistance worked out to the tune of ₹ 6268.0 Crores by the Central Government for export of 6.0 million Tonne sugar.

Year 2020-2021

During the Year 2020-2021, Government announced Maximum Admissible Export Quantities (MAEQ) of 6.0 million MT and assistance of ₹ 6000 per MT as under: -

- For marketing including handling, quality up-gradation, debagging & re-bagging and other processing costs etc. @ ₹ 1600 per MT.
- For internal transport and freight charges including loading, unloading & fobbing, etc. @ ₹ 2400 per MT.
- For ocean freight against shipment from Indian ports to the port of destination countries etc @ ₹ 2000 per MT.

Later during the Year in the month of May 2021, the said assistance was reduced to ₹ 4000 per MT due to improved International Sugar Prices.

No export assistance provided from Government after Year 2020-2021, till date.

Year 2021-22

During the Year 2021-22, country achieved record sugar export of 11.1 million mt without any Government support and became the second largest exporter of sugar in world after Brazil.

Looking into excellent export parity from India and rising export numbers and to ensure sufficient availability of Sugar in domestic market, Government restricted Sugar exports and now allowing against specific export quotas.

On 24th May 2022, DGFT amended export policy of Sugar and put Sugar from "Free" category to "Restricted" category which initially valid till 31st October 2023.

It means that Sugar Export can be done against specific permission / quotas allowed by Department of Food & Public Distribution, Ministry of Consumer Affairs, Food & Public Distribution.

Year 2022-23

On 5th Nov 2022, Department of Food & Public Distribution allowed export quota of 6.0 million MT proportionately spread amongst all Sugar mills of country basis their average Sugar production during last 3 Sugar seasons. Country could export a quantity of 6.4 million mt during the year against the quota given.

Year 2023-24

During the year, no sugar exports / quotas were allowed by Government and therefore no sugar exports happened from country.

Year 2024-25

During January 2025, Government allowed export quota of 1.0 million MT prorated amongst All India sugar mills basis their production of last 3 years.

Above quota of 1.0 million mt Sugar exports remained marginally unutilized and Industry could export a quantity of 0.9 million mt leaving balance un-exported quantity of 0.1 million mt.

Year 2025-26

During November 2025, Sugar export quota of 1.5 million mt was allowed to all Sugar Mills in country in proportion to their sugar production of last 3 years.

During Feb 2026, Government offered another round of export quota of 0.5 million mt to willing sugar mills in country which was to be allotted as per further terms and conditions.

b) Maintaining Sugar Price in market

MSP (Minimum Selling Price of Sugar)

Due to high Sugar production during 2018 resulting into excess Sugar supply in market, Sugar prices across the country started coming down and had come down below the cost of Production. To arrest falling Sugar prices, Government fixed Minimum uniform selling price of Sugar at Mill level, across the country as under: -

- On 6th June 2018, Government approved fixing of Minimum Price of ₹ 29.0 per Kg for Sugar below which no Sugar Mill can sell in domestic market.
- On 14th Feb 2019, Government increased MSP of Sugar from the level of ₹ 29 per Kg to ₹ 31 per Kg.

There has been no increase in MSP since Feb 2019 (more than 7 years now) and it is high time that Government should increase MSP in line with increasing cost in terms of cane price / other inputs to level of ₹ 42.0 per Kg which is also being pursued by Industry bodies. Further, it is suggested that Sugar MSP should be directly linked with FRP and for any increase in FRP, corresponding increase in MSP should come automatically.

c) Cane Price

State Advised Price (SAP)

U.P. State Government always showed rationale in fixing cane price in line with the cost.

Sugar year 2020-21 had been 3rd consecutive year in a row when the Cane SAP in state of U.P. remained unchanged at level of ₹ 315 per quintal for common variety of Cane, ₹ 325 per quintal for early variety of cane and ₹ 310 per quintal for rejected variety of cane.

It was during 2021-22 that U.P. State Government increased Cane price by ₹ 25 per quintal as under: -

Early Variety	:	From ₹ 325 per quintal to ₹ 350 per quintal
General Variety	:	From ₹ 315 per quintal to ₹ 340 per quintal
Rejected Variety	:	From ₹ 310 per quintal to ₹ 335 per quintal

During 2022-23, U.P. State Government maintained the same price (SAP) of 2021-22 with no increase.

During Year 2023-24, UP State Government increased cane price by ₹ 20 per Qtl, as under: -

Early Variety	:	From ₹ 350 per quintal to ₹ 370 per quintal
General Variety	:	From ₹ 340 per quintal to ₹ 360 per quintal
Rejected Variety	:	From ₹ 335 per quintal to ₹ 355 per quintal

During 2024-25, U.P. State Government maintained the same price (SAP) of 2023-24 with no increase.

During Year 2025-26, UP State Government increased cane price by ₹ 30 per Qtl, as under: -

Early Variety	:	From ₹ 370 per quintal to ₹ 400 per quintal
General Variety	:	From ₹ 360 per quintal to ₹ 390 per quintal
Rejected Variety	:	From ₹ 355 per quintal to ₹ 385 per quintal

Fair & Remunerative Price (FRP): For the Sugar Year 2021-22, Central Government had increased the Cane FRP by ₹ 5 per quintal from the level of ₹ 285 per quintal to ₹ 290 per quintal linked with 10% Sugar recovery.

For every 0.1 percent increase in Sugar recovery above 10 percent, a premium of ₹ 2.90 per quintal will be paid by Sugar Mills.

Also, the government has made a provision for reduction in FRP by ₹ 2.90 per quintal for every 0.1 percentage point decrease in recovery, in respect of those mills whose recovery is below 10 per cent but above 9.5 per cent.

However, for mills having a recovery of 9.5 per cent or below, the FRP is fixed at ₹ 275.5 per quintal.

For Sugar Year 2022-23, Central Government further increased FRP to ₹ 305 per Quintal linked with 10.25% recovery.

For Sugar year 2023-24, Central Government increased cane FRP by ₹ 10 per qtl to level of ₹ 315/qtl for a basic recovery rate of 10.25%.

For the Sugar year 2024-2025, the Government increased Cane FRP by ₹ 25 per qtl. to ₹ 340 per quintal for a basic sugar recovery rate of 10.25%.

For Sugar year 2025-2026, Government increased Cane FRP by ₹ 15 per qtl. to ₹ 355 per quintal for a basic sugar recovery rate of 10.25%.

For Sugar year 2026-2027, Government increased Cane FRP by ₹ 10 per qtl. to ₹ 365 per quintal for a basic sugar recovery rate of 10.25%, providing a premium of ₹3.56/qtl for each 0.1% increase in recovery over and above 10.25%, & reduction in FRP by ₹3.56/qtl for every 0.1% decrease in recovery.

There shall not be any deduction in the case of sugar mills where recovery is below 9.5% and such farmers will get ₹ 338.3/qtl for sugarcane.

II. ETHANOL

The government, both Central & State, has taken number of favorable policy measures which ensured the creation of Distillation capacity in line with the blending requirements and supply of Ethanol.

Ethanol blending has increased from supply of 188.6 crore litres during 2018-19 at 5.0% blending level to level of 1003 crore litres during 2024-25 at 19.2% blending level.

It is mandatory to achieve 20% Ethanol blending w.e.f. 1st April 2026 and to achieve Research Octane Number (RON) of 95%.

Table 7: The supply and blending details of Ethanol from 2018-2019 as below: -

Ethanol Supply Year (Nov-Oct)		ETHANOL SUPPLY DATA ALL INDIA- CRORE LITRES											Blending %
		C Mol.	B Mol.	Syrup	Sub Total - Sugar route	% Supply - Sugar	Damaged Grain	Surplus Rice	Maize	Sub Total - Grain route	% Supply - Grain	Total	
		Sugar					Grain						
18-19	Actual Supply	145.8	32.6	0.7	**179.1**	**95.0**	9.5	**0.0**	**0.0**	**9.5**	**5.0**	**188.6**	**5.0**
19-20		74.1	68.1	14.8	**157.1**	**90.8**	15.9	**0.0**	**0.0**	**15.9**	**9.2**	**173.0**	**5.0**
20-21		38.1	178.7	38.2	**254.9**	**86.2**	38.5	**2.2**	**0.0**	**40.7**	**13.8**	**295.6**	**8.1**
21-22		10.1	249.4	80.3	**339.8**	**83.3**	22.6	**45.8**	**0.0**	**68.3**	**16.7**	**408.1**	**10.0**
22-23		5.6	235.3	128.4	**369.3**	**72.9**	31.9	**73.7**	**31.5**	**137.1**	**27.1**	**506.4**	**12.0**
23-24		57.8	148.6	63.9	**270.3**	**40.2**	115.7	**0.0**	**286.5**	**402.2**	**59.8**	**672.5**	**14.6**
24-25		17.0	137.0	162.0	**316.0**	**31.5**	76.0	**133.0**	**478.0**	**687.0**	**68.5**	**1003.0**	**19.2**
25-26	Bid in OMC tender	**14.0**	**159.0**	**299.0**	**472.0**	**26.6**	**76.0**	**396.0**	**832.0**	**1304.0**	**73.4**	**1776.0**	**Target 20%**
	Quantity Allocated by OMC's	**12.2**	**110.5**	**165.9**	**288.5**	**27.5**	**47.6**	**233.3**	**478.9**	**759.8**	**72.5**	**1048.3**	
	Allocation % of bid	**86.9**	**69.5**	**55.5**	**61.1**		**62.6**	**58.9**	**57.6**	**58.3**		**59.0**	
	Quantity received by Oil Co. till 31.03.2026	**5.0**	**31.0**	**112.0**	**148.0**	**35.5**	**21.0**	**89.0**	**159.0**	**269.0**	**64.5**	**417.0**	

State Government has extended various subsidies and benefits for creation of Distilleries more particularly in alcohol deficit states of Bihar, M.P., West Bengal, Jharkhand, etc.

The Central Government also adopted various policy measures for achieving required blending targets, details as under: -

a) Soft Loans for Ethanol – Central Government

To create new capacities, expansion of existing capacities, installation of incineration boilers, conversion to dual feed, etc. to reach blending target of 20%, Central Government has been allowing soft loans since June 2018 with interest subvention @ 6% or 50% of bank rate whichever is lower for a period of 5 years with one year moratorium period.

For stressed assets where a bank has issues in giving loans, there is a provision for a tri-partite agreement between Distillery, Oil company and the bank to motivate / push banks to give loans to such assets.

This scheme of soft loan was valid till April 2023 and currently no such scheme is in place. Government vide order dated 28.12.23 has fixed 30th June 2024 or 1 year period from loan approval whichever is later, to get loans disbursed from bank against past approvals failing which the in-principle approval for project will stand cancelled. Project should be completed within 2 years from the date of disbursement of 1st instalment of loan from bank.

During March 2025, Government has allowed scheme of soft loan with interest subvention @ 6% or 50% of bank rate whichever is lower to co-operative sector sugar mills for conversion of sugar-based feedstock ethanol plants to multi feedstock based plants including Maize and damaged food grains, so that these distilleries can easily run throughout the year.

b) Basic price of Ethanol fixed by Government linked with the cost

Earlier, the Government had a system of procuring Ethanol through tender route with no basic price fixed by Government except brief period (Ethanol Year 2010-11 & 2011-12) where Government procured Ethanol at fixed interim basic price of ₹ 27.0 per Litre.

Since Dec 2014, to promote Ethanol, Government started giving fixed price of Ethanol linked with cost of Ethanol for Sugar Industry / Grain with details as under: -

Table 8: Ethanol Price

Year (Dec- Nov)	ETHANOL PRICE - HISTORICAL DATA					
	Basic Ethanol Price (₹ / Litre)					
	C Molasses	B Heavy Molasses	Cane juice / Syrup	Damaged Food grains	Surplus Rice – FCI	Maize
2015-16	42.00					
2016-17	39.00					
2017-18	40.85					
2018-19	43.46	52.43	59.19	47.13		
2019-20	43.75	54.27	59.48	50.36		
2020-21	45.69	57.61	62.65	51.55	56.87	51.55
2021-22	46.66	59.08	63.45	52.92	56.87	52.92
2022-23	49.41	60.73	65.61	64.00	58.50	66.07
2023-24	56.28	60.73	65.61	64.00	58.50	71.86
2024-25	57.97	60.73	65.61	64.00	58.50	71.86
2025-26	57.97	60.73	65.61	64.00	60.32	71.86
CAGR %	**3.28%**	**2.12%**	**1.49%**	**4.47%**	**1.18%**	**6.87%**

During 2023-24, Government has given sizeable incentive on Ethanol price from C molasses, Damaged food grains and Maize as these feedstocks are being promoted.

During 2024-25, Government has not increased Ethanol price from any of the feedstocks except C heavy molasses Ethanol.

The government has not given any price increase for Syrup Ethanol and B heavy molasses Ethanol since last 3 years which is a deterrent for sugar Industry.

c) Amendment in IDR Act

During May 2016, there had been an amendment in the IDR act, 1951 as per which the State Government can control, levy taxes / duties on liquor meant for human consumption only and not Ethanol, Denatured Alcohol, Industrial Alcohol for Industrial use.

It means Ethanol and denatured spirit have come out of the purview of State Govt. with no power left to regulate or impose any fees / taxes / duty on Ethanol by State Government.

Many states have relaxed state excise process like Karnataka, Gujarat, Punjab, Haryana, Maharashtra, M.P., Chhattisgarh, Bihar, etc.

Industry had to take legal recourse also to get a waiver of State Excise import fees of various states like in state of Haryana, Punjab and Delhi, export permit fees in state of U.P.

While the U.P. state has stayed Export permit fees of ₹ 1.0 per Liter as matter is sub judice in Supreme court, it is still charging license fees / denaturation fees. In fact, UP state has increased license fees from ₹ 0.15 per litre to ₹ 0.30 per litre and then to ₹ 0.50 per litre and denaturation fees from ₹ 0.15 per litre to ₹ 0.50 per litre and then to ₹ 0.60 per litre, w.e.f. 1st April 24.

However on 23 October 2024, Honourable Supreme Court upheld state governments' power to regulate industrial alcohol in an 8:1 majority by holding that the term "intoxicating liquor" in entry 8 of list II (State list) of the Seventh Schedule of the Constitution will include industrial alcohol. After the judgement, various State Government have started imposing State Fees again. UP State has

imposed export fees of ₹ 1.0 per litre with retrospective date which has been challenged by Industry in High court, Haryana state has imposed import fees of ₹ 1.20 per litre and Punjab state has imposed import fees of ₹ 1.00 per litre.

d) Exemption of central excise duty on ethanol

On April 29, 2015, the Cabinet allowed the exemption of Central excise duty on ethanol from sugar season 2015-2016, which was applicable @ 18%.

This benefit continued till 30th June 2017.

e) Reduction in GST

On July 21, 2018, Government reduced GST on Ethanol from earlier level of 18% to 5% in order to boost Ethanol sector. Other grades of Alcohol, for Industrial use / for making liquor still carrying GST @ 18%. GST on Molasses which is main raw material for production of Ethanol has also been reduced from 28% to 5%.

f) Exemption of custom duty on Industrial Alcohol

In the financial year 23-24 budget, the Government has exempted custom duty earlier applicable 5% plus cess of 10% on duty, on Denatured Ethyl Alcohol used in chemical Industry which is in support of the Ethanol Blending Program and facilitate Government's endeavor for energy transition.

g) Ban on import of Alcohol for blending purpose

Government has been allowing import of Alcohol for making chemicals / industrial usage only and not for blending.

For blending, Government is allowing only indigenous Alcohol / Alcohol made from indigenous sources only.

In fact, import of hydrous Alcohol / molasses for further processing to Anhydrous Ethanol for blending purpose is also restricted.

h) Additional Basic Excise Duty @ ₹ 2 per Liter levied on sale of unblended petrol

Since 1st November 2022, there has been applicability of additional excise duty @ ₹ 2.0 per Litre on Oil companies on sale of unblended petrol which has been introduced to promote Ethanol blending with petrol.

i) Priority of Syrup Ethanol followed by B heavy Molasses

Priority of Oil companies is to procure Ethanol available within the state and then if still left with the requirement, they procure it from other states.

For procurement within the state (to promote manufacturing of Ethanol from Syrup and B heavy), Oil companies give priority to Dedicated Ethanol plants then Syrup Ethanol which is followed by B heavy Molasses Ethanol and then C Molasses/Grain Ethanol.

j) Increase in Ethanol storage capacity

Oil companies have significantly increased Ethanol storage capacity at their depot levels which helps in fast decantation of lorries with lower detention and provides buffer for continuous blending during off-season when ethanol supplies slow down.

k) Fast payments

Now, with automation of systems / online software support at Oil companies end, since last 3-4 years, Oil companies are releasing fast payments where we get our payments on an average in 30 days' time as against earlier release of payments in 35 – 40 days' time.

It is expected that in times to come this payment time will further come down to 21 days on average basis.

l) Dedicated Ethanol plants

During September,21, to promote creation of new capacities in Ethanol deficit states, Oil companies came up with the offer of dedicated Ethanol plants for new potential parties interested in setting up Distilleries.

Contract with dedicated plants is such that these plants must be ready in a time bound manner as agreed with oil companies and for such successful project proponents, Oil companies have assured guaranteed purchase / lifting of their production.

m) Eased Tender conditions

Eased tender conditions like one time submission of documents, quarterly bank guarantees, multiple transportation rate slabs, transportation rates being linked to retail selling price of Diesel, long term registration of units.

From Ethanol year 2020-21, Security amount was reduced from 5% to 1% of order value and Penalty (Price reduction clause) for non-supply of Ethanol / delayed supply also reduced from 5% to 1% of basic price, to promote ethanol blending.

However, since the Ethanol year 2022-23, security deposit and penalty has increased from 1% to 3% to prevent defaults against supply orders.

n) Ethanol supply by Rail wagons / pipeline

Oil companies have started transporting Ethanol blended petrol to far flung states by rail rakes / pipeline to save logistics cost. In northern India such arrangement has been started at Mathura, Panipat and Kanpur depot.

Such a movement is of help for distillery also as it reduces their long-distance movement of ethanol and helps with cost savings.

o) Start of 20% blending

20% blending with 95% RON is a mandatory norm for petrol sold across the country w.e.f. 1st April 2026.

Government is in process of launching Flexi Fuel Vehicles (FFV's) which can take higher percentage Ethanol blend and will aid in increasing Ethanol demand.

III. POLICY REQUIREMENTS FOR INDUSTRY

a) Viable Price of Ethanol from Sugar route – Sugar syrup / B heavy

There is a need to rationalise Ethanol price from B heavy & Syrup as current Ethanol prices have not been increased since last 3 years and are not viable.

The current Sugar Syrup Ethanol basic price is ₹ 65.61 per Liter and B heavy Ethanol price is ₹ 60.73 per Litre and there are various proposals from the Industry Association to align it in line with the cost.

Ethanol price from Syrup/ B heavy was last increased during the year 2022-23 when Cane FRP was ₹ 305 per qtl. which now has increased by 19.7% to level of ₹ 365 per qtl. for the Sugar Year 2026-2027. On similar lines, Cane price in UP SAP (Early variety) has increased from level of ₹ 350 per qtl. during 2022-23 to level of ₹ 400 per qtl. during 2025-26 i.e., increase by 14.3%. For the year 2025-2026, Ethanol price should be increased in line with the cane price increase and considering other inflationary factors.

b) Increase in Sugar MSP

There has been no increase in Sugar MSP since Feb 2019 (more than 7 years now) when it was fixed at ₹ 31 per Kg. After that various input costs including Cane price has increased significantly.

Sugar MSP was last increased during year 2019 when Cane FRP was ₹ 275 per qtl. for 10.0% recovery which has been increased by 29.5% to level of ₹ 365 per qtl. for 10.25% recovery for the Year 2026-2027.

It is high time that Government should increase MSP in line with increasing cost in terms of cane price / other inputs to level of Min. ₹ 42 per Kg which is also being pursued by various Industry bodies.

c) Increase in demand of Ethanol

Government to allow and open alternate options where Ethanol can be consumed whether in terms of increased blending percentage, flexi-fuel vehicles which can take higher blend, blending with diesel, cooking gas stoves. Government should also open exports of Ethanol which can take care of surplus capacity and bring much required forex to country.

IV. BAJAJ HINDUSTHAN SUGAR'S (BHSL) POSITION

BHSL has 14 sugar plants having an aggregate crushing capacity of 136000 TCD, 6 distilleries with an aggregate capacity of 800 KL/day and about 151 MW of surplus power.

Key risks and concerns

1. Raw material

BHSL has continued its thrust on cane quality promotion and is continually investing in cane variety development.

BHSL sees cane development as a major thrust area to improve the revenue generation and is continuously striving towards it and every possible effort is made to increase availability of good quality cane for crushing.

In UP state, due to cane variety issue, there are serious implications on cane yield and sugar recovery in last 2 – 3 years. It is major thrust of the group on cane development, promoting required cane variety changes for improving overall productivity which is beneficial for farmers and will provide required feedstock to mills and on improving sugar recovery.

Another area of concern is the ability to make timely cane price payments to farmers which is affecting the availability of cane to Group.

2. Sugar price risk

While cane prices are fixed by the state government, sugar realisations are totally market driven and are dependent on demand supply dynamics. This at times led to a complete mismatch between the cane price and sugar realisations.

To mitigate the said Sugar price risk while Government has fixed Minimum Selling Price (MSP) of Sugar at the level of ₹ 31.0 per Kg below which no Sugar Mill can sell Sugar in market. But this MSP was fixed 7 years back during Feb 2019 and no increase in MSP given thereafter.

Industry Associations have represented to Government for increasing MSP to levels of ₹ 40 – 42 and linking of MSP with cane price.

Government also regulate sugar prices by giving monthly domestic release such that sugar prices on one hand remain remunerative for mills on other hand fair prices for consumers.

Government also framed policy for absorbing surplus sugar in system by giving sugar export quotas and by allowing diversion of sugar towards Ethanol.

MSP increase is urgently required to prevent sugar price fall during sugar surplus situations / during peak of crushing season.

3. Regulatory risk

The sugar industry is subject to many regulatory risks like environment, raw material pricing, government policies, etc. The biggest risk to the business is the disjointed sugarcane price fixed by the state government.

However, to ensure liquidity and financial health for Industry, both Central & State Government keeps on providing policy and subsidy support to enable Sugar Mills to pay fixed cane price as fixed by the Government.

4. De-risking strategy

As part of our business strategy, we are rapidly de-risking our business with the investment in power generation capacity. This business is non-cyclical and therefore expected to generate steady cash flows year on year.

From Sugar Year 2020-21, we have started diverting Sugar for manufacturing Ethanol in form of B heavy Molasses / Sugar syrup in varied proportions depending upon market dynamics which will reduce Sugar production and help in achieving higher production of Ethanol.

Sustained Ethanol supplies to Oil companies have provided some element of risk mitigation.

While diverting sugar to Ethanol, we keep track of market dynamics and as current Ethanol prices from B Heavy and Syrup Ethanol are not viable, we kept not diverted any sugar towards Ethanol during last 2 years.

5. Market share of BHSL in U.P. and on All India basis for Sugar basis Production – Net Sugar

Table 9: Market share of BHSL in U.P. and on All India basis for Sugar basis Production

Year: Oct – Sept

Comparison of BHSL Sugar production v/s U P State and All India									
Particulars	**Unit**	**2025-26 (Estimate)**	**2024-25**	**2023-24**	**2022-23**	**2021-22**	**2020-21**	**2019-20**	**2018-19**
BHSL Production	Million MT	1.03	1.20	1.35	1.29	1.28	1.53	1.94	1.83
UP Production	Million MT	8.97	9.28	10.41	10.48	10.20	11.06	12.64	11.82
All India Production	Million MT	27.80	26.10	31.95	32.81	35.75	31.18	27.40	33.15
BHSL % of UP	%	11.48	12.89	12.93	12.31	12.55	13.83	15.35	15.48
BHSL % of All India	%	3.71	4.58	4.21	3.93	3.58	4.91	7.08	5.52

Note: -Above figures are of net sugar production after diversion of Sugar towards Ethanol.

6. Sugar market spread - All units of BHSL

Bajaj Group (Bajaj Hindusthan Sugar Limited) has 14 units evenly spread throughout the State of Uttar Pradesh with 5 sugar mills in Western UP, 5 in Central UP and 4 in Eastern UP.

The Zone-wise details and the crushing capacity of the mills are as below: -

Table 10: Zone-wise details of crushing capacity

ZONE	NO. OF MILLS	CRUSHING CAPACITY (TCD)
WEST	5	48,000
CENTRAL	5	48,000
EAST	4	40,000
TOTAL	**14**	**136,000**

Markets

West U.P.: Sugar produced by our West UP mills is sold in the region of West UP and neighboring States in Northern India like Punjab, Haryana, Himachal Pradesh, Rajasthan and Delhi etc.

Central U.P.: Sugar produced in our Barkhera and Maqsoodapur mills is sold partly in the Central U.P. and in nearby states i.e. Rajasthan, M.P., Gujarat, North-East states and at times to Haryana, Orissa. The sugar produced by Gola, Palia and Khambarkhera mills is sold in Central UP, East UP, Bihar, Bengal, Jharkhand, M.P. and North-East States.

East U.P.: Sugar produced by our East UP Mills is sold in the region of Eastern UP and states like Bihar, Jharkhand, West Bengal, Assam and North-East States.

We have brought down our sugar sale by Rail rakes to North-East States of West Bengal, Assam etc. and are pushing our sale by Road route which gives us better sale realization.

Institutional buyers: Company is increasing its focus on Sale of Sugar to Institutional buyers and now have Food Safety System Certification (FSSC) 22000 license in 4 Sugar units i.e., Kinauni, Gangnauli, Barkhera and Kundarkhi unit and selling Sugar to Institutional buyers like Pepsi (Varun Beverages), Wrigley, Walmart, ITC, Dabur, Hamdard, Reliance, Udaan etc.

Competition

Other than the mills in state of UP, we face competition mainly from mills in the state of Maharashtra, Karnataka, Gujarat, A.P., Tamil Nadu. For the movement of sugar to neighboring states like Punjab,

Haryana, Bihar, our sugar mills face competition from mills in these states, as well. Sugar sales market reach / penetration is purely based on the price parity and Quality with competing mills. Sugar Mills are focusing on Quality of Sugar in terms of color (ICUMSA), Grain size, luster, etc., number of mills converting from sulphitation sugar to refined sugar which is giving edge to such good quality sugar in competition.

No competition from Sugar imports

Since Sugar imports are not viable and not happening there is no competition from Imported Sugar.

V. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Internal Control System can be defined as " The Organisation's plan, methods and procedures adopted by the management of an entity to assist in achieving management's objective of assuring, the orderly and efficient conduct of its business, adherence to management policies, safeguarding of Companies assets, prevention and detection of fraud and errors, completeness and accuracy of accounting records, and the timely preparation of reliable financial Information". An effective Internal Control system in an Organization provides reasonable assurance to the management and stakeholders about effectiveness of its policies, processes, tasks, behaviours, etc. It helps in ensuring the quality of Internal and external reporting, compliance with applicable laws, rules and regulations and in identification and analysis of various associated risks like Process, Regulatory, Market, Financial risks etc. and helps the management in designing and implementing a suitable action plan to avoid / overcome such risks. Your Company has an Internal Control system commensurate with its size of business and nature of its operations. BHSL has in place an adequate system of Internal Controls designed to ensure that all the transactions are authorised, recorded and reported correctly. The Company also has in place a well-defined Delegation of Power (DOP) and various Standard Operating Procedures (SOPs) covering different areas and processes which further strengthens Internal Control. BHSL has a strong and Independent Internal Audit department which reports to the Audit Committee of the Board to maintain its objectivity and independence. The reports of the Internal Audit department are sent to concerned Departmental Heads responsible for taking corrective actions. Significant Audit observations and corrective action thereon are reviewed by management and subsequently placed before the Audit Committee of the Board of Directors along with the action plan recommended by respective Functional Heads. The directions of the Audit Committee are implemented by the respective Head of the Departments and action taken reports are placed before the Audit Committee members in next meeting for their perusal.

VI. HUMAN RESOURCES/INDUSTRIAL RELATIONS

During the past year, Bajaj Hindusthan Sugar Limited (BHSL) continued to reinforce a stable and positive industrial relations environment across all its units and the Head Office. The focus remained on strengthening trust, promoting open communication, and ensuring a collaborative workplace that supports organizational goals while valuing employee engagement.

Aligned with our "Group Vision – Think Tomorrow," HR initiatives during the year were directed towards building a more agile, responsive, and future-oriented organization. Emphasis was placed on streamlining processes, enhancing workforce effectiveness, and fostering a culture of accountability and performance.

Going forward, we aim to further strengthen our HR framework by adopting progressive practices and continuously upgrading our policies and systems. This approach will enable us to remain adaptive to evolving business needs while creating sustained value for both the organization and its people.

Our foremost objective is the effective and transparent execution of these policies across all levels of the Company. As of March 31, 2026, BHSL is proud to employ a dedicated workforce of 7,146 individuals. The following section outlines the key HR initiatives and strategic undertakings accomplished during the past financial year:

Training Programmes

- During the Financial year 2025–26, the Human Resources Department implemented a comprehensive and well-structured training and development framework aimed at strengthening

organizational capability and enhancing workforce effectiveness. A detailed six-month training calendar was designed with careful planning, ensuring that sessions were conducted during lean operational periods to facilitate maximum participation without impacting core operations. The calendar, along with identified topics and nominated participants, was formally communicated to all concerned, ensuring clarity and alignment across departments.

- The programmes witnessed encouraging participation, with an average attendance of 28–32 employees per session, reflecting strong engagement and learning orientation across the organization. The training interventions were delivered through a balanced mix of external experts and in-house faculty, enabling both domain specialization and internal knowledge sharing.
- The sessions covered a wide spectrum of areas including technical operations, safety practices, agricultural aspects, compliance, digital systems, and behavioural development. Key training programmes included Email Writing, Fire Safety, Cheeni Ki Kahani (1 & 2), Six Thinking Hats, Interpersonal Relationship, Top Borer and it's control, Ratoon management, Importance of Organic Fertilizer in Soil fertility, Electrical Safety, Cane Survey, Prevention of Sexual Harassment (POSH), Code of Conduct (COC), Design & Operation of Juice Heater, Evaporator- Fouling of heating surface and cleaning methods, Major diseases of sugarcane and its control, Major Insects & Pests of sugarcane and its control, Condensate Polishing Unit, Operations of Batch type centrifugal machine, Boiler Operations, Team Building, Awareness about DCS systems, Deaerator Operations, L&T Electrical & Automation Essentials, LOTO, Distillation, DM Plant, Molasses handling & preservation, Distillery- Boiler operations and maintenance, SAP Module, Slop fired boiler, Fermentation, Role of juice clarifier in clarification, MEE, Reverse Osmosis, 7 Habits of Highly Effective People, Work Permit System, PLC & DCS System, ESP, Effluent Management in Distilleries, ZLD in distillery, Chemical Hazards, 5 S, Sugarcane productivity, Autumn intercropping of cane, Working of PAN condensers, Mill Settings, R&M of Turbine, General Safety Awareness, Medical Emergency, Steam Economy, MS Outlook, Powerhouse operation & maintenance, Rotary vacuum filter, Computer Data Security, Building blocks of Civilization, R&M of Turbo Generator, Water Conservation, PPE, Air Pollution, Cane handling & cane preparation, Distillery process management, Welding Technology, Working of Ion exchange column, Boiler Water Chemistry, Monetary Policy, Distillery- Instruments monitoring & control, Waste to Energy, Material balance, Chemical saving & Process hazards, Mechanical circulators, Employee Social Security, MS Excel, Manure & Fertilizer dose in Sugarcane.
- These initiatives reaffirm BHSL's commitment to building a skilled, adaptable, and safety-conscious workforce. By continuously investing in employee development and capability enhancement, the organization is well-positioned to meet evolving business challenges while driving sustained growth and operational excellence.
- Induction Program for New Employees - The Company continues to place strong emphasis on seamless onboarding through structured induction programmes conducted regularly at both unit locations and corporate offices. These programmes are designed to familiarize new employees with the organization's values, culture, policies, and operational framework.
- Delivered in an interactive format and supported by comprehensive presentations, the induction sessions provide a holistic overview of the Company, enabling new joinees to integrate effectively into their roles and contribute productively from the outset.
- Activities and Events - As part of the Employee Engagement initiatives, a wide range of religious, cultural, and national integration programmes were organized across units to foster inclusivity, team spirit, and a sense of belonging among employees. These included celebrations such as birthdays, New Year get-togethers, Holi Milan, and festivals like Janmashtami, Dussehra, Diwali, Teej, and Lohri.
- In addition, important national and organizational events such as Republic Day, Independence Day, Vishwakarma Day, Environment Day, Safety Week (4th–10th March), Jamnalal Bajaj Ji Jayanti (4th November), and Labour Day (1st May) were commemorated with active participation. Various employee and family engagement activities, including drawing competitions, annual picnics, and excursion tours for children, were also conducted, further strengthening employee morale and workplace harmony.

Corporate Social Responsibility

1. **Bajaj Public School (BPS) – (affiliated to CBSE):** In line with the Group's Corporate Social Responsibility (CSR) philosophy, the establishment of Bajaj Public School (BPS) stands as a progressive initiative aimed at addressing the need for accessible, quality education within the local communities.

   Established in 2009 as a not-for-profit institution, BPS was envisioned to provide affordable and value-based education. Over the years, it has steadily expanded its footprint across various locations, including Maqsoodapur, Gola, Palia, Barkhera, Kinauni, Gangnauli, Bilai, Utraula, and Lalitpur.

   At present, BPS is supporting the academic and overall development of nearly 1,400 students, serving as a vibrant platform for nurturing knowledge, values, and creativity. Beyond education, the institution has also contributed to local employment generation by engaging over 140 individuals, including spouses of employees, thereby strengthening community welfare and socio-economic upliftment.

   BPS continues to uphold its commitment to serving society by fostering inclusive growth and striving for excellence in education and community development.

2. **Other activities**

   a) Distribution of woollen clothing and blankets to underprivileged communities in the surrounding areas, especially during the winter season.

   b) Organising Kanwar Seva Shivir on the occasion of Mahashivratri, extending support and facilities to devotees.

   c) Provision of organic manure to farmers at subsidized rates, along with distribution of safety glasses to promote safe agricultural practices.

   d) During winters, bonfires (Alao) were arranged at key public locations (road crossing) using bagasse, contributing to community welfare.

   e) Health check-up camps were organized in collaboration with local hospitals at offices and unit locations, where teams of specialized doctors, including general physicians and eye specialists, conducted medical examinations. These camps benefitted employees, their families, as well as local farmers and members of the nearby community.

VII. FINANCIAL ANALYSIS OF OPERATIONS OF THE COMPANY

The financial results for the year under review from April 01, 2025 to March 31, 2026

Table 11: Operational data

	Unit	**Year ended March 31, 2026**	Year ended March 31, 2025
Cane Crushing	MMT	**10.097**	11.320
Sugar Recovery	%	**10.50**	10.51
Sugar Production – From Cane	MT	**10,60,320**	11,90,281
Industrial Alcohol Production	KL	**1,04,923**	1,07,757
Molasses Production – C	MT	**4,67,122**	5,22,733
Molasses Production – B-Heavy	MT	**Nil**	Nil
Power Generation	000 Units	**5,69,542**	6,21,994

During the year, the production of sugar from sugarcane was at 10,60,320 MT as compared to 11,90,281 MT during the previous year. The production of molasses-C was at 4,67,122 MT as compared to 5,22,733MT in the previous year. The industrial alcohol / ethanol production was at 1,04,923 KL as compared to 1,07,757 KL in the previous year. Power generation was at 569.54 Million Units (MUs) as compared to 621.99 MUs in the previous year. Average recovery of sugar from sugarcane 10.50% during the current year as compared to 10.51% in the previous year.

Results of operations

Table 12: Summarised financial results

₹ Crore

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Revenue	**5,441.05**	5,559.39
Earnings before interest depreciation and tax (EBIDTA)	**388.39**	311.02
Finance Costs (Net) PY (including non-cash 755.52 Cr)	**25.80**	851.46
Cash profits	**362.59**	215.08
Depreciation & amortisation	**210.76**	210.70
Profit/(Loss) before exceptional items and tax	**151.83**	-751.14
Exceptional items	**13.86**	-
Profit/(Loss) before tax	**137.97**	-751.14
Tax expenses	**0.01**	-
Profit/(Loss) after tax	**137.96**	-751.14
Basic earnings per share (₹)	**1.01**	-6.04
Diluted earnings per share (₹)	**0.94**	-6.04

Turnover

During the year ended March 31, 2026, the Company's total revenue was ₹ 5,441.05 crore as against ₹ 5,559.39 crore in the previous year.

Analysis of sales

During the year, the Company sold 11,70,786 MT of sugar as against 12,13,123 MT during the previous year. The Company sold 61,412 MT of molasses as against 1,28,918 MT in the previous year. However, alcohol/ethanol sales during the year was at 97,015 KL as against 1,20,410 KL during the previous year.

The Company exported 147.23 MUs of power during the year as against 157.34 MUs during the previous year. Product-wise sales quantity, value and per unit realisation details are given in Table 13:

Table 13: Sales revenue

Particulars	Unit	Year ended March 31, 2026			Year ended March 31, 2025		
		Qty	Value ₹ Crore	Realisation* ₹/MT/KL/ 000 Units	Qty	Value ₹ Crore	Realisation* ₹/MT/KL/ 000 Units
Sugar	MT	**11,70,786**	**4,683.77**	**40,005.34**	12,13,123	4,656.12	38,381.27
Alcohol/ Ethanol	KL	**97,015**	**548.51**	**56,538.56**	1,20,410	682.42	56,674.56
Molasses	MT	**61,412**	**10.90**	**1,774.66**	1,28,918	19.60	1,520.00
Power	000 Units	**1,47,227**	**64.08**	**4,352.77**	1,57,336	53.48	3,399.33

Industrial alcohol was sold in the local market directly to end users, mainly alcohol-based chemical plants. Ethanol was sold to oil companies, who use it for blending with petrol.

The other operating revenue includes, sale of pesticides of ₹ 29.31 crore, sale of scrap of ₹ 13.21 crore, sale of export license ₹ 7.69 crore, lease rent income of ₹ 6.25 crore and other miscellaneous operating income of ₹ 2.75 crore.

Other income

Other income for the current year was ₹ 20.88 crore (including interest income of ₹ 2.51 crore, and other miscellaneous income was at ₹ 18.37 crore) as against ₹ 17.13 crore (including interest income of ₹ 1.35 crore, and other miscellaneous income of ₹ 15.78 crore) in the previous year.

Other expenses

During the year, other expenses were ₹ 304.85 crore as against ₹ 415.87 crore in the previous year.

Earnings before interest, taxes, depreciation and amortisation (EBITDA)

The EBIDTA for the current year at ₹ 388.39 crore as against ₹ 311.02 crore in the previous year.

Finance costs

Finance cost for the current year was ₹ 25.80 crore as against ₹ 851.46 crore in the previous year, due to repayments of loans.

Depreciation and amortisation

The depreciation for the current year was at ₹ 210.76 crore as against ₹ 210.70 crore in the previous year.

Tax expenses

No provision for current tax has been made in the current year; previous year deferred tax income was Nil.

Balance sheet

The summarised balance sheet as at March 31, 2026 is given in Table 15.

Table 14: Summarised balance sheet

₹ Crore

As at	March 31, 2026	March 31, 2025
ASSETS		
Non-current assets		
Fixed assets		
Property, plant and equipment	**6,004.39**	6,188.91
Capital work-in-progress	**36.84**	8.61
Intangible assets	**0.09**	0.11
Non-current investments	**2,780.37**	3,627.97
Other non-current financial assets	**5.91**	5.76
Other non-current assets	**121.77**	111.85
Sub total	**8,949.37**	9,943.21
Current assets		
Inventories	**2,422.42**	2,677.22
Financial assets		
Trade receivables	**91.43**	105.05
Cash and cash equivalents	**84.23**	65.34
Other bank balances	**0.00**	0.00
Loans	**1,643.25**	1,643.25
Other financial assets	**67.84**	-
Current tax assets (net)	**10.29**	6.60
Other current assets	**652.13**	661.79
Sub total	**4,971.59**	5,159.25
Assets classified as held for sale	**61.53**	-
Total assets	**13,982.49**	15,102.46
EQUITY AND LIABILITIES		
Shareholders' Fund		
Equity	**237.21**	124.45
Instrument entirely equity in nature	**2,810.88**	-
Other equity	**768.07**	165.87
Sub total	**3,816.16**	290.32

As at	March 31, 2026	March 31, 2025
Non-current liabilities		
Financial liabilities		
Borrowings	**3,095.74**	3,494.63
Provisions	**109.30**	112.59
Deferred tax liabilities (net)	**921.63**	994.39
Sub total	**4,126.67**	4,601.61
Current liabilities		
Financial liabilities		
Borrowings	**369.21**	-
Trade payables	**3,182.24**	3,520.01
Other financial liabilities	**2,420.41**	6,578.04
Other current liabilities	**31.47**	85.39
Short-term provisions	**35.36**	27.09
Sub total	**6,038.69**	10,210.53
Liabilities directly associated with assets classified as held for sale	**0.97**	-
Total equity and liabilities	**13,982.49**	15,102.46

Share capital

Pursuant to the approval of the shareholders of the Company at the Extraordinary General Meeting held on March 10, 2026, the consent of the members of the Company was accorded to increase the Authorised Share Capital of the Company from ₹500,00,00,000/- (Rupees Five Hundred Crores Only) divided into 500,00,00,000 (Five Hundred Crores) equity shares of ₹1/- (Rupee One Only) each to ₹13,000,00,00,000/-(Rupees Thirteen Thousand Crores Only) divided into 3,000,00,00,000 (Three Thousand Crores) equity shares of ₹1/- (Rupee One Only) each aggregating to ₹3,000,00,00,000/- (Rupees Three Thousand Crores Only) and 10,000,00,00,000 (Ten Thousand Crores) preference shares of ₹1/- (Rupee One Only) each aggregating to ₹10,000,00,00,000/- (Rupees Ten Thousand Crores Only) by creation of additional 2,500,00,00,000 (Two Thousand Five Hundred Crores) equity shares of ₹1/- (Rupee One Only) each and 10,000,00,00,000 (Ten Thousand Crores) preference shares of ₹1/- (Rupee One Only) each in the Authorised Share Capital of the Company.

Share Capital for the year increased from ₹ 127.74 crore to ₹ 237.39 crore on account of allotment of ₹ 109.69 crore equity shares to Lenders.

Other equity

Other equity has increased from ₹ 165.87 crore to ₹ 768.07 crore during the year.

Non-current borrowings

Long-term borrowings was at ₹ 3,095.74 crore as at March 31, 2026 as against ₹ 3,494.63 crore in the previous year ended March 31, 2025.

Current borrowings

Current borrowings was at ₹ 369.21 crore as at March 31, 2026 as against ₹ Nil in the previous year ended March 31, 2025.

Property, plant and equipment

Gross Block has decreased to ₹ 10,411.91 crore from ₹ 10,671.68 crore, on account classification of ₹ 347.27 crore of board division assets under "Assets classified as held for sale" and routine capitalization /decapitalization during the year. The net block stood at ₹ 6,004.48 crore as against ₹ 6,189.02 crore in the previous year.

Investments

Investment was at ₹ 2,780.37 crore as at March 31, 2026 as against ₹ 3,627.97 crore in the previous year ended March 31, 2025. The changes are mainly due to sale of investment and fair valuation of investments as per Ind AS 109.

Inventories

The inventory of sugar at the end of the current year was 4,97,286 MT as against 6,06,700 MT in the previous year. Alcohol inventory at the end of the current year was 29,229 KL as against 21,728 KL in the previous year.

The Company does not foresee any difficulty in selling the products manufactured by it.

Debtors

The debtors at the end of the current year were equivalent to 6 days' of sales as compared to 7 days' of sales in the previous year ended March 31, 2025. All the debtors are good and realisable.

Contingent liabilities

The status of contingent liabilities as at March 31, 2026 has been reviewed by the management. Efforts are being made for speedy settlement of pending cases.

Ratios

Comparative analysis of Important Ratios with variance is tabulated below:

Description	Ratio (Current Year)	Ratio (Previous Year)	Variance (%)	Reasons for significant variance
Debtors Turnover Ratio	54.57	42.69	27.83%	Trade Debtor Realised
Inventory Turnover Ratio	2.16	2.10	2.86%	No significant change
Interest Coverage Ratio	15.08	0.37	3975.68%	Decrease in interest cost
Current Ratio	0.82	0.51	60.68%	Reduction in current liabilities
Debt Equity Ratio	0.91	12.04	92.44%	Conversion of part debt into equity
Operating Profit Margin Ratio	3.02%	1.81%	66.85%	Better Operational Performance
Net Profit Margin Ratio	2.57%	-13.70%	118.76%	Better operational performance & reduction in interest cost
Return on Net Worth	6.72%	-102.32%	106.57%	Better operating Performance

Control measures for cane procurement

Besides the smooth functioning of plants, timely and regular procurement of sugarcane is the most important activity of the Company. Continuous efforts are being made to ensure systematic indenting, procurement and crushing of sugarcane. Though the current systems are adequate, as a matter of routine, these systems are periodically reviewed by the senior management team from time to time and corrective measures, if and when considered necessary, are taken to ensure the smooth flow of sugarcane.

Unit-wise operations Sugar division

Crushing details of plants during the year ended March 31, 2026, are given in Table 15:

Table 15: Cane crushing, sugar recovery and sugar production

Plant Location	Zone	2025-26			2024-25		
		Cane Crushing (MMT)	Sugar Recovery (%)	Sugar Production (Tonnes)	Cane Crushing (MMT)	Sugar Recovery (%)	Sugar Production (Tonnes)
Gola Gokarannath	Central UP	**1.239**	**10.03**	**1,24,275**	1.380	10.30	1,42,115
Palia Kalan	Central UP	**0.981**	**10.51**	**1,03,040**	0.893	10.62	94,861
Khambarkhera	Central UP	**0.985**	**10.61**	**1,04,457**	0.942	10.84	1,02,106
Barkhera	Central UP	**0.424**	**9.04**	**38,289**	0.451	9.42	42,501
Maqsoodapur	Central UP	**0.313**	**9.06**	**28,351**	0.463	9.66	44,681
Kinauni	Western UP	**1.598**	**11.29**	**1,80,476**	1.606	11.22	1,80,260

Plant Location	Zone	2025-26			2024-25		
		Cane Crushing (MMT)	**Sugar Recovery (%)**	**Sugar Production (Tonnes)**	Cane Crushing (MMT)	Sugar Recovery (%)	Sugar Production (Tonnes)
Thanabhawan	Western UP	**0.774**	**10.88**	**84,236**	1.076	10.77	1,15,845
Budhana	Western UP	**1.016**	**11.02**	**1,12,031**	1.217	11.10	1,35,085
Bilai	Western UP	**0.842**	**11.22**	**94,489**	1.050	10.65	1,11,860
Gangnauli	Western UP	**0.406**	**10.12**	**41,030**	0.699	10.25	71,670
Pratappur	Eastern UP	**0.142**	**8.83**	**12,538**	0.184	9.20	16,927
Rudhauli	Eastern UP	**0.295**	**9.60**	**28,346**	0.288	9.65	27,756
Utraula	Eastern UP	**0.372**	**10.40**	**38,741**	0.318	9.95	31,655
Kundarkhi	Eastern UP	**0.710**	**9.87**	**70,021**	0.752	9.71	72,958
Total		**10.097**	**10.50**	**10,60,320**	11.320	10.51	11,90,281

Sacrifice of Sugar for B-Heavy Molasses

The entire cane of 10.097 MMT crushed on C molasses route.

Distillery division

The distillery division produced 1,04,923 KL from C-heavy molasses of industrial alcohol/ethanol during the current year against 1,07,757 KL in the previous year. Likewise, alcohol/ethanol sales aggregated during the current year at 97,015 KL (includes sales of nil KL of ethanol produced from B-heavy molasses) against 1,20,411 KL (includes sales of 11,222 KL of ethanol produced from B-heavy molasses) in the previous year. In value terms, the sale of industrial alcohol/ethanol during the year is ₹ 548.51 crore as against ₹ 682.42 crore (includes sales of ₹ 67.97 crore of ethanol produced from B-heavy molasses) in the previous year.

Power division

The sale of power was recorded at ₹ 77.90 crore (Includes ₹ 13.82 crore arrear of previous year) in the current year as against ₹ 53.48 crore in the previous year. The Company continued optimal use of co-gen capacities with better planning.

Board division

Plants of board division were not operational since 2012 and assets classified as held for sale.

Accounting policies

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for:

Certain financial assets and liabilities measured at fair value,

Defined benefit plans - plan assets measured at fair value.

With effect from April 01, 2017, the financial statements of the Company have been prepared to comply with the Indian Accounting Standards ('Ind AS') notified under Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.

Cautionary/futuristic statements

Statements in the management discussion and analysis report describing the Company's objectives, projections, estimates and expectations may be "forward-looking statements" within the meaning of applicable laws and regulations and futuristic in nature. Actual performance may differ materially from those either expressed or implied. Such statements represent the intentions of the management, and the efforts put into realising certain goals. Success in realising these depends on various factors both internal and external. Investors, therefore, are requested to make their own independent judgements before taking any investment decisions.

Business Responsibility and Sustainability Report FY 2025-26

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

Sr. No	Particulars	Information/Details
1.	Corporate Identity Number (CIN) of the listed entity	L15420UP1931PLC065243
2.	Name of the listed entity	Bajaj Hindusthan Sugar Limited
3.	Year of incorporation	24/11/1931
4.	Registered office address	Golagokaranath, Lakhimpur Kheri, Uttar Pradesh 262802, India
5.	Corporate address	Bajaj Bhawan, B-10, Sector 3, Jamnalal Bajaj Marg, Noida - 201 301, NCR Delhi, India
6.	E-mail	kadhikari@bajajhindusthan.com
7.	Telephone	05876233754
8.	Website	https://www.bajajhindusthan.com/
9.	Financial year for which reporting is being done	1st April 2025 to 31st March 2026
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)
11.	Paid-up Capital	Equity: 237.39 crore Preference: 2810.80 crore
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. Kausik Adhikari Telephone Number – 022-22049056 Email Address - kadhikari@bajajhindusthan.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Standalone basis
14.	Name of assurance provider	Not applicable for this financial year
15.	Type of assurance obtained	Not applicable

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	Manufacturing	Sugar	87.37
2	Manufacturing	Industrial Alcohol	10.23
3	Manufacturing	Power based on bagasse	2.40

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	Sugar	10721	87.37
2	Industrial Alcohol	11019	10.23
3	Power based on bagasse	35106	2.40

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	14*	3**	17
International	0	0	0

* All 14 plants are located in Uttar Pradesh

**Offices are located in Mumbai, Noida and Lucknow

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	18
International (No. of Countries)	-*

Remarks: * While the company does not engage in direct exports, it contributes to the export market through a different channel. Specifically, refined sugar produced by the company is exported indirectly via merchant exporters. This process is conducted in compliance with the company's sugar export quota, which is issued by the Ministry of Consumer Affairs, Food and Public Distribution. This approach allows the company to participate in the global market, albeit indirectly, and adhere to the regulatory guidelines set by the relevant authorities.

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

There are no direct exports made by the Company. However, refined sugar is exported through Merchant Exporters against the Company's sugar export quota issued by Ministry of Consumer Affairs Food and Public Distribution.

c. A brief on types of customers

The Company has various customers depending on its different products. The primary customers of the Company are:

Various grades of Alcohol/ Ethanol:

- Oil companies in case of Ethanol for blending it with petrol
- Industrial customers who make alcohol-based chemicals, drug paints, ink, etc. for industrial alcohol
- Liquor companies using Alcohol for making liquor

Sugar:

- Institutional buyers like food, beverages manufacturers, dairy processing, bakery, biscuits, sweets, supermarkets, etc. Sales and distribution of sugar is done through appointed mill-wise, area-wise sugar agents distributing sugar for both household consumption and institutional sales.

Bagasse:

- Industrial units consume bagasse for making paper or use as fuel for making eco-ply boards.

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)	1722	1715	99.59%	7	0.41%
2	Other than Permanent (E)	76	75	98.68%	1	1.32%
3	**Total employees (D + E)**	**1798**	**1790**	**99.56%**	**8**	**0.44%**
	WORKERS					
4	Permanent (F)	1107	1106	99.91%	1	0.09%
5	Other than Permanent (G)	4241	4241	100.00%	0	0.00%
6	**Total Workers (F + G)**	**5348**	**5347**	**99.98%**	**1**	**0.02%**

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)	5	5	100.00%	0	0.00%
2	Other than Permanent (E)	0	0	0.00%	0	0.00%
3	**Total differently abled employees (D + E)**	5	5	100.00%	0	0.00%
	DIFFERENTLY ABLED WORKERS					
1	Permanent (F)	7	7	100.00%	0	0.00%
2	Other than Permanent (G)	11	11	100.00%	0	0.00%
3	**Total Workers (F + G)**	18	18	100.00%	0	0.00%

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	8	1	12.50%
Key Management Personnel	3	0	0.00%

22. Turnover rate for permanent employees and workers. (Disclose trends for the past 3 years)

	FY 2025-26 (Turnover rate in current FY)			FY 2024-25 (Turnover rate in previous FY)			FY 2023-24 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	9.45%	0.00%	9.41%	12.26%	16.67%	12.28%	14.33%	0.00%	14.29%
Permanent Workers	8.44%	0.00%	8.43%	7.43%	0.00%	7.43%	7.67%	0.00%	7.67%

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	Bajaj Aviation Private Limited	Subsidiary	100	No
2	Bajaj Power Generation Private Limited	Subsidiary	100	No
3	Phenil Sugars Limited	Subsidiary	99.70	No
4	Bajaj Hindusthan (Singapore) Private Limited	Subsidiary	100	No
5	PT. Batu Bumi Persada Indonesia	Subsidiary	99	No
6	PT. Jangkar Prima Indonesia	Subsidiary	99.88	No

VI. CSR Details

24. Provide the following CSR details

i) Whether CSR is applicable as per section 135 of Companies Act, 2013 - No

ii) Turnover (in ₹) - 5441.05 crore

iii) Net worth (in ₹) - 3816.16 crore

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 2025-26			FY 2024-25		
		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	Yes	0	0	N.A.	0	0	N.A.
Investors (other than shareholders)	Yes, https://www.bajajhindusthan.com/investors-contacts.php	0	0	N.A.	0	0	N.A.
Shareholders	Yes	4	0	N.A.	2	0	N.A.
Employees and workers	Yes	0	0	N.A.	0	0	N.A.
Customers	Yes, https://www.bajajhindusthan.com/contact.php	0	0	N.A.	0	0	N.A.
Value Chain partners	Yes	0	0	N.A.	0	0	N.A.
Other (please specify)	Yes	0	0	N.A.	0	0	N.A.

26. Overview of the entity's material responsible business conduct issues. Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format:

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	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Climate change	Risk	The impact of climate change on agriculture, including sugar production, is significant. Variations in rainfall patterns, temperatures, and extreme weather events directly affect crop yields and quality. Additionally, rising greenhouse gas emissions pose regulatory and reputational risks.	The company invests in climate-resilient crop varieties, implements efficient irrigation techniques, and explores alternative energy sources to reduce greenhouse gas emissions.	Negative
2	Water Management	Risk	As a sugar company, Bajaj Hindusthan Sugar requires a significant amount of water for its operations. The environmental risks of water scarcity and pollution can profoundly impact the company's functioning, leading to disruptions in the supply chain and increased operational costs.	BHSL effectively implements a Zero Liquid Discharge system across its distilleries, allowing for water reuse. Treated sugar effluent is utilised for horticulture, ferti-irrigation, and moistening the cane yard, minimizing water scarcity risks.	Negative
3	Labour Rights	Risk	The company's labor practices and supply chain management carry social risks, including potential violations of labor rights and substandard working conditions.	BHSL strengthens labor policies, conducts regular audits, and provides training on workers' rights. It has further worked to establish robust grievance mechanisms, ensures fair wages, and prioritizes safe working conditions across the supply chain.	Negative
4	Land Use	Risk	Sugar production necessitates substantial land use, which can contribute to deforestation, land degradation, and loss of biodiversity. The company may encounter reputational risks and regulatory hurdles due to its environmental impact.	The Company adopts agroforestry practices, reforests degraded areas, and engages in biodiversity conservation. It collaborates with environmental organizations, adheres to landuse regulations, and promotes sustainable land management practices.	Negative

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	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5	Ethical Business Practices	Risk	The company must ensure that its business practices align with ethical standards and legal requirements. Instances of corruption, bribery, and other unethical behaviors can adversely impact the company's reputation, result in regulatory and legal risks, and harm the communities where the company operates.	The Company implements robust anti-corruption policies, conducts due diligence on business partners, and fosters transparency. It regularly trains employees on ethical conduct, monitors compliance, and actively engages with local communities to build trust.	Negative
6	Energy and Emission Management	Opportunity	BHSL considers energy and emission management a material issue due to the high energy demand of its operations, particularly in captive power generation which contribute significantly to direct greenhouse gas (GHG) emissions. To address this, the company utilizes carbon-rich by-products such as bagasse and slop as renewable fuels, reducing reliance on fossil energy and lowering overall emissions. BHSL is focused on enhancing energy efficiency through the adoption of cleaner technologies, process optimization, and increased use of alternative fuels. These measures not only improve operational efficiency but also help mitigate risks related to volatile energy pricing and compliance costs. Energy conservation and GHG reduction remain integral to BHSL's sustainability agenda.		Positive
7	Workforce Health & Safety	Risk	As a labour-intensive organization, BHSL's workforce is engaged in operational activities that may involve occupational hazards such as falls, transportation related incidents, equipment malfunctions, and heat stress. Recognizing these risks, the company places a strong emphasis on maintaining high standards	To ensure a safe and healthy work environment, the company implements a range of proactive safety measures across all its sites. These include regular safety inspections, adherence to structured risk assessment tools such as Hazard Identification and Risk	Negative

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	Financial implications of the risk or opportunity (Indicate positive or negative implications)
			of health and safety across all facilities. BHSL is committed to providing a safe working environment through the implementation of robust safety protocols, regular training, and continuous monitoring. Non-compliance with safety standards can lead to significant regulatory penalties, reputational damage, and the potential loss of skilled labour. Therefore, ensuring occupational health and safety remains a core priority within our risk management and operational frameworks.	Assessment (HIRA) and Job Safety Analysis (JSA), and periodic audits conducted by third-party experts and internal crossfunctional teams. We are committed to maintaining high standards of workplace hygiene and safety while continuously improving working conditions. Additionally, the organization facilitates regular training and skill development programs aimed at enhancing workforce competency and strengthening the overall safety culture.	

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

Policy and management processes

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1. a. Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	https://www.bajajhindusthan.com/investorcorner-policies.php 1. Code of Conduct for Directors and Senior Management 2. Nomination and Remuneration Policy 3. Policy on Materiality and Dealing with Related Party transactions 4. Code of Fair Disclosure of UPSI 5. Policy for inquiry in case of leak of UPSI 6. Code of Conduct for Reg, Mon and Rep of Trading by Insiders 7. Determination of materiality of events and dissemination policy 8. Board Performance Evaluation 9. Succession Plan for Board and Senior Management 10. Policy on Vigil Mechanism 11. Familiarisation Programme for Independent Directors 12. Risk Management Policy								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	13. Policy on Material Subsidiaries 14. Business Responsibility Policy 15. Policy on Archiving and Preservation of Documents 16. Code of Conduct for Independent Directors 17. Dividend Distribution Policy 18. CSR Policy 19. Cybersecurity Policy								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4. Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.									
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	In alignment with its commitment to high standards of corporate governance, the company has defined timelines for statutory and regulatory compliances. It also ensures operations are conducted in accordance with applicable best industry practices.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	The company continues to adhere to defined compliance timelines and maintains full compliance with applicable statutory and regulatory requirements, supported by robust governance mechanisms and alignment with prevailing best industry practices.								
Governance, leadership and oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	Dear Stakeholders, The company views sustainability as an integral part of its long-term growth strategy, guided by the principle that sustained value creation is closely linked to responsible business conduct. Accordingly, ESG considerations are embedded into day-to-day decision-making, with continued emphasis on strengthening responsible operations. Our priorities remain centred on reducing emissions, minimising waste, and improving energy and water efficiency through structured operational interventions. A significant aspect of our energy strategy is self-sufficiency, with more than 95% of our electricity currently generated in-house from renewable sources, primarily as a by-product of our manufacturing processes. This energy is also shared across sister units, enabling wider adoption of renewable energy within the group. Water stewardship is particularly critical given the nature of our operations. We have further strengthened circular water management by diverting treated plant water for agricultural irrigation, supporting local farming communities while reducing direct environmental discharge. In parallel, waste streams are increasingly being repurposed and shared with farmers at subsidised rates, supporting both resource recovery and local economic viability.								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Across operations, these interventions have collectively improved resource efficiency, strengthened compliance, and reduced overall environmental footprint. Employee health and safety remains central to our operations. Our facilities are certified under ISO 45001, reflecting alignment with internationally recognised occupational health and safety standards. This reinforces our commitment to maintaining safe working conditions and embedding a strong safety culture across the organisation. Our governance framework continues to provide structured oversight and is anchored in ethical business practices, ensuring accountability and transparency across all levels. We remain committed to continuous improvement in Environment, Health, and Safety (EHS) performance, with ESG principles fully embedded into operational priorities. While meaningful progress has been achieved, our focus remains on scaling these initiatives further and deepening the integration of sustainability across the organisation and its value chain. Thank you.								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Ajay Kumar Sharma, Managing Director (DIN: 09607745)								
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. The Corporate Social Responsibility (CSR) Committee is responsible for decision-making on sustainability-related issues and also provides strategic oversight on ESG matters. Mr. Kushagra Bajaj (DIN: 00017575), Chairman (Non-Executive) Ms. Shalu Bhandari (DIN: 00012556), Non-Executive, Independent Director Mr. Ajay Kumar Sharma (DIN: 09607745), Managing Director								

10. Details of Review of NGRBCs by the Company: Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee

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	Board committees									Annually								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Board committees									Quarterly								

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.

S. No.	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	No. However, the procedures and adherence to regulations undergo review by internal auditors and regulatory bodies, where applicable. Departmental and business heads are responsible for evaluating policies, and their approval is sought by the management or board								

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

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	Percentage of persons in respective category covered by the awareness programmes
Board of directors	3	Programme on SEBI (Prohibition of Insider Trading) Regulations and new provisions of SEBI Listing Regulations and amendments in Companies Act.	62.50%
Key Managerial personnel	4	The Leadership Development Program covered talent management, emotional intelligence for Functional Heads, Unit Heads, and HODs. It also focused on strengthening leadership effectiveness by enhancing people management capabilities, enabling better handling of organisational change, and building emotional resilience in dynamic work environments. The training strengthened leadership capability, improved communication and collaboration, and promoted initiatives such as regular team engagement, skill development, and wellness practices. It also reinforced accountability, professionalism, and emotional intelligence, contributing to a more efficient and collaborative work environment .	100.00%

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	Percentage of persons in respective category covered by the awareness programmes
Employees other than BoD and KMPs	74	The training covered key areas relevant to technical operations. The training focused on strengthening technical, operational, and safety competencies across sugar and distillery operations. It covered key process areas such as plant operations, process control systems, utilities, and effluent management, aimed at improving operational efficiency and reliability. Maintenance-related aspects supported better equipment performance and reduced downtime through improved understanding of critical systems. A strong emphasis was placed on safety management, including safe operating practices, hazard awareness, and compliance with established safety protocols. Digital tools were also included to enhance data handling and operational reporting. Overall, the training enhanced technical capability, improved operational discipline, and reinforced safety compliance across plant operations, process efficiency, and safety in sugar and distillery operations.	88.65%
Workers	55	The training covered key areas of plant operations, process control, and maintenance across sugar and distillery functions, including boiler operations, fermentation, distillation, evaporation, utilities, and effluent management systems, aimed at improving operational efficiency and process reliability. It also strengthened understanding of automation and control systems such as DCS and PLC, along with critical maintenance practices for improving equipment performance and reducing breakdowns. A strong focus was placed on safety and compliance through modules on electrical safety, fire safety, LOTO, work permit systems, and hazard awareness, ensuring safer workplace practices and reduced operational risks. Environmental and sustainability aspects such as ZLD, air pollution control, and water conservation enhanced awareness of responsible and compliant operations. Overall, the training strengthened technical competence, improved safety consciousness, and enhanced operational discipline across plant functions, contributing to more efficient and reliable operations.	23.17%

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

Category	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	-	-	0	-	-
Settlement	-	-	0	-	-
Compounding fee	-	-	0	-	-

Non-Monetary

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

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.

S. No.	Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
1	N.A.	N.A.

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.

Yes, the organization firmly upholds the principles of ethics, transparency, and accountability as the basis of its business operations. This commitment is exemplified through the adoption of essential codes and policies, including the "Code of Conduct for Directors and Senior Management," the "Code of Fair Disclosure," and the "Vigil Mechanism Policy." These guidelines are binding not only on directors and employees but also extend to vendors, suppliers, distributors, and other critical business associates. By adhering to these standards, the company fosters a culture of integrity and responsible conduct. These documents are available on the website of the Company at: https://www.bajajhindusthan.com/investorcorner-policies.php

- Code of Conduct
- BHSL - Code of Fair disclosure of UPSI
- BHSL-Policy on Vigil Mechanism

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

Category	Current Financial Year	Previous Financial Year
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

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

Category	Current Financial Year		Previous Financial Year	
	Number - 2025-26	Remarks - 2025-26	Number - 2024-25	Remarks - 2024-25
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	0	0	0
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	0	0	0

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

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

Particulars	Current Financial Year	Previous Financial Year
Number of days of accounts payables	264	270

9. Open-ness of business - Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY2025-26	FY2024-25
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	0.00%	0.00%
	b. Number of trading houses where purchases are made from	0	0
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	0.00%	0.00%
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	86.37%	82.11%
	b. Number of dealers / distributors to whom sales are made	34	29
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	71.42%	68.86%
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	0.04%	0.04%
	b. Sales (Sales to related parties / Total Sales)	0.12%	0.11%
	c. Loans & advances (to related parties / total loans & advances)	0.00%	0.00%
	d. Investments (in related parties / total investments)	0.00%	0.00%

Leadership Indicators

1. **Awareness programmes conducted for value chain partners on any of the Principles during the financial year:**

S. No.	Total number of awareness programmes held	Topics / principles covered under the training	% of value chain partners covered (by value of business done with such partners) under the awareness programmes
1	0	NA	0.00%

2. **Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.**

   Yes, the Company maintains a robust code of conduct to guide the behaviour of its directors, senior management, and independent directors. In adherence to this code, directors are expected to uphold their independence rigorously. If any circumstances arise that compromise an official's independence, directors are obligated to promptly inform the board of directors. Transparency and timely disclosure are essential to maintaining the highest standards of corporate governance. Additionally, directors play a pivotal role in ensuring the company adheres to best corporate governance practices. Their active participation in implementing these practices contributes to the company's overall integrity and success. This code underscores the commitment to ethical conduct, transparency, and accountability, fostering a culture of trust and responsibility within the organization. All parties are expected to uphold these principles in their professional capacities.

   - Code of Conduct for Directors and Senior Management
   - Code of Conduct for Independent Directors

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	Current Financial Year	Previous Financial Year	Details of improvements in environmental and social impacts
R&D	0.00%	0.00%	-
Capex	0.00%	0.00%	-

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

   Yes

   b. **If yes, what percentage of inputs were sourced sustainably?**

   90%

   Remarks: Sugarcane forms about 90% of the Company's total inputs and is predominantly sourced from local farmers, reflecting a strong reliance on and linkage with the regional agricultural supply base.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life for the following:**

Category	Description
(a) Plastics (including packaging)	NA
(b) E-waste	NA
(c) Hazardous waste	NA
(d) Other waste	NA

Remark: As a sugar and ethanol manufacturing company, our products are entirely consumed within end-use applications such as food processing, fuel blending, and agriculture. Given the nature of these consumables, no materials are returned post-use, and end-of-life reclamation processes are not applicable to our operations.

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, The Company adheres to Extended Producer Responsibility (EPR) guidelines, which apply to its operations. Specifically, for Plastic Waste Management, the organization collaborates with a third-party service provider. The waste collection plan aligns seamlessly with the EPR plan submitted to the Central Pollution Control Board. Notably, the company has successfully achieved the EPR target assigned for Plastic Waste Management in the fiscal year 2025-26, as stipulated by the Central Pollution Control Board.

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

S. No.	NIC Code	Name of Product /Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
1	NA					

Remarks: NA

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

S. No.	Name of Product / Service	Description of the risk / concern	Action Taken
1	NA		

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

S. No.	Indicate input material	Recycled or re-used input material to total material	
		FY2025-26	FY2024-25
1	Molasses	80.00%	80.00%
2	Bagasse	85.00%	80.00%
3	Press mud	85.00%	80.00%

4. Of the products and packaging reclaimed at end of life of products, disclose the amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY2025-26			FY2024-25		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	0	1628.89	2443.33	0	1312.8	3063.2
E-waste	0	0	0	0	0	0
Hazardous waste	0	0	0	0	0	0
Other waste	0	0	0	0	0	0

Remarks: The Company's products are consumables used in food processing, fuel blending, and agriculture; therefore, post-use material recovery is not applicable. However, as required under EPR regulations, the Company ensures collection and processing of the prescribed quantity of plastic waste. Details of plastic waste generated and managed are provided above.

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

S. No.	Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
1	NA	

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	1715	26	1.52%	135	7.87%	0	0.00%	0	0.00%	0	0.00%
Female	7	2	28.57%	0	0.00%	7	100.00%	0	0.00%	0	0.00%
Total	**1722**	**28**	**1.63%**	**135**	**7.84%**	**7**	**100.00%**	**0**	**0.00%**	**0**	**0.00%**
Other than Permanent employees											
Male	75	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Female	1	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	**76**	**0**	**0.00%**	**0**	**0.00%**	**0**	**0.00%**	**0**	**0.00%**	**0**	**0.00%**

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

Category	% of workers covered by										
	Total (A)	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	1106	1030	93.13%	1030	93.13%	0	0.00%	0	0.00%	0	0.00%
Female	1	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	**1107**	**1030**	**93.04%**	**1030**	**93.04%**	**0**	**0.00%**	**0**	**0.00%**	**0**	**0.00%**
Other than Permanent workers											
Male	4241	4131	97.41%	4131	97.41%	0	0.00%	0	0.00%	0	0.00%
Female	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	**4241**	**4131**	**97.41%**	**4131**	**97.41%**	**0**	**0.00%**	**0**	**0.00%**	**0**	**0.00%**

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

Particulars	Current Financial Year	Previous Financial Year
Cost incurred on wellbeing measures as a % of total revenue of the company	0.03%	0.03%

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

Benefits	No. of employees covered as a % of total employees. (CY)	No. of workers covered as a % of total workers. (CY)	Deducted and deposited with the authority (Y/N/N.A.). (CY)	No. of employees covered as a % of total employees. (PY)	No. of workers covered as a % of total workers. (PY)	Deducted and deposited with the authority (Y/N/N.A.). (PY)
PF	95.88%	99.79%	Y	96.25%	99.39%	Y
Gratuity	95.77%	94.04%	Y	96.20%	94.50%	Y
ESI	0.00%	0.00%	N	0.00%	0.00%	N
Others - Superannuation Policy	0.22%	0.00%	Y	0.28%	0.00%	Y

3. Are the premises / offices of the entity accessible to differently-abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Yes

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.

No, Not Available

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

	Permanent employees		Permanent workers	
Gender	**Return to work rate**	**Retention rate**	**Return to work rate**	**Retention rate**
Male	0.00	0.00	0.00	0.00
Female	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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.

Category	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, The Company follows a structured and hierarchical grievance redressal mechanism to ensure fair and effective resolution. Employees and workers are encouraged to first raise their concerns with their respective Unit HR Head. If the matter remains unresolved, it may be escalated to the Zonal HR Coordinator. Should further intervention be necessary, the issue can be brought to the attention of the Company's HR Head. This multi-tiered approach reinforces accountability and ensures that grievances are addressed in a timely and responsible manner.
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	FY2025-26			FY2024-25		
	Total employees / workers in respective category (A)	**No. of employees / workers in respective category, who are part of association(s) or Union (B)**	**% (B / A)**	**Total employees / workers in respective category (C)**	**No.of employees / workers in respective category, who are part of association(s)or Union (D)**	**% (D / C)**
Total Permanent Employees	**1722**	**0**	**0.00%**	**1720**	**0**	**0.00%**
Male	1715	0	0.00%	1714	0	0.00%
Female	7	0	0.00%	6	0	0.00%
Total Permanent Workers	**1107**	**732**	**66.12%**	**1099**	**520**	**47.32%**
Male	1106	732	66.18%	1099	520	47.32%
Female	1	0	0.00%	0	0	0.00%

8. Details of training given to employees and workers:

Category	FY2025-26					FY2024-25				
	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	1790	664	37.09%	927	51.79%	1780	424	23.82%	1109	62.30%
Female	8	0	0.00%	3	37.50%	8	0	0.00%	0	0.00%
Total	**1798**	**664**	**36.93%**	**930**	**51.72%**	**1788**	**424**	**23.71%**	**1109**	62.02%
Workers										
Male	5347	375	7.01%	864	16.16%	5401	325	6.02%	967	17.90%
Female	1	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Total	**5348**	**375**	**7.01%**	**864**	**16.16%**	**5401**	**325**	**6.02%**	**967**	**17.90%**

9. Details of performance and career development reviews of employees and workers:

Category	FY2025-26			FY2024-25		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	1790	1589	88.77%	1780	1570	88.20%
Female	8	7	87.50%	8	5	62.50%
Total	**1798**	**1596**	**88.77%**	**1788**	**1575**	**88.09%**
Workers						
Male	5347	5140	96.13%	5401	5230	96.83%
Female	1	0	0.00%	0	0	0.00%
Total	**5348**	**5140**	**96.11%**	**5401**	**5230**	**96.83%**

10. a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, the Company has implemented an Occupational Health and Safety Management System covering all employees and contractual workers, including personnel engaged through outsourced activities such as transportation of raw materials and finished goods. Safety manuals and standard operating procedures are in place, and regular training is conducted for relevant personnel. The facilities are equipped with appropriate safety and protection systems, and periodic mock drills are conducted to assess preparedness and strengthen the effectiveness of emergency response mechanisms.

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

The company employs a systematic approach to identify work-related hazards. This process involves utilizing tools such as Hazard Identification and Risk Analysis (HIRA) and Job Safety Analysis (JSA). In addition, periodic safety audits and inspections conducted by internal cross-functional teams and external agencies help identify potential risks and ensure the effectiveness of existing control measures.

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

Yes. The Company has established mechanisms for workers to report work-related hazards through supervisors, safety officers, and formal reporting channels such as suggestion boxes. Workers are encouraged to immediately report unsafe conditions and, where necessary, remove themselves from situations that pose an imminent risk to their health or safety until appropriate corrective actions are taken.

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

Yes, the Company ensures that all employees and workers have access to non-occupational medical and healthcare services.

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

Safety Incident/Number	Category	FY2025-26	FY2024-25
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0.27	0.00
	Workers	0.00	0.10
Total recordable work-related injuries	Employees	1	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	1
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0
Number of Permanent Disabilities	Employees	0	0
	Workers	0	0

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

The Company operates under a Board-approved Safety, Health, and Environment (SHE) Policy, which forms the foundation of its commitment to a safe and inclusive workplace. In alignment with this policy, the following key initiatives are implemented:

Fair Compensation: Ensuring timely payment of living wages to meet employees' basic needs and economic security.

Safe Environment: Providing a workplace that prioritizes safety and hygiene, upholding the dignity of all employees.

Continuous Learning: Facilitating skill and competence development through equal and nondiscriminatory access to learning opportunities.

Harassment-Free Workplace: Establishing systems and practices that promote a harassment-free environment, allowing employees to discharge their responsibilities with confidence

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

	FY2025-26			FY2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	NA	0	0	NA
Health & Safety	0	0	NA	0	0	NA

14. Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100.00%
Working Conditions	100.00%

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.

Not Applicable, as no such instances were recorded during the financial year.

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).

Employees: Yes

Workers: Yes

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

The entity ensures that statutory dues have been duly deducted and deposited by its value chain partners through a systematic verification process.

Monthly Compliance Verification: With every month's billing, the entity mandates the submission of statutory compliance documents, including challans and payment confirmations for the previous month.

Document Scrutiny: These submitted challans and payment confirmations are thoroughly verified to ensure that the statutory deductions have been correctly made and deposited as per regulatory requirements.

Compliance Assurance: Only after successful verification of these statutory compliance documents does the entity proceed with the processing of payments, ensuring adherence to all legal obligations.

This structured approach enables the entity to maintain transparency and compliance with statutory regulations across its value chain.

3. Provide the number of employees or workers having suffered high consequence work-related injury / ill-health / fatalities (as reported in EI-11 above), who have been are 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	
	FY2025-26	FY2024-25	FY2025-26	FY2024-25
Employees	0	0	0	0
Workers	0	0	0	0

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

No

5. Details on assessment of value chain partners:

Category	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	0.00%
Working Conditions	0.00%

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

No such assessment was undertaken in the financial year.

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.

The Company identifies its key stakeholder groups based on their contribution across the business value chain. These include internal stakeholders such as employees and leadership, as well as external stakeholders comprising regulators, investors, customers, suppliers, and the local community.

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

S. No.	Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement
1	Employee	No	Email, Notice Boards, Intranet	Regularly	Talent Management, new opportunities, instructions
2	Community	Yes	Committee Meetings, Pamphlets	Regularly	Need assessments
3	Suppliers	No	Email, Website	Regularly	Query redressal
4	Shareholders	No	Emails, Website, Newspapers	Quarterly	Business performance updates, announcements, etc.

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

The Company prioritizes regular engagement with key stakeholders, proactively sharing strategic updates and performance insights. Through ongoing communication and feedback-seeking, alignment of expectations is ensured. Additionally, the board receives timely updates on relevant developments, actively seeking their valuable input and feedback.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

   Yes. The Company ensures that stakeholder inputs are carefully considered and seamlessly integrated into relevant processes and policies.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

   The Company engages with vulnerable and marginalized stakeholder groups, particularly small and marginal cane growers, through structured development initiatives. These engagements focus on providing guidance on sustainable agricultural practices, including soil health management, water conservation, and improving crop productivity. Through these initiatives, the Company supports capacity building of farmers to enhance resource efficiency and promote sustainable land use practices.

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	FY2025-26			FY2024-25		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total(C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	1722	0	0.00%	1720	0	0.00%
Other than permanent	76	0	0.00%	68	0	0.00%
Total Employees	1798	0	0.00%	1788	0	0.00%
Workers						
Permanent	1107	0	0.00%	1099	0	0.00%
Other than permanent	4241	0	0.00%	4302	0	0.00%
Total Workers	5348	0	0.00%	5401	0	0.00%

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

Category	FY2025-26					FY2024-25				
	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	1722	0	0.00%	1722	100.00%	1720	0	0.00%	1720	100.00%
Male	1715	0	0.00%	1715	100.00%	1714	0	0.00%	1714	100.00%
Female	7	0	0.00%	7	100.00%	6	0	0.00%	6	100.00%
Other than Permanent	76	0	0.00%	76	100.00%	68	0	0.00%	68	100.00%
Male	75	0	0.00%	75	100.00%	66	0	0.00%	66	100.00%
Female	1	0	0.00%	1	100.00%	2	0	0.00%	2	100.00%
Workers										
Permanent	1107	0	0.00%	1107	100.00%	1099	0	0.00%	1099	100.00%
Male	1106	0	0.00%	1106	100.00%	1099	0	0.00%	1099	100.00%
Female	1	0	0.00%	1	100.00%	0	0	0.00%	0	0.00%

Category	FY2025-26					FY2024-25				
	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)
Other than Permanent	4241	0	0.00%	4241	100.00%	4302	0	0.00%	4302	100.00%
Male	4241	0	0.00%	4241	100.00%	4302	0	0.00%	4302	100.00%
Female	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%

3. a. Details of remuneration/salary/wages, in the following format: Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	6	418000	1	609000
Key Managerial Personnel	3	11686826	0	0
Employees other than BoD and KMP	1787	729696	8	705972
Workers	5347	416916	1	380964

b. Provide information on Gross wages paid to females by the entity, in the following format:

Particulars	Current Financial Year	Previous Financial Year
Gross wages paid to females as % of total wages	0.23%	0.19%

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

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

The Company has established internal mechanisms to address grievances related to human rights issues across all locations. An Internal Complaints Committee (ICC) is in place to handle matters including prevention of sexual harassment (POSH), ensuring timely review and resolution of complaints. In addition, employees may report other human rights concerns through the Unit HR Head or Zonal HR Coordinator. All reported cases are reviewed in a structured manner, and appropriate corrective and disciplinary actions are taken where required.

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

	FY2025-26			FY2024-25		
	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	0	0	-	0	0	-
Discrimination at workplace	0	0	-	0	0	-
Child Labour	0	0	-	0	0	-
Forced Labour/ Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

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

Particulars	Current Financial Year	Previous Financial Year
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees / workers	0.00%	0.00%
Complaints on POSH upheld	0	0

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

   A structured grievance redressal mechanism is in place to handle cases of discrimination and harassment, ensuring strict confidentiality throughout the process and minimising stress for all parties involved. A defined escalation hierarchy, including Unit HR Head, Zonal HR Coordinator, and HR Head, supports timely and impartial resolution of complaints. These safeguards are designed to prevent any adverse consequences to the complainant during investigation and resolution.

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

   No

10. **Assessments for the year:**

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	0.00%
Forced/involuntary labour	Although no formal assessment was undertaken during the reporting period, the Company has put in place preventive measures to ensure compliance with key social safeguards, including prohibition of child labour and forced labour, prevention of discrimination, and adherence to applicable wage-related provisions across its operations.
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

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

    No

Leadership Indicators

1. **Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

   The organization demonstrates a strong commitment to upholding human rights by promptly addressing all complaints and taking decisive actions to prevent further violations. This approach fosters an environment of respect and accountability throughout the entire organization. In cases related to human rights, employees are encouraged to first contact their Unit HR Head, followed by the Zonal HR Coordinator (1st escalation point), and ultimately the HR Head (Final escalation point).

2. **Details of the scope and coverage of any human rights due-diligence conducted.**

   No

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

   Yes

4. Details on assessment of value chain partners:

Category	% of value chain partners (by value of business done with such partners) that were assessed
Sexual harassment	0.00%
Discrimination at workplace	0.00%
Child labour	0.00%
Forced/involuntary labour	0.00%
Wages	0.00%
Others – please specify	-

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at LI-4 above.

No such assessment was undertaken in the financial year.

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 2025-26	FY 2024-25
From renewable sources		
Total electricity consumption (A)	0	0
Total fuel consumption (B)	13696506.746	15980175.39
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources (A+B+C)	13696506.746	15980175.39
From non-renewable sources		
Total electricity consumption (D)	63648.885	84420.228
Total fuel consumption (E)	8612.821	13558.140
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F)	72261.71	97978.37
Total energy consumed (A+B+C+D+E+F)	13768768.45	16078153.76
Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees)	2540.28 GJ / Crore	2901.01 GJ / Crore
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	52430.48 GJ / Crore USD	59934.97 GJ / Crore USD
Energy intensity in terms of physical output	12.99 GJ / MT MT of Sugar produced	13.51 GJ / MT of Sugar produced
Energy intensity (optional) – the relevant metric may be selected by the entity	131.23 / KL of Industrial Alcohol Production	149.21/ KL of Industrial Alcohol Production

1. **Indicate if any independent assessment/evaluation/assurance for energy has been conducted by an external agency. If Yes, provide the name of the agency:**

   All operational units were assessed by our sister concern, Bajaj Energy Limited, as part of our continued commitment to upholding high standards of operational performance

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.**

   Not applicable. None of BHSL's manufacturing units or facilities are classified as Designated Consumers under the Perform, Achieve and Trade (PAT) Scheme of the Government of India; therefore, the provisions of the PAT Scheme are not applicable to the Company's operations.

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

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water	0.00	0.00
(ii) Groundwater	1955619.50	1891792.63
(iii) Third party water	0.00	0.00
(iv) Seawater / desalinated water	0.00	0.00
(v) Others	0.00	0.00
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	1955619.50	1891792.63
Total volume of water consumption (in kilolitres)	1955619.50	1891792.63
Water intensity per rupee of turnover (Water consumed / turnover)	360.80 KL / Crore	341.34 KL/ Crore
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	7446.86 KL / Crore USD	7052.09 KL / Crore USD
Water intensity in terms of physical output	1.84 KL / MT of Sugar produced	1.59 KL / MT of Sugar produced
Water intensity (optional) – the relevant metric may be selected by the entity. KL / KL of Industrial Alcohol Production	18.64 KL/KL of Industrial Alcohol Production	17.56 KL/KL of Industrial Alcohol Production

3. **Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. -**

   Yes. Federation of Indian Chambers of Commerce & Industry (FICCI)

4. **Provide the following details related to water discharged**

Parameter	FY2025-26	FY2024-25
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	0.00	0.00
With treatment – please specify level of treatment	0.00	0.00

Parameter		FY2025-26	FY2024-25
(ii)	To Groundwater		
	- No treatment	0.00	0.00
	With treatment – please specify level of treatment	0.00	0.00
(iii)	To Seawater		
	- No treatment	0.00	0.00
	With treatment – please specify level of treatment	0.00	0.00
(iv)	Sent to third-parties		
	- No treatment	0.00	0.00
	With treatment – please specify level of treatment	0.00	0.00
(v)	Others		
	- No treatment	0.00	0.00
	With treatment – please specify level of treatment	1417579 ETP Treatment	1430705 ETP Treatment
Total water discharged (in kilolitres)		1417579.00	1430705

Remark: At BHSL, a significant portion of process water is derived from the natural moisture content of sugarcane, which accounts for nearly 70% of its mass. During processing, this moisture is released as water, resulting in total water discharge being higher than the volume of fresh water withdrawn. This effectively offsets the need for additional freshwater intake.

4. Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. -

Yes. Federation of Indian Chambers of Commerce & Industry (FICCI)

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

Yes. BHSL has implemented a Zero Liquid Discharge (ZLD) system across its distillery and sugar manufacturing units in compliance with the MoEF&CC notification GSR 35(E) dated 14 January 2016. The system is supported by advanced treatment infrastructure, including Multi-Effect Evaporators (MEE) and Condensate Polishing Units (CPU).

MEE is used to concentrate high-strength effluents such as spent wash, which is further utilized in slop-fired boilers along with bagasse. CPUs, equipped with reverse osmosis and UV treatment, enable purification and reuse of condensates and other treated streams within the plant.

The treated water is reused across multiple operational areas, including horticultural irrigation, ferti-irrigation for agricultural fields, dust suppression in cane handling and vehicle movement areas, cooling tower make-up, fermentation processes, boiler and process make-up water, and molasses dilution after appropriate treatment. The system operates as a near closed-loop water management framework, significantly reducing freshwater dependency and liquid discharge.

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

Parameter	Please specify unit	Current Financial Year	Previous Financial Year
NOx	-	-	-
SOx	-	-	-
Particulate matter (PM)	mg/Mm3	53.163	55.082
Persistent organic pollutants (POP)	-	-	-
Volatile organic compounds (VOC)	-	-	-
Hazardous air pollutants (HAP)	-	-	-
Others – please specify in the remark section	-	-	-

6. Indicate if any independent assessment/evaluation/assurance for Air emissions has been conducted by an external agency. If Yes, provide the name of the agency:

Yes. Air emission assessment was carried by NABL & MoEF&CC approved laboratories like ITS (Testing Laboratory Private Limited), Noida Testing Laboratory.

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

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	TCO_2e	26659.621	31363.082
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	TCO_2e	12552.975	16790.245
Total Scope 1 and Scope 2 emission intensity per rupee of turnover	TCO_2e / Crore	7.23	8.69
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)	TCO_2e / Crore USD	149.32	179.5024
Total Scope 1 and Scope 2 emission intensity in terms of physical output	TCO_2e / MT of Sugar produced	0.04	0.04
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	TCO_2e / KL of Industrial Alcohol Production	0.37	0.45

7. Indicate if any independent assessment/evaluation/assurance for GHG Emissions (Scope 1 and 2) has been conducted by an external agency. If Yes, provide the name of the agency: -

No

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

Yes. BHSL has implemented multiple initiatives aimed at reducing greenhouse gas (GHG) emissions through energy efficiency improvements, renewable energy integration, and carbon sequestration measures.

A key initiative includes bagasse-based cogeneration, where bagasse, a by-product of sugar manufacturing, along with slop (concentrated spent wash), is used as a renewable fuel for in-house power generation, significantly reducing dependence on fossil fuels and lowering associated emissions. Currently, more than 95% of the Company's energy mix is derived from renewable sources.

Energy optimisation measures such as installation of Variable Frequency Drives (VFDs) at distillery units improve motor efficiency and reduce overall electricity consumption, thereby lowering indirect emissions. The Company also undertakes systematic energy conservation by identifying and addressing major emission sources across operations.

In addition, BHSL has developed extensive green belt areas across its manufacturing locations, covering approximately 33% of the total operational area. Plantation initiatives, including the Miyawaki method, are being implemented to enhance green cover, promote native species growth, and improve carbon sequestration.

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY2025-26	FY2024-25
Total Waste generated (in metric tonnes)		
Plastic waste (A)	4072.22	4376.00
E-waste(B)	0.4800	17.10
Bio-medical waste (C)	0	0
Construction and demolition waste (D)	0	0
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other Hazardous waste.Please specify, if any. (G)	10.6690	9.23
Other Non-hazardous waste generated (H). Please specify, if any.(Break-up by composition i.e. by materials relevant to the sector)	0.2350	0.00
Total (A + B + C + D + E + F + G + H)	4083.314	4402.32
Waste intensity per rupee of turnover (Total Waste Generated / Revenue from operations)	0.7534 MT / Crore	0.7943 MT / Crore
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Waste Generated / Revenue from operations adjusted for PPP)	15.5501 MT / Crore	16.41 MT / Crore USD
Waste intensity in terms of physical output (Total Waste Generated / Physical Output)	0.0039 MT / MT	0.0037 MT / MT of Sugar produced
Waste intensity (optional) the relevant metric may be selected by the entity	0.0389 MT / KL of Industrial Alcohol Production	0.0409 MT / KL of Industrial Alcohol Production
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste - Plastic		
(i)Recycled	1628.89	1312.80
(ii)Re-used	0	0
(iii)Other recovery operations	0	0
Total Plastic Waste Recycled, Re-used and other recovery operations	1628.89	1312.80
Category of waste - E-Waste		
(i)Recycled	0.3080	15.63
(ii)Re-used	0	0
(iii)Other recovery operations	0	0
Total E-Waste Recycled, Re-used and other recovery operations	0.3080	15.63
Category of waste - Bio-medical waste		
(i)Recycled	0	0
(ii)Re-used	0	0
(iii)Other recovery operations	0	0
Total Bio-medical Waste Recycled, Re-used and other recovery operations	0.0000	0.0000

Parameter	FY2025-26	FY2024-25
Category of waste - Construction and demolition waste		
(i)Recycled	0	0
(ii)Re-used	0	0
(iii)Other recovery operations	0	0
Total Construction Waste Recycled, Re-used and other recovery operations	0.0000	0.0000
Category of waste - Battery waste		
(i)Recycled	0	0
(ii)Re-used	0	0
(iii)Other recovery operations	0	0
Total Battery Waste Recycled, Re-used and other recovery operations	0.0000	0.0000
Category of waste - Radioactive waste		
(i)Recycled	0	0
(ii)Re-used	0	0
(iii)Other recovery operations	0	0
Total Radioactive Waste Recycled, Re-used and other recovery operations	0.0000	0.0000
Category of waste - Other Hazardous waste		
(i)Recycled	0.9400	0
(ii)Re-used	0	0
(iii)Other recovery operations	0	0
Total Other Hazardous Waste Recycled, Re-used and other recovery operations	0.9400	0.0000
Category of waste - Other Non-Hazardous waste		
(i)Recycled	0	0
(ii)Re-used	0	0
(iii)Other recovery operations	0	0
Total Other Non-hazardous Waste Recycled, Re-used and other recovery operations	0.0000	0.0000
Total	**1630.1200**	**1328.426**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste - Plastic		
(i)Incineration	0	0
(ii)Landfilling	0	0
(iii)Other disposal operations	2443.33	3063.2
Total Plastic Waste Incineration, Landfilling and other disposal operations	2443.33	3063.2

Parameter	FY2025-26	FY2024-25
Category of waste - E-Waste		
(i)Incineration	0	0
(ii)Landfilling	0	0
(iii)Other disposal operations	0	1.47
Total E-waste Waste Incineration, Landfilling and other disposal operations	0.0000	1.47
Category of waste - Bio-medical Waste		
(i)Incineration	0	0
(ii)Landfilling	0	0
(iii)Other disposal operations	0	0
Total Bio-medical Waste Incineration, Landfilling and other disposal operations	0.0000	0.0000
Category of waste - Construction and demolition waste		
(i)Incineration	0	0
(ii)Landfilling	0	0
(iii)Other disposal operations	0	0
Total Construction Waste Incineration, Landfilling and other disposal operations	0.0000	0.0000
Category of waste - Battery		
(i)Incineration	0	0
(ii)Landfilling	0	0
(iii)Other disposal operations	0	0
Total Battery Waste Incineration, Landfilling and Other disposal operations	0.0000	0.0000
Category of waste - Radioactive		
(i)Incineration	0	0
(ii)Landfilling	0	0
(iii)Other disposal operations	0	0
Total Radioactive Waste Incineration, Landfilling and Other disposal operations	0.0000	0.0000
Category of waste - Other Hazardous waste. Please specify, if any		
(i)Incineration	9.6160	9.23
(ii)Landfilling	0	0
(iii)Other disposal operations	0	0
Total Other Hazardous Waste Incineration, Landfilling and Other disposal operations	9.6160	9.23
Category of waste - Other Non-hazardous waste generated		
(i)Incineration	0	0
(ii)Landfilling	0	0
(iii)Other disposal operations	0.2350	0
Total Other Non-hazardous Waste Incineration, Landfilling and Other disposal operations	0.2350	0
Total	2453.0990	3073.899

9. Indicate if any independent assessment/evaluation/assurance for Waste has been conducted by an external agency. If Yes, provide the name of the agency:

No

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.

BHSL is committed to efficient resource utilisation and sustainable waste management across its sugar manufacturing and distillery operations. By-products and process residues generated during manufacturing are effectively utilised for value creation, including use as fertilizers, biogas generation, and support for green power production, thereby promoting circularity and reducing waste generation.

Hazardous wastes such as used lubricant oils are systematically managed by segregation based on viscosity and stored in appropriate containers such as MS/HDPE drums. These wastes are disposed of only through authorised Treatment, Storage and Disposal Facilities (TSDF) in compliance with CPCB consent and hazardous waste management regulations. In certain cases, co-processing/ incineration is also undertaken in approved facilities as per regulatory guidelines.

In line with Extended Producer Responsibility (EPR) requirements, the Company ensures responsible collection and disposal of plastic waste through authorised channels. End-of-life electrical and electronic equipment is handed over to certified recyclers for environmentally sound processing.

The Company adopts process discipline and operational controls to minimise the use of hazardous and toxic substances wherever feasible, and ensures safe handling, storage, and disposal of such materials wherever their use is unavoidable. Overall, BHSL's waste management strategy focuses on reduction, reuse, recycling, and compliant disposal, aimed at minimising environmental impact and supporting sustainable 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.
1	NA		

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

S. No.	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
1	Bajaj Hindusthan Sugar Limited – Unit Locations: 1. Kinauni, Meerut 2. Kamberkheda, Lakhimpur Kheri 3. Barkhera, Pilibhit 4. Kundarki, Gonda 5. Rudhauli, Basti 6. Bilai, Bijnor 7. Gola, Lakhimpur Kheri	2006	2023-24 & 2024-25	Yes	Yes	https://parivesh.nic.in

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
1	NA			

Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

(i) Name of the area

- Gangnauli Distillery Unit, Saharanpur
- Budhana Sugar Unit, Muzaffarnagar
- Gangnauli Sugar Unit, Saharanpur

(ii) Nature of operations

- Sugar Production
- Sugar Production
- Ethanol Production

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water	0.00	0.00
(ii)Groundwater	206398	209375
(iii)Third party water	0.00	0.00
(iv)Seawater / desalinated water	0.00	0.00
(v) Others	0.00	0.00
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	206398	209375
Total volume of water consumption (in kilolitres)	206398	209375
Water intensity per rupee of turnover (Water consumed / turnover)	38.08 KL / Crore	37.77 KL/ Crore
Water intensity (optional) – the relevant metric may be selected by the entity. KL / KL of Industrial Alcohol Production	1.96 KL/KL of Industrial Alcohol Production	1.94 KL/KL of Industrial Alcohol Production
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	0.00	0.00
With treatment – please specify level of treatment	0.00	0.00
(ii) To Groundwater		
- No treatment	0.00	0.00
With treatment – please specify level of treatment	0.00	0.00
(iii) To Seawater		
- No treatment	0.00	0.00

Parameter	FY 2025-26	FY 2024-25
With treatment – please specify level of treatment	0.00	0.00
(iv)Sent to third-parties		
- No treatment	0.00	0.00
With treatment – please specify level of treatment	0.00	0.00
(v)Others		
- No treatment	0.00	0.00
With treatment – please specify level of treatment	1417579 Tertiary Treatment	204336 Tertiary treatment
Total water discharged (in kilolitres)	179485.00	204336

1. **Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

   Yes. Federation of Indian Chambers of Commerce & Industry.

2. **Please provide details of total Scope 3 emissions (MTCO2E) & its intensity, in the following format:**

Parameter	FY 2025-26	FY 2024-25
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	-	-
Total Scope 3 emissions per rupee of turnover	TCO2e / Crore	TCO2e / Crore
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	TCO2e / KL	TCO2e / KL

3. **Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. -**

   No

4. **With respect to the ecologically sensitive areas reported at EI-11 above, provide details of the significant direct & indirect impact of the entity on biodiversity in such areas along with prevention and remediation activities.**

   Not applicable, as BHSL does not have any operational activities in ecologically sensitive areas.

5. **If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

S. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Installation of Wet Scrubbers and Electrostatic Precipitators (ESPs) on Boilers	Air pollution control devices such as wet scrubbers and ESPs have been installed across all boilers	Enabled sustained compliance with emission norms and reduced particulate matter emissions.
2	Dense plantation to control fugitive emissions	Dense green belt development is maintained across more than 33% of the site area	Improved green cover and helped in mitigation of fugitive dust emissions, thereby supporting ambient air quality management.

S. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
3	Wastewater recycling and reuse measures	The 3R (Reduce, Reuse, Recycle) framework is implemented across all sugar and distillery units	Resulted in improved water use efficiency and reduced freshwater dependency.
4	Utilisation of ETP outlet water for irrigation	Treated effluent is supplied to farmers through irrigation pipelines in line with the irrigation management plan	Supported agricultural sustainability while reducing direct liquid discharge.
5	Cooling and reuse of hot condensate	Cooling towers are installed to recover and reuse condensate in process applications	Reduced groundwater extraction and improved thermal water recovery efficiency.
6	Construction of pits for gland cooling water collection	Dedicated collection pits with smooth lining and pumping systems have been developed for recovery of gland cooling water	Reduced hydraulic load on ETP and improved internal water circulation efficiency.
7	Collection of evaporator wash water	Controlled collection systems are used for wash water generated during evaporator tube cleaning	Prevented shock loading on ETP and ensured regulated effluent flow management.
8	Use of cooled condensate for equipment cleaning	Cooled condensate is reused in cleaning applications instead of fresh water	Reduced raw water consumption and supported closed-loop water management.
9	Separate cooling towers for turbine and mill bearings	Dedicated cooling systems are installed for critical equipment	Improved cooling efficiency and reduced dependence on fresh water.
10	Use of cooling tower water for hydraulic testing	Cooling tower water is utilised for hydraulic testing operations	Reduced additional water demand and supported conservation efforts.
11	Recycling of SO_2 gas cooler water	SO_2 gas cooler water is continuously recycled through cooling systems	Enhanced process water efficiency and supported reuse targets.
12	Use of Hydro Jet Machine for Tube Cleaning	Hydro jet machines are employed for efficient tube cleaning.	Optimised water consumption during maintenance activities.
13	Utilization of Treated Sugar Plant Water for Crop Irrigation	Treated water is diverted for irrigation instead of direct discharge.	Supported agricultural sustainability while reducing the direct environmental discharge footprint.

6. Does the entity have a business continuity and disaster management plan? If yes, please give details in 100 words or input web link.

Yes, BHSL maintains a Business Continuity and Disaster Management Plan to ensure safe and uninterrupted operations during emergencies such as fire, explosion, chemical spills, natural disasters, power failure, equipment breakdown, and industrial accidents.

Emergency Response Teams are trained and equipped to manage incidents effectively. Critical utilities, communication systems, and firefighting infrastructure are regularly inspected and maintained. Backup arrangements for power, water, and data systems are in place to ensure operational continuity.

Periodic risk assessments, mock drills, employee training, and coordination with local authorities

are undertaken to minimise disruptions, reduce potential losses, and enable swift recovery of operations.

7. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

There was no reported adverse impact to the environment arising from the value chain of the company.

8. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

None

9. How many Green Credits have been generated or procured?

a. Generated by the listed entity - 0

b. Procured by the top ten (in terms of value of purchases and sales, respectively) value chain partners - 0

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. 2

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/International)
1	Sugar Technologist Association of India	National
2	All India Distillers Association, Delhi	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.

S. No.	Name of authority	Brief of the case	Corrective action taken
1	Nil		

Remarks: The company, in its commitment to fair business practices, has not received any adverse orders related to anti-competitive conduct from regulatory bodies.

Leadership Indicators

1. Details of public policy positions advocated by the entity:

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board	Web Link, if available
1	Nil				

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 and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
1	Nil					

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 Financial Year (In INR)
1	Nil					

3. Describe the mechanisms to receive and redress grievances of the community.

The Company has established a Stakeholders' Relationship Committee to ensure swift resolution of any grievances or complaints from shareholders and investors. This committee's primary role is to address issues such as share transfers, non-receipt of annual reports, and unpaid dividends. Furthermore, the committee provides guidance on enhancing investor services and fostering stronger relationships with stakeholders.

4. Input material sourced from suppliers (by value):

Category	Current Financial Year	Previous Financial Year
Directly sourced from MSMEs/ small producers	94.00%	90.00%
Sourced directly from within India	100.00%	100.00%

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. (Place to be categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)

Location	Current Financial Year	Previous Financial Year
Rural	92.61%	91.15%
Semi-Urban	0.00%	0.00%
Urban	0.00%	0.00%
Metropolitan	8.39%	8.85%

Leadership Indicators

1. If any Social Impact Assessments have been reported in EI-1, please provide details of actions taken to mitigate any negative social impacts identified:

S. No.	Details of negative social impact identified	Corrective action taken
1	-	-

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In INR)
1	-		

3. a. Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No) -

No, the Company does not have a formal preferential procurement policy; however, it ensures that more than 90% of its raw material requirements are sourced from local, small, and marginal farmers. The procurement process is designed to be non-discriminatory and integrated, thereby supporting inclusive sourcing practices within the supply chain.

b. From which marginalized /vulnerable groups do you procure? - Farmers

c. What percentage of total procurement (by value) does it constitute? – 90%

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
1	Not Applicable	-	-	-

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property-related disputes wherein usage of traditional knowledge is involved.**

S. No.	Name of authority	Brief of the Case	Corrective action taken	Basis of calculating benefit share
1	Not Applicable	-	-	Not Applicable

6. **Details of beneficiaries of CSR Projects:**

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	Not Applicable	-	-

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.**

   Consumer complaints and feedback are received through multiple channels, including email, written communication, telephone calls, and web-based platforms. Each complaint is systematically recorded, acknowledged, and routed to the Sales and Commercial department for timely review and resolution. This structured mechanism ensures prompt response and effective grievance redressal.

2. **Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:**

Category	As a percentage to total turnover
Environmental and social parameters relevant to the product	79% Our product packaging, primarily related to sugar, includes all mandatory disclosures in line with applicable regulatory requirements, including the FSSAI mark. The remaining 21% pertains to ethanol and power generation, which are not distributed in conventional packaged forms and hence are not subject to such labelling requirements
Safe and responsible usage	
Recycling and/or safe disposal	

3. **Number of consumer complaints in respect of the following:**

	FY 2025-26		Remarks	FY 2024-25		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	0	0	-	0	0	-
Advertising	0	0	-	0	0	-
Cyber-security	0	0	-	0	0	-
Delivery of essential services	0	0	-	0	0	-
Restrictive Trade Practices	0	0	-	0	0	-
Unfair Trade Practices	0	0	-	0	0	-
Other	0	0	-	0	0	-

4. **Details of instances of product recalls on account of safety issues:**

Category	Number	Reasons for recall
Voluntary recalls	0	Not Applicable
Forced recalls	0	Not Applicable

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.

   https://www.bajajhindusthan.com/bajajHindustanCMS/uploads/BHSL_Cyber_Security_Policy_10.05.2024.pdf

6. **Provide details of any corrective actions taken or underway on issues relating to any of the following: i. Advertising; ii. Delivery of essential services; iii. Cyber security and data privacy of customers; iv. Re-occurrence of instances of product recalls V. penalty / action taken by regulatory authorities on safety of products / services.**

   No incidents related to the above-mentioned areas were reported during the current financial year.

7. **Provide the following information relating to data breaches:**

   a. Number of instances of data breaches - 0

   b. Percentage of data breaches involving personally identifiable information of customers - 0

   c. Impact, if any, of the data breaches - Nil

Leadership Indicators

1. **Channels/platforms where information on products and services of the entity can be accessed (provide web link, if available).**

   Information on the Company's products and services can be accessed through its official website: https://www.bajajhindusthan.com.

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/ or services.**

   The Company ensures that all statutory and regulatory information relating to safe handling, storage, and consumption is disclosed on product packaging to enable informed and responsible product usage by consumers.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services**

   In the event of any potential risk of disruption or discontinuation of essential services, the Company ensures proactive communication with customers through its marketing and sales teams, enabling timely updates and necessary support to minimise impact.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

   Yes, information as per legal requirements is displayed on the product packages. There was no survey carried out during the financial year.

bajaj SUGAR

CEO / CFO CERTIFICATION

The Board of Directors
Bajaj Hindusthan Sugar Limited
Mumbai

Re: Financial Statements for the financial year ended March 31, 2026 – Certification by CEO and CFO

We, Ajay Kumar Sharma, Managing Director and Sunil Kumar Ojha, Chief Financial Officer of Bajaj Hindusthan Sugar Limited, on the basis of review of the financial statements and the cash flow statement for the financial year ended March 31, 2026 and to the best of our knowledge and belief, hereby certify that:-

1. These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading.
2. 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.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year ended March 31, 2026, which are fraudulent, illegal or violative of the Company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls and we have evaluated the effectiveness of the internal control systems of the Company. We have disclosed to the auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems and that we have taken the required steps to rectify these deficiencies.
5. We have indicated to the Auditors and the Audit Committee:
   (a) there have been no significant changes in internal control over financial reporting during the year;
   (b) there have been no significant changes in accounting policies made during the year; and that the same have been disclosed in the notes to the financial statements; and
   (c) there have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having significant role in the Company's internal control systems over financial reporting.

Ajay Kumar Sharma
Managing Director
(DIN: 09607745)

Sunil Kumar Ojha
Chief Financial Officer

Place : Lucknow
Dated : May 29, 2026

Independent Auditors' Report

To the Members of
Bajaj Hindusthan Sugar Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Bajaj Hindusthan Sugar Limited ("the Company"), which comprise the standalone balance sheet as at March 31, 2026, and the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information (Collectively referred to as '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 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at March 31, 2026, and its profit (financial performance including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. 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 Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Emphasis of Matter

1. As stated in note 46 of standalone financial statements, the Company holds investments aggregating ₹ 2,579.57 crore (Previous Year: ₹ 2,530.58 crore) in its subsidiaries, comprising equity investments, inter-corporate loans, and accrued interest thereon. As stated in the said note, management is taking appropriate measures to facilitate recovery and remains confident of realising the carrying value over a reasonable period. Further, in accordance with the principles of prudence and conservatism, the Company has deferred recognition of interest income amounting to ₹ 112.43 crore for the year ended March 31, 2026 (Previous Year: ₹ 112.43 crore).

2. We draw attention to Note 20.2 and Note 51 to the standalone financial statements, which describes the implementation of the approved Resolution Plan during the year and management's assessment of the Company's ability to continue as a going concern. Based on the matters described in the aforesaid note, the standalone financial statements have been prepared on a going concern basis.

   Our opinion is not modified in respect of these matters.

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 of the current period. 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 matter described below to be key audit matters to be communicated in our report.

The Key Audit Matter	How the matter was addressed in our audit
Impairment assessment for Investments, loans and interest on loan and receivables	
The Company has exposure aggregating to ₹ 2,579.57 crores, in its subsidiaries by way of investments, loans and accumulated interest on these loans. We considered this matter to be a Key Audit Matter due to the significance of the carrying value of these balances, which comprise 18.45% of the total assets as at March 31, 2026, and because the assessment of recoverability involves significant management judgement and estimates relating to future business performance, cash flow projections and other assumptions used in the impairment assessment.	Our audit procedures, in respect of testing impairment assessment in case of investments, loans given and interest accrued on loans included the following: - Obtained understanding of the process, evaluated the effectiveness of controls in respect of impairment assessment of investments and loans. - Held discussions with management regarding appropriate implementation of policy on impairment. - Evaluated the future business plan and available valuation report. - Confirmations for above exposure. - Reviewed the Restructuring Agreement for clause related to obligation on the Company to recover the investments and loans. - We evaluated the impairment assessment performed by management taking into account the requirements of Ind AS 36 Impairment of Assets
Accounting Treatment of Yield to Maturity (YTM) and Right of Recompense (RoR)	
Refer Note 54 to the standalone financial statements regarding accounting treatment of Yield to Maturity ("YTM") and Right of Recompense ("RoR") obligations aggregating to ₹ 3,584.95 crore and ₹ 485.60 crore respectively arising under earlier restructuring arrangements and subsequently settled pursuant to the approved Resolution Plan implemented during the year. The management has concluded that the aforesaid obligations substantially relate to prior reporting periods and accordingly accounted for the same as prior period errors requiring retrospective adjustment in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors. We considered this matter as a Key Audit Matter due to the materiality of the amounts involved, significant management judgement exercised in evaluating the nature and timing of the underlying obligations, determination whether the same represented prior period errors or current period obligations under the applicable Indian Accounting Standards, and the consequential impact on the financial statements including opening reserves, comparative financial information and related disclosures.	Our audit procedures in relation to the aforesaid matter included, among others: - Obtaining and examining the earlier restructuring agreements, approved Resolution Plan, framework agreements, lender sanction letters, inter-creditor arrangements and other relevant restructuring documents to understand the nature and terms of the YTM and RoR obligations; - Evaluating the basis adopted by the management for concluding that the YTM and RoR obligations substantially pertained to prior reporting periods and assessing whether the approved Resolution Plan represented crystallisation and settlement of pre-existing obligations or creation of fresh liabilities during the current year; - Assessing the appropriateness of the accounting treatment adopted by the management with reference to the applicable provisions of Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, Ind AS 109 – Financial Instruments and Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets; - Examining the retrospective adjustments carried out by the management, including the impact on opening retained earnings, comparative financial information and earnings per share disclosures; and - Evaluating the adequacy and appropriateness of the disclosures made by the management in respect of the aforesaid matter in the standalone financial statements.

Other Information

The Company's management and Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, 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 of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("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 (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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 Standards on Auditing ('SAs'), we exercise professional judgment 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 with reference to financial statements in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 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 of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of 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.

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 Cash Flow Statement 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 prescribed under Section 133 of the Act read with Companies (Indian Accounting Standard) Rules 2016 (as amended).

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

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

g. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act, as amended, in our opinion and according to the information and explanations given to us, the Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

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

   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer note 38 to the standalone financial statements.

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

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

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

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

   (c) Based on our audit procedures as 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 (a) and (b) contain any material mis-statement.

v. The Company has not declared or paid dividend during the year hence reporting of compliances of section 123 is not applicable.

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with. Also, the Company has preserved the audit trail as per the statutory requirements for record retention.

For **Sidharth N Jain& Company**
Chartered Accountants
Firm registration number:018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN: 26134684SXTUOA9774

Place: Surat
Date: May 29, 2026

Annexure 'A'

Annexure referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

(i) In respect of Company's property, plant and equipment and intangible assets:

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

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

(b) As explained to us, the property, plant and equipment have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.

(c) According to the information and explanations given to us, the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) of the Company have been mortgaged with the lenders and the original title deeds are deposited with the lender's trustee. Based on the confirmation given by the trustee and verification of the copies of the title deeds / lease deeds in respect of immovable properties of free hold land, buildings and immovable properties of land that have been taken on lease and disclosed as property, plant and equipment in the financial statement are held in the Company's name or in the Company's erstwhile name or in the name of companies amalgamated with the Company in past.

(d) The Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets during the year hence reporting of clause 3(i)(d) of the Order is not applicable to the Company.

(e) To the best of our knowledge and according to the information and explanations given to us, no proceeding have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, hence reporting of clause 3(i)(e) of the Order is not applicable to the Company.

(ii) (a) The Inventories of finished goods, stores, spare part and raw materials have been physically verified by the management. In our opinion the frequency of verification is reasonable and coverage and procedure of such verification by the management is appropriate. On the basis of our examination of the records of inventory, we are of the opinion that the discrepancies noticed on verification between the physical stocks and book records were not material and not exceeding 10% in aggregate for each class of inventory and have been properly dealt with in the books of accounts.

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

(iii) According the information and explanations given to us and on the basis of our examination of the records, the Company has made investments, granted loans and provided securities to the subsidiary companies and other group companies, in previous years. However, the Company has not made any new investment, granted loans or advance in the nature of loans, provided any guarantee or security, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year.

(a) The details in respect of loans given and guarantee / securities provided are as below:

₹ in crores

Particulars	Guarantees	Securities	Loans (including interest accrued)	Advance in the nature of loans
Aggregate amount granted during the year				
Subsidiaries	-	-	-	-
Associates	-	-	-	-
Joint Ventures	-	-	-	-
Others	-	-	-	-
Balance outstanding as at balance sheet date (Gross)				
Subsidiaries	-	-	1,698.96	-
Associates	-	-	-	-
Joint Ventures	-	-	-	-
Others	-	313.12	-	-

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the investments made, guarantees provided, security given and the terms and conditions of the grant of loans are, prima facie, not prejudicial to the interest of the Company.

(c) According the information and explanations given to us and on the basis of our examination of the records of the Company, in respect of loans and advances in the nature of loans granted in earlier years, the arrangement does not have stipulation of schedule of repayment of principal and payment of interest as all the loans are repayable on demand. Therefore, we are not able to make specific comments on the regularity of repayment of principal and payment of interest.

(d) According the information and explanations given to us and on the basis of our examination of the records of the Company, in respect of loans and advances in the nature of loan granted by the Company, in absence of specific stipulation of repayment of principal and payment of interest and considering the loans are repayable on demand and the Company has not demanded loan and accrued interest, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) As per the Company's records and explanation provided by management, no loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.

(f) During the year, the Company has not granted any loans which are repayable on demand or without specifying any terms or period of repayment. As at March 31, 2026, total loans which are repayable demand of ₹ 1,643.25 crores (including interest accrued and net of provisions) is outstanding which had been granted to related parties (as defined in section 2(76) of the Act) in earlier years and consist of 100% of total loan outstanding.

(iv) In our opinion and according to the information and explanations given to us, the Company has not advanced loans to directors / to a company in which the director is interested to which provisions of section 185 of the Act apply and hence not commented upon. In our opinion and according to the information and explanations given to us, provisions of Section 186 of the Act in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the Company to the extent applicable to it.

(v) According to the information and explanations given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits from the public within the meaning of section 73 to 76 of the Act and the rules framed thereunder. Therefore, the provision of clause 3(v) of the Order is not applicable to the Company.

(vi) To the best of our knowledge and as explained, the Company has maintained the cost records specified under Companies (Cost Records and Audit) Rules, 2014 issued under sub section (1) of Section 148

of the Act, in respect of Company's products to which said rules are made applicable and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the records with a view to determine whether they are accurate.

(vii) (a) According to the records of the Company, undisputed statutory dues including Goods and Services Tax, Provident Fund, Income-Tax, Sales-Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues applicable to it have been regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2026 for a period of more than six months from the date of becoming payable.

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

Name of the Act	Nature of dues	Amount under dispute (₹ in crores)	Period to which the amount relates (Financial year)	Forum where dispute is pending
Central Sales Tax Act, 1956 and Sales Tax Act / VAT Act of various states & GST Act	Sales Tax, VAT and Entry Tax, GST	46.97	Various years from 2008-09 to 2013-14	Sales Tax Appellate Tribunal
		2.47	Various years from 2005-06 to 2010-11	Hon'ble High Court
Central Excise Act, 1944	Excise and Service Tax	14.08	Various periods from Jan-2006 to Mar-2010	Hon'ble High court
		5.59	Various periods from Jan-2005 to Dec-2005	Hon'ble Supreme Court

Note: For reporting under this clause only those disputes which are pending before Commissioner (Appeal) and higher authorities are reported. Further disputed matters other than Income tax, Sales tax, service tax, excise duty, custom duty value added tax and goods and service tax are not reported here.

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

(ix) Based on our audit procedures performed, according to information and explanations given by the management and on an overall examination of standalone financial statements of the Company, we are of the opinion that:

(a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us, we report that the Company has not been declared a wilful defaulter by any bank or financial institution or government or any government authority.

(c) As per the records of the Company, the Company has not obtained any term loans during the year hence reporting of clause (ix)(c) of paragraph 3 of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that during the year the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associates.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries.

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

(b) In our opinion and according to the information and explanations given to us, during the year the Company has made preferential allotment of equity shares and Compulsorily Convertible Preference Shares ("CCPS") to its lenders pursuant to conversion of outstanding yield to maturity ("YTM") and right of recompense ("ROR") obligations in accordance with the terms of the restructuring arrangement. In respect of such allotment, the Company has complied with the requirements of Section 42 and Section 62 of the Companies Act, 2013, to the extent applicable. Since the aforesaid allotment was made pursuant to conversion of existing obligations and no fresh funds were raised by the Company, reporting with respect to utilisation of such funds is not applicable.

(xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements and according to the information and explanations given by the management, we report that no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) 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 per the records of the Company and information and explanation given to us by the management, the Company has not received any whistle blower complaints during the year.

(xii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.

(xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Act, where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.

(xiv) (a) In our opinion and based on our examination, the company has an adequate internal audit system commensurate with the size and nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him.

(xvi) (a) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company. Hence reporting of clause (xvi)(a) to (xvi)(c) of paragraph 3 of the Order is not applicable to the Company.

(b) In our opinion and based on our examination, the group has two core investments companies within the group which are the promoter companies.

(xvii) Based on overall examination of the financial statements of the Company, we report that the Company has not incurred cash losses in the current financial year as well as last year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination other evidences supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists, as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has incurred losses in preceding years hence not requires to spend towards corporate social responsibility as specified in section 135 of the Act. Hence reporting in clause (xx) of paragraph 3 of the Order is not applicable to the Company.

For **Sidharth N Jain& Company**
Chartered Accountants
Firm registration number:018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN: 26134684SXTUOA9774

Place: Surat
Date: May 29, 2026

Annexure 'B'

Annexure to the independent auditor's report of even date on the Standalone Financial Statements of Bajaj Hindusthan Sugar Limited

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

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

Opinion

We have audited the internal financial controls with reference to financial statements of Bajaj Hindusthan Sugar Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls were operating effectively as on March 31, 2026, based on the internal financial control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("the Guidance Note").

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, 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 financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly

reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **Sidharth N Jain& Company**
Chartered Accountants
Firm registration number:018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN: 26134684SXTUOA9774

Place: Surat
Date: May 29, 2026

STANDALONE BALANCE SHEET AS AT MARCH 31, 2026

Particulars	Note No.	As at March 31, 2026 ₹ Crore	As at* March 31, 2025 ₹ Crore	As at* April 1, 2024 ₹ Crore
ASSETS :				
Non-current assets				
Property, plant and equipment	5	**6,004.39**	6,188.91	6,390.54
Right-of-use assets	5	**-**	-	0.03
Capital work-in-progress	5	**36.84**	8.61	4.00
Other intangible assets	5	**0.09**	0.11	-
Financial assets				
Investments	6	**2,780.37**	3,627.97	3,685.25
Other financial assets	7	**5.91**	5.76	11.25
Other non-current assets	8	**121.77**	111.85	90.86
Total non-current assets		**8,949.37**	9,943.21	10,181.93
Current assets				
Inventories	9	**2,422.42**	2,677.22	2,715.56
Financial assets				
Trade receivables	10	**91.43**	105.05	151.77
Cash and cash equivalents	11	**84.23**	65.34	48.15
Other bank balances	12	**0.00**	0.00	0.00
Loans	13	**1,643.25**	1,643.25	1,643.25
Other financial assets	14	**67.84**	-	-
Current tax assets (net)	15	**10.29**	6.60	12.40
Other current assets	16	**652.13**	661.79	657.15
Total current assets		**4,971.59**	5,159.25	5,228.28
Assets classified as held for sale	17	**61.53**	-	-
Total assets		**13,982.49**	15,102.46	15,410.21
EQUITY AND LIABILITIES :				
Equity				
Equity share capital	18	**237.21**	124.45	124.45
Instrument entirely equity in nature	18	**2,810.88**	-	-
Other equity	19	**768.07**	165.87	1,053.50
Total equity		**3,816.16**	290.32	1,177.95
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	20	**3,095.74**	3,494.63	3,493.41
Provisions	21	**109.30**	112.59	100.75
Deferred tax liabilities (net)	22	**921.63**	994.39	922.26
Total non-current liabilities		**4,126.67**	4,601.61	4,516.42
Current liabilities				
Financial liabilities				
Borrowings	23	**369.21**	-	275.88
Lease liabilities		**-**	-	0.03
Trade payables				
total outstanding dues of micro and small enterprises	24	**1.49**	0.05	1.66
total outstanding dues of other than micro and small enterprises	24	**3,180.75**	3,519.96	3,548.90
Other financial liabilities	25	**2,420.41**	6,578.04	5,766.83
Other current liabilities	26	**31.47**	85.39	94.76
Provisions	27	**35.36**	27.09	27.78
Total current liabilities		**6,038.69**	10,210.53	9,715.84
Liabilities directly associated with assets classified as held for sale	17	**0.97**	-	-
Total equity and liabilities		**13,982.49**	15,102.46	15,410.21

The accompanying notes "1" to "59" form an integral part of the standalone financial statements.

* Restated, refer note 54

As per our Report of even date

For and on behalf of the Board

For Sidharth N Jain & Company
Firm Registration No.018311C
Chartered Accountants

Sidharth Jain
Proprietor
Membership No. 134684

Surat, May 29, 2026

Sunil Kumar Ojha
Chief Financial Officer
M. No. ACA 400837

Kausik Adhikari
Company Secretary
M. No. ACS 18556

Atul Hasmukhrai Mehta
Director
DIN 00112451

Shalu Bhandari
Director
DIN 00012556

Kushagra Bajaj
Chairman
DIN 00017575

Ajay Kumar Sharma
Managing Director
DIN 09607745

Vinod C. Sampat
Director
DIN 09024617

Satish Kumar Nagpal
Director
DIN 09045584

Shyam Sunder Jangid
Director
DIN 01186353

Mumbai, May 29, 2026

STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Note No.	Year ended March 31, 2026 ₹ Crore	Year ended* March 31, 2025 ₹ Crore
INCOME :			
Revenue from operations	28	**5,420.17**	5,542.26
Other income	29	**20.88**	17.13
Total Income		**5,441.05**	5,559.39
EXPENSES :			
Cost of materials consumed	30	**4,138.09**	4,402.26
Changes in Inventories of finished goods, stock-in-trade and work-in-progress	31	**225.32**	26.54
Employee benefits expense	32	**384.40**	403.70
Finance costs	33	**25.80**	851.46
Depreciation and amortisation expense	34	**210.76**	210.70
Other expenses	35	**304.85**	415.87
Total Expenses		**5,289.22**	6,310.53
Profit/ (Loss) before exceptional items and tax		**151.83**	(751.14)
Exceptional items	36	**13.86**	-
Profit/(loss) before tax		**137.97**	(751.14)
Tax expenses			
Deferred tax		**-**	-
Tax relating to earlier years	22	**0.01**	-
Total tax		**0.01**	-
Profit/(loss) for the year after tax		**137.96**	(751.14)
Other comprehensive income/ (Loss)			
- Items that will not be reclassified to profit or loss	37	**(233.06)**	(106.47)
- Income tax relating to items that will not be reclassified to profit or loss	37	**79.89**	18.18
- Items that will be reclassified to profit or loss	37	**48.99**	44.13
- Income tax relating to items that will be reclassified to profit or loss	37	**(7.13)**	(90.31)
		(111.31)	(134.47)
Total comprehensive income		**26.65**	(885.61)
Earnings per equity share of face value of Re.1/- each			
Basic	39	**1.01**	(6.04)
Diluted	39	**0.94**	(6.04)

The accompanying notes "1" to "59" form an integral part of the standalone financial statements.

* Restated, refer note 54

As per our Report of even date

For and on behalf of the Board

For Sidharth N Jain & Company
Firm Registration No.018311C
Chartered Accountants

Sidharth Jain
Proprietor
Membership No. 134684

Surat, May 29, 2026

Sunil Kumar Ojha
Chief Financial Officer
M. No. ACA 400837

Kausik Adhikari
Company Secretary
M. No. ACS 18556

Atul Hasmukhrai Mehta
Director
DIN 00112451

Shalu Bhandari
Director
DIN 00012556

Kushagra Bajaj
Chairman
DIN 00017575

Ajay Kumar Sharma
Managing Director
DIN 09607745

Vinod C. Sampat
Director
DIN 09024617

Satish Kumar Nagpal
Director
DIN 09045584

Shyam Sunder Jangid
Director
DIN 01186353

Mumbai, May 29, 2026

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

	Particulars	Year ended March 31, 2026 ₹ Crore	Year ended March 31, 2025 ₹ Crore
A.	**Cash flow from operating activities:**		
	Net profit/ (loss) before tax	**137.97**	(751.14)
	Adjustment for:		
	Depreciation and amortisation	**210.76**	210.70
	Reversal of reserve for molasses storage tank (for repair)	**(0.90)**	(2.02)
	Provision / (Reversal) for doubtful debts / bad debts written off	**0.02**	0.63
	Provision for expenses written back	**(2.50)**	(6.74)
	Misc balances written off	**0.11**	0.29
	Rental Income	**(6.25)**	(6.21)
	Loss/ (surplus) on sale of property, plant & equipment (net)	**(0.02)**	0.33
	Finance costs	**25.80**	851.46
	Interest income	**(2.51)**	(1.35)
		224.51	1,047.09
	Operating profit/ (loss) before working capital changes	**362.48**	295.95
	Adjustment for:		
	Trade and other receivables	**13.35**	27.42
	Inventories	**254.80**	38.34
	Trade and other payables	**(379.59)**	(58.49)
	Cash generated from operations	**251.04**	303.22
	Income taxes (paid) / refund (net)	**(5.50)**	0.25
	Net cash from/ (used in) operating activities	**245.54**	303.47
B.	**Cash flow from investing activities:**		
	Purchase of property, plant and equipment	**(116.06)**	(15.96)
	Sale of property, plant and equipment	**0.09**	0.20
	Advance for capital expenditure	**1.68**	-
	Investment sold and tendered under buyback	**658.91**	-
	Advance received against assets held for sale	**0.97**	-
	Rental Income	**6.25**	6.21
	Movement in Fixed Deposit	**(0.13)**	5.41
	Interest received	**2.49**	1.41
	Net cash from/ (used in) investing activities	**554.20**	(2.73)
C.	**Cash flow from financing activities:**		
	Repayment of long term borrowings	**-**	(275.88)
	Repayment of 1st instalment of OCD	**(267.94)**	-
	Proceeds from short term borrowings	**369.21**	-
	Interest and restructuring cost	**(237.03)**	(7.64)
	Paid towards OCD redemption premium (YTM)	**(645.09)**	-
	Payment of lease liability	**-**	(0.03)
	Net cash from/ (used in) financing activities	**(780.85)**	(283.55)
	Net increase/(decrease) in cash and cash equivalents	**18.89**	17.19
	Cash and cash equivalents (opening balance)	**65.34**	48.15
	Cash and cash equivalents (closing balance) - refer note 11	**84.23**	65.34

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Notes:-

1. The above cash flow statement has been prepared under the "Indirect Method" as per Indian Accounting Standard (Ind AS) 7.
2. Figures in brackets indicate cash outflow and without brackets indicate cash inflow.
3. Disclosure of change in liabilities arising from financing, including both change from cash flow and non cash changes are given below:

(In ₹ Crore)

Particulars	As at March 31, 2025	Expenses during the year	Net cash flows	Non-cash (adjustments)	As at March 31, 2026
Borrowings from banks***	3,483.25	(125.13)	(267.94)	-	**3,090.18**
Current borrowing from related party	-	-	369.21	-	**369.21**
Loan from promoters*	11.38	0.97	-	(6.79)	**5.56**
Yield to maturity on OCD**	3,584.95	-	(645.09)	(2,939.86)	**-**
Right of recompense**	485.60	-	-	(485.60)	**-**
Interest and restructuring cost	87.08	149.95	(237.03)	-	**-**

(In ₹ Crore)

Particulars	As at April 1, 2024	Expenses during the year	Net cash flows	Non-cash (adjustments)	As At March 31, 2025
Borrowings from banks	3,759.13	-	(275.88)	-	3,483.25
Loan from promoters*	10.16	1.22	-	-	11.38
Yield to maturity (YTM) on OCD #	2,885.39	699.56	-	-	3,584.95
Right of Recompense (RoR) #	429.64	55.96	-	-	485.60
Lease liabilities	0.03	-	(0.03)	-	-
Interest on borrowings	-	94.72	(7.64)	-	87.08

* Notional interest ₹ 0.97 Crore (PY ₹ 1.22 Crore) on promoters loan credited to promoter's loan account and ₹ 6.79 crore (PY nil) transferred to equity component (refer note 20.5).

** YTM and RoR converted to equity and CCPS (refer note 20.2)

*** Consisting of unamortized restructuring cost (refer note 20.2)

\# Restated, refer note 54

The accompanying notes "1" to "59" form an integral part of the standalone financial statements.

As per our Report of even date

For Sidharth N Jain & Company
Firm Registration No.018311C
Chartered Accountants

Sidharth Jain
Proprietor
Membership No. 134684

Surat, May 29, 2026

Sunil Kumar Ojha
Chief Financial Officer
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For and on behalf of the Board

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Satish Kumar Nagpal
Director
DIN 09045584

Shyam Sunder Jangid
Director
DIN 01186353

Mumbai, May 29, 2026

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A Equity share capital and compulsorily convertible preference share (CCPS)

(In ₹ Crore)

Particulars	Equity	CCPS	Total
Share capital	127.74	-	127.74
Less: Investment in BHL Security Trust and ESOP Trust	(3.29)		(3.29)
Share capital as at April 1, 2024	124.45	-	124.45
Change during the year	-	-	-
Share capital as at March 31, 2025	124.45	-	124.45

Particulars	Equity	CCPS	Total
Share capital	127.74	-	127.74
Less: Investment in BHL Security Trust and ESOP Trust	(3.29)	-	(3.29)
Share capital as at April 1, 2025	124.45	-	124.45
Change during the year (refer note 18)	112.76	2,810.88	2,923.64
Share capital as at March 31, 2026	237.21	2,810.88	3,048.09

B Other equity

(In ₹ Crore)

Particulars	Share application money pending allotment	Equity component of compound financial instrument	Reserve and surplus					Items of other comprehensive income		Total
			Retained earnings	Capital redemption reserve	Securities premium	General reserve	Reserve for molasses storage tanks	Actuarial gain / (loss) on employee benefit plans through OCI	Gain / (loss) on investment through FVOCI	
As at April 01, 2024	**-**	**83.98**	**(1,950.03)**	**0.05**	**4,361.90**	**156.05**	**3.34**	**(18.45)**	**1,731.69**	**4,368.53**
Effect of restatements due to prior period error (refer note 54)	-	-	(3,315.03)	-	-	-	-	-	-	(3,315.03)
Restated Opening Balance	**-**	**83.98**	**(5,265.06)**	**0.05**	**4,361.90**	**156.05**	**3.34**	**(18.45)**	**1,731.69**	**1,053.50**
Profit for the year	-	-	(751.14)	-	-	-	-	-	-	(751.14)
Other comprehensive income for the year	-	-	-	-	-	-	-	(5.06)	(129.41)	(134.47)
Transfer to reserve for molasses tank	-	-	(0.57)	-	-	-	0.57	-	-	-
Utilisation of fund for maintenance of molasses tank	-	-	-	-	-	-	(2.02)	-	-	(2.02)
As at March 31, 2025	**-**	**83.98**	**(6,016.77)**	**0.05**	**4,361.90**	**156.05**	**1.89**	**(23.51)**	**1,602.28**	**165.87**

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Share application money pending allotment	Equity component of compound financial instrument	Reserve and surplus					Items of other comprehensive income		Total
			Retained earnings	Capital redemption reserve	Securities premium	General reserve	Reserve for molasses storage tanks	Actuarial gain / (loss) on employee benefit plans through OCI	Gain / (loss) on investment through FVOCI	
Profit for the year	-	-	137.96	-	-	-	-	-	-	137.96
Other comprehensive income for the year	-	-	-	-	-	-	-	4.62	(115.93)	(111.31)
Realisation from Treasury Shares over face value (net)	-	-	-	-	64.73	-	-	-	-	64.73
Share Application money pending allotment (refer note 20.2)	53.14		-	-		-	-	-	-	53.14
Classification of gain on sale of FVOCI equity instruments	-		629.41	-	-	-	-	-	(629.41)	-
Equity component of compound financial instrument	-	6.79		-	-	-	-	-	-	6.79
Transfer to reserve for molasses tank	-	-	(0.46)	-	-	-	0.46	-	-	-
Issue of equity share	-	-	-	-	451.79	-	-	-	-	451.79
Utilisation of fund for maintenance of Molasses tank	-	-	-	-	-	-	(0.90)	-	-	(0.90)
As at March 31, 2026	**53.14**	**90.77**	**(5,249.86)**	**0.05**	**4,878.42**	**156.05**	**1.45**	**(18.89)**	**856.94**	**768.07**

The accompanying notes "1" to "59" form an integral part of the standalone financial statements.

As per our Report of even date

For Sidharth N Jain & Company
Firm Registration No.018311C
Chartered Accountants

Sidharth Jain
Proprietor
Membership No. 134684

Surat, May 29, 2026

For and on behalf of the Board

Sunil Kumar Ojha
Chief Financial Officer
M. No. ACA 400837

Kausik Adhikari
Company Secretary
M. No. ACS 18556

Atul Hasmukhrai Mehta
Director
DIN 00112451

Shalu Bhandari
Director
DIN 00012556

Kushagra Bajaj
Chairman
DIN 00017575

Ajay Kumar Sharma
Managing Director
DIN 09607745

Vinod C. Sampat
Director
DIN 09024617

Satish Kumar Nagpal
Director
DIN 09045584

Shyam Sunder Jangid
Director
DIN 01186353

Mumbai, May 29, 2026

Notes forming part of standalone financial statements

1 Corporate information

Bajaj Hindusthan Sugar Limited ('the Company') is a public limited company incorporated in India under the provisions of the Companies Act and its shares are listed on Bombay Stock Exchange and National Stock Exchange. The registered office of the Company is situated at Golagokarannath, Lakhimpur – Kheri, District Kheri, Uttar Pradesh – 262 802, and it's principal place of business is at TC-13, Vibhuti Khand, Gomti Nagar, Lucknow – 226 010. The Company is engaged in the manufacture of sugar, alcohol and generation of power.

The Standalone financial statements of the Company for the year ended 31st March, 2026 are prepared in Indian Rupees being the functional currency. The values in Indian Rupees are rounded to crores, except otherwise indicated."

2 Material accounting policies

(i) Basis of preparation and presentation

These standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for

i) Certain financial assets and liabilities measured at fair value,

ii) Defined benefit plans - plan assets measured at fair value.

The standalone financial statements of the Company have been prepared to comply with the Indian Accounting Standards ('Ind AS') notified under Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) read with section 133 of the Companies Act, 2013 ("the Act").

(ii) Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

a) An asset is treated as current when it is:

i) expected to be realised or intended to be sold or consumed in normal operating cycle,

ii) held primarily for the purpose of trading,

iii) expected to be realised within twelve months after the reporting period,

iv) cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period, or

v) carrying current portion of non current financial assets.

All other assets are classified as non-current.

b) A liability is current when:

i) it is expected to be settled in normal operating cycle,

ii) it is held primarily for the purpose of trading ,

iii) it is due to be settled within twelve months after the reporting period,

iv) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period, or

v) it includes current portion of non current financial liabilities.

All other liabilities are classified as non-current.

(iii) Operating cycle

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the

Notes forming part of standalone financial statements

schedule III to the Act. Based on the nature of services and time between the acquisition of assets for providing of services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

(iv) Property, plant and equipment:

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes purchase price, taxes and duties, labour cost and direct overheads for self-constructed assets and other direct costs incurred up to the date the asset is ready for its intended use. In case of land, the Company has opted to state fair value as deemed cost on the date of transition to Ind AS. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major refurbishment is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

Expenditure during construction period incurred on the projects under implementation are treated as pre-operative expenses pending allocation to the assets, and are included under "Capital Work in Progress". These expenses are apportioned to property, plant and equipment on commencement of commercial production. Capital Work in Progress is stated at the amount incurred up to the date of Balance Sheet.

Depreciation on property, plant and equipment is provided on straight line method and based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except, leasehold and improvements which are amortized over the lower of estimated useful life or lease period, on assets acquired under finance lease depreciation is provided over the lease term. Depreciation on assets added, sold or discarded during the year is provided on pro rata basis.

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. Gains or losses arising from de-recognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is de-recognised.

(v) Leases

Company as lessee

Assets taken on lease are accounted as right-of-use (ROU) assets and the corresponding lease liability is accounted at the lease commencement date.

Initially the ROU asset is measured at cost which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying assets or the site on which it is located, less any lease incentives received.

The lease liability is initially measured at the present value of the lease payments, discounted using the Company's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or a rate, or a change in the estimate of the guaranteed residual value, or a change in the assessment of purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the Statement of Profit and Loss if the carrying amount of the ROU asset has been reduced to zero.

The ROU asset is measured by applying cost model i.e. ROU asset at cost less accumulated depreciation and cumulative impairment, if any. The ROU asset is depreciated using the straight-line method from the commencement date to the end of the lease term or useful life

Notes forming part of standalone financial statements

of the underlying asset whichever is earlier. Carrying amount of lease liability is increased by interest on lease liability and reduced by lease payments made.

Lease payments associated with following leases are recognised as expense on straight-line basis:

(i) Low value leases; and

(ii) Leases which are short-term.

Company as lessor

Assets given on lease are classified either as operating lease or as finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Assets given under finance lease are recognised as a receivable at an amount equal to the net investment in the lease. Finance income is recognised over the lease term, based on a pattern reflecting a constant periodic rate of return on the Company's net investment in the lease. A lease which is not classified as a finance lease is an operating lease. The Company recognises lease payments in case of assets given on operating leases as income on a straight-line basis. The Company presents underlying assets subject to operating lease in its balance sheet under the respective class of asset.

(vi) Intangible assets:

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortisation / depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use.

Gains or losses arising from de-recognition of an intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognised in the statement of profit and loss when the asset is derecognised.

Computer softwares are amortised over a period of 5 years. The amortisation period and the amortisation method for intangible assets with a finite useful life are reviewed at each reporting date.

(vii) Research & Development Expenditure:

Revenue expenditure on Research is expensed out in the statement of profit and loss for the year. Development costs of products are charged to the statement of profit and loss unless a product's technological and commercial feasibility has been established, in which case such expenditure is capitalised. Capital expenditure on research and development is shown as an addition to property, plant and equipment.

(viii) Borrowing Cost:

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are charged to the profit and loss statement in the period in which they are incurred.

(ix) Inventories:

i) Stock of raw materials is valued at cost or net realisable value whichever is lower. Cost is arrived at on FIFO Basis. However, these items are considered to be realizable at cost if the finished products, in which they will be used, are expected to be sold at or above cost.

Notes forming part of standalone financial statements

ii) Stock of materials-in-process and finished goods are valued at cost or net realisable value whichever is lower.

iii) Stores, spares and packing materials are valued at cost. Cost is arrived at on weighted average basis.

iv) Obsolete stores and spares when identified and technically determined, are valued at estimated realisable value.

v) By-products have been valued at estimated realisable value.

vi) Trial run inventories are valued at cost or estimated realisable value whichever is lower.

vii) Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(x) Earnings per share (EPS):

Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Ordinary shares that will be issued upon the conversion of a mandatorily convertible instrument are included in the calculation of basic earnings per share from the date the contract is entered into. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year.

(xi) Impairment of non-financial Assets:

The carrying amount of any property, plant and equipment and intangible assets with finite lives are reviewed at each balance sheet date, if there is any indication of impairment based on internal / external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's (CGU) net selling price and its value in use. An impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

(xii) Provisions, contingent liabilities and contingent assets

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

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Company also discloses present obligations for which a reliable estimate cannot be made. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

(xiii) Employee benefits:

i) Short term employee benefits:

Short term employee benefits are recognised as expenditure at the undiscounted value in the statement of profit and loss of the year in which the related service is rendered.

ii) Post-employment benefits:

Defined contribution plans: Company's contribution to the superannuation scheme, provident fund scheme and pension under employees' pension scheme etc. are recognised during the year in which the related service is rendered. Monthly contributions are made

Notes forming part of standalone financial statements

to a trust administered by the trustees. The interest rate payable by the trust to the beneficiaries is notified by the Government. The Company has an obligation to make good the shortfall, if any, between the return on the investments of the trust and the notified interest rate.

Defined benefit plans - gratuity: Gratuity liability is covered under the gratuity-cum-insurance policy of Life Insurance Corporation of India (LIC) administered by trust. The present value of the obligation is determined based on an actuarial valuation, using the projected unit credit method. Actuarial gains and losses in respect of post-employment benefits are charged to the Other Comprehensive Income (OCI). The amount funded by the Company administered by the trust under the aforesaid Policy, is reduced from the gross obligation under the defined benefit plan, to recognise the obligation on a net basis.

iii) The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Expense on non-accumulating compensated absences is recognized in the period in which the absences occur.

iv) Compensation to employees under Voluntary Retirement Scheme (VRS) is charged to statement of profit and loss in the year of accrual.

(xiv) Taxation

i) Current tax

Provision for current tax is made with reference to taxable income computed for the accounting period for which the financial statements are prepared by applying the tax rates and laws that are enacted or substantively enacted at the Balance sheet date. The tax is recognised in statement of profit and loss, except to the extent that it related to items recognised in the other comprehensive income (OCI) or in other equity. In this case, the tax is also recognised in other comprehensive income and in other equity. Current tax assets and current tax liabilities are off set only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously

ii) Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period. Deferred tax asset on unabsorbed depreciation and carried forward losses is recognised only to the extent of deferred tax liability.

iii) Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the Company will pay normal income tax and thereby utilising MAT credit during the specified period, i.e., the period for which MAT credit is allowed to be carried forward and utilised. In the year in which the Company recognises MAT credit as an asset, it is created by way of credit to the Statement of Profit and Loss and shown as part of deferred tax asset. The Company reviews the Deferred tax assets on MAT credit entitlement at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

Notes forming part of standalone financial statements

(xv) Cash and cash equivalents

Cash and cash equivalents includes cash in hand and deposits with any qualifying financial institution repayable on demand or maturing within three months from the date of acquisition and which are subject to an insignificant risk of change in value.

(xvi) Foreign Currencies

i) Foreign currency transactions are recorded at the rates of exchange prevailing on the date of transaction. Monetary foreign currency assets and liabilities outstanding at the close of the financial year are revalued at the exchange rates prevailing on the balance sheet date. Exchange differences arising on account of fluctuation in the rate of exchange is recognised in the statement of profit and loss.

ii) Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. 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. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or statement of profit and loss are also recognised in OCI or statement of profit and loss, respectively).

(xvii) Revenue from contracts with customers

Revenue is recognised when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for such goods or services, in accordance with Ind AS 115 – Revenue from Contracts with Customers.

Revenue primarily comprises sale of sugar, molasses, bagasse, power, ethanol and other by-products generated during the manufacturing process.

Revenue is recognised upon satisfaction of performance obligations, which generally occurs upon dispatch/delivery of goods to customers in accordance with the terms of sale, when control, significant risks and rewards of ownership and effective control over the goods are transferred to the customer. Revenue is measured net of returns, trade discounts, rebates, Goods and Services Tax ("GST") and other similar taxes collected on behalf of the Government.

Where contracts contain a single performance obligation, revenue is recognised at the point in time when control of goods passes to the customer. In case of sale arrangements involving multiple performance obligations, the transaction price is allocated to each performance obligation based on the relative standalone selling prices.

Export incentives, if any, are recognised as revenue when there is reasonable assurance that the entitlement will be received and the related conditions are complied with.

Sale of power

Revenue from sale of power generated through cogeneration facilities is recognised on supply of units of electricity to the grid in accordance with the terms of the underlying agreements and as per applicable tariff regulation.

Interest income

Interest income is recognised using the effective interest rate ("EIR") method on a time proportion basis.

Other operating income

Income from sale of scrap and miscellaneous operational recoveries is recognised when the related goods/services are transferred/rendered and there is no significant uncertainty regarding collection of consideration.

Notes forming part of standalone financial statements

Dividend income

Dividend income is recognised when the right to receive payment is established.

Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

(xviii) Government grants

The Government grants such as capital subsidies under Sugar Promotion Policy, 2004, interest free or concessional interest rate loans and subsidies related to sugar cane purchased are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to statement of profit and loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to the financial liabilities.

(xix) Financial Instruments

i) Financial assets

A Initial recognition

The Company classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement. Financial instruments are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial instruments are recognised initially at fair value plus transactions costs that are directly attributable to the acquisition or issue of the financial instrument, except for financial assets at fair value through statement of profit and loss, which are initially measured at fair value, excluding transaction costs (which is recognised in statement of profit and loss).

B Subsequent measurement

a) Financial assets carried at amortised cost (AC)

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.

b) 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 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.

Notes forming part of standalone financial statements

c) Financial assets at fair value through statement of profit and loss (FVTPL)

Equity instruments

All equity investments in scope of Ind-AS 109 are measured at fair value either as at FVTOCI or FVTPL. The Company makes such election on instrument-by-instrument basis.

For equity instruments measured as at FVTOCI, all fair value changes on the instrument, excluding dividends, are recognized in the OCI. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss (P&L).

Investment in subsidiaries

Investment in subsidiaries are carried at cost as per Ind AS 27.

Treasury shares

The Company has created a Securities Trust that holds the equity shares of the Company, which were allotted to the Trust in 2010 pursuant to the Scheme of amalgamation of its erstwhile subsidiary Bajaj Hindusthan Sugar and Industries Ltd. The Company uses Trust as a separate vehicle under the said scheme and treats as its extension and shares held by Trust are treated as treasury shares. The own equity shares that reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity shares. Corresponding amount of security premium is reduced from other equity.

d) Impairment of financial assets

The Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

1. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
2. Financial assets that are debt instruments and are measured as at FVTOCI
3. Lease receivables
4. Trade receivables or any contractual right to receive cash or another financial asset.
5. Loan commitments which are not measured as at FVTPL
6. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or contract revenue receivables; and all lease receivables.

The application of simplified approach does not require the Company to track changes in credit risk rather; it recognises impairment loss allowance based on 12 months ECLs at each reporting date, right from its initial recognition.

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

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

Notes forming part of standalone financial statements

ii) Financial liabilities

A Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings and payables, net of directly attributable cost. Fees of recurring nature are directly recognised in statement of profit and loss as finance cost.

B Subsequent measurement:

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.

a) Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method. Gains and losses are recognized in statement of profit and loss when liabilities are derecognized. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance cost in the statement of profit and loss.

b) Compound Financial Instruments

At the issue date the fair value of the liability component of a compound instrument is estimated using the market interest rate for a similar non-convertible instrument. This amount is recorded as a liability at amortised cost using the effective interest method until extinguished upon conversion or at the instrument's redemption date. The equity component is determined as the difference of the amount of the liability component from the fair value of the instrument. This is recognised in equity, net of income tax effects, and is not subsequently re-measured.

iii) De-recognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v) 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, EV / EBIDTA method and 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.

vi) Derivative financial instruments

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss, except for

Notes forming part of standalone financial statements

the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to statement of profit or loss when the hedge item effects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

(xx) Non-current assets held for sale/ distribution to owners and discontinued operations:

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less cost to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the assets (or disposal group) to fair value less cost to sell. A gain is recognised for any subsequent increases in fair value less cost to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition. Non-current assets (including that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised. Non-current assets classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

(xxi) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker monitors the operating results of its business Segments separately for the purpose of making decision about the resources allocation and performance assessment. Segment performance is evaluated based on the profit or loss and is measured consistently with profit or loss in the standalone financial statements. The operating segments have been identified on the basis of the nature of products/ services.

3 Use of accounting judgements, estimates and assumptions

In preparing these standalone financial statements, management has made judgments, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses, and the accompanying disclosures, and the disclosure of contingent liabilities. Management believes that the estimates used in the preparation of the standalone financial statements are prudent and reasonable. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

The Company uses the following critical accounting judgements, estimates and assumptions in preparation of its standalone financial statements:

i) Depreciation and useful lives of property plant and equipment

Property, plant and equipment are depreciated over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation for future periods is adjusted if there are significant changes from previous estimates.

Notes forming part of standalone financial statements

ii) Retirement benefit obligations

The cost of the leave encashment, 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 periodically reviewed at each reporting date.

iii) Recoverability of trade receivable:

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

iv) Provisions:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

v) Impairment of non-financial assets:

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transaction are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

vi) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on history, existing market conditions as well as forward looking estimates at the end of each reporting period.

vii) Fair value measurement of financial instruments:

The fair values of financial instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets are determined using valuation techniques including the EV/EBITDA method and Discounted Cash Flow (DCF) model. The Company uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions at regular intervals. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

viii) Deferred tax

Deferred tax assets are recognised for unused tax losses (carry forward of earlier years' losses) and unused tax credit to the extent that taxable profit would probably be available against which the losses and tax credit could be utilised. Significant judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the

Notes forming part of standalone financial statements

level of future taxable profits together with future tax planning strategies. The Company reviews the carrying amount of deferred tax assets and liabilities at each balance sheet date with consequential change being given effect to in the year of determination.

ix) Classification of 0.01% Compulsorily Convertible Preference Shares ("CCPS")

The Company has issued 0.01% Compulsorily Convertible Preference Shares ("CCPS") pursuant to the approved Resolution Plan entered into with the lenders of the Company. The CCPS are rupee denominated, cumulative, participating, unlisted, mandatorily and compulsorily convertible preference shares containing certain features including cumulative coupon/ dividend, conversion into equity shares, put/call option rights and buyback related clauses.

The management has evaluated the classification of the aforesaid instrument in accordance with the principles prescribed under Indian Accounting Standards Ind AS 32 – Financial Instruments: Presentation, including paragraphs 15, 16 and 22 thereof, which require classification of a financial instrument based on the substance of the contractual arrangement and not merely its legal form.

Based on the overall terms of the approved Resolution Plan and the contractual rights and obligations attached to the instrument, the management has concluded that the CCPS are, in substance, equity instruments. While the CCPS contain a cumulative coupon/dividend feature of 0.01% per annum, the management has assessed that the aforesaid dividend feature is merely incidental to the legal form requirements applicable to preference shares and the financial impact of such dividend obligation over the tenure of the instrument is negligible and not material to the standalone financial statements. Accordingly, the Company has not separately recognised any liability component in respect of the aforesaid dividend feature and the entire instrument has been classified and presented as Equity in the standalone financial statements.

The management has further evaluated the put/call option and buyback related clauses attached to the CCPS and noted that such rights are contingent in nature and exercisable only subject to availability of surplus funds and compliance with applicable provisions of the Companies Act, 2013. Accordingly, the management has concluded that the aforesaid clauses do not create any substantive unavoidable contractual obligation requiring separate financial liability classification under Ind AS 32.

The management has also considered the commercial substance of the conversion feature attached to the CCPS. The conversion price cap of ₹ 5.12 per equity share is significantly lower than the prevailing market price of the Company's equity shares as at the reporting date and accordingly the conversion feature provides substantial equity participation upside to the holders of CCPS. In the management's assessment, the put option rights attached to the CCPS are protective and contingent in nature, whereas the overall commercial substance and economic intent of the arrangement is aligned towards long-term equity participation through conversion into equity shares of the Company.

x) Insurance claims

Recognition of insurance claim receivables involves significant judgement regarding admissibility and expected realisation of claims. The Company assesses the amount recoverable based on policy terms, surveyor assessments, status of claim discussions with insurers and past experience of successful settlement of similar claims. Actual settlement may differ from the amount recognised.

xi) Lease

The Company applies judgement in determining whether an arrangement contains a lease and in assessing lease classification. Significant assumptions include determination of lease term, likelihood of exercising renewal/termination options and assessment of transfer of risks and rewards in lessor arrangements. Based on the nature and tenure of underlying arrangements, management has concluded that such leases qualify for the practical expedients available under Ind AS 116 and accordingly lease payments are recognised as an expense over the lease term.

xii) Material uncertainty about going concern:

In preparing financial statements, management has made an assessment of Company's ability to continue as a going concern. Standalone financial statements are prepared on a going concern

Notes forming part of standalone financial statements

basis. The Management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern. Further details on going concern are disclosed in note no.51.

4 Recent accounting pronouncements

In May 2025, MCA notified amendments to Ind AS 21 – The Effects of Changes in Foreign Exchange Rates, applicable with effect from April 1, 2025. The Company has evaluated the amendment and concluded that the same does not have any impact on its standalone financial statements.

In August 2025, MCA notified amendments to Ind AS 7 – Statement of Cash Flows and Ind AS 107 – Financial Instruments: Disclosures, applicable with effect from April 1, 2025. The amendments require disclosure of supplier finance arrangements, including their nature, carrying amount of related liabilities and range of payment due dates. Further, Ind AS 107 includes supplier finance arrangements as a factor that may give rise to concentration of liquidity risk. The Company has evaluated the amendments and determined that they do not have any material impact on its standalone financial statements.

MCA also notified amendments to Ind AS 12 – International Tax Reform – Pillar Two Model Rules, effective immediately. The amendments provide a temporary mandatory exception from accounting for deferred taxes arising from implementation of the Pillar Two model rules and require specified related disclosures. The Company does not have any impact of the said amendment on its standalone financial statements.

5 (a) Property, plant and equipment

(In ₹ Crore)

Particulars	Land freehold	Land leasehold	Buildings	Plant & machinery	Furniture, fixtures & office equipment	Vehicles	Total	Capital work in progress	Grand total
Gross block									
Balance as at April 1, 2024	**3,712.53**	**1.02**	**1,274.92**	**5,505.59**	**48.10**	**126.64**	**10,668.80**	**4.00**	**10,672.80**
Additions	-	-	0.17	7.86	1.34	0.18	9.55	14.26	23.81
Disposals & adjustments	0.10	-	0.01	0.96	5.67	0.07	6.81	9.65	16.46
Balance as at March 31, 2025	**3,712.43**	**1.02**	**1,275.08**	**5,512.49**	**43.77**	**126.75**	**10,671.54**	**8.61**	**10,680.15**
Additions	-	-	0.63	86.11	1.08	-	87.82	116.05	203.87
Disposals & adjustments	-	-	-	-	0.07	0.25	0.32	87.82	88.14
Transferred to assets held for sale	-	-	93.90	251.79	1.51	0.07	347.27	-	347.27
Balance as at March 31, 2026	**3,712.43**	**1.02**	**1,181.81**	**5,346.81**	**43.27**	**126.43**	**10,411.77**	**36.84**	**10,448.61**
Accumulated depreciation									
Balance as at April 1, 2024	-	0.45	476.90	3,669.46	43.76	87.69	4,278.26	-	4,278.26
Depreciation for the year	-	0.03	28.52	175.54	1.13	5.44	210.66	-	210.66
Disposals & adjustments	-	-	-	0.67	5.55	0.07	6.29	-	6.29
Balance as at March 31, 2025	**-**	**0.48**	**505.42**	**3,844.33**	**39.34**	**93.06**	**4,482.63**	**-**	**4,482.63**
Depreciation for the year	**-**	0.03	28.47	175.54	1.28	5.42	210.74	-	210.74
Disposals & adjustments	**-**	-	-	-	0.07	0.18	0.25	**-**	0.25
Transferred to assets held for sale	**-**	-	53.12	231.09	1.46	0.07	285.74		285.74
Balance as at March 31, 2026	**-**	**0.51**	**480.77**	**3,788.78**	**39.09**	**98.23**	**4,407.38**	**-**	**4,407.38**
Net block									
Balance as at March 31, 2025	3,712.43	0.54	769.66	1,668.16	4.43	33.69	6,188.91	8.61	6,197.52
Balance as at March 31, 2026	**3,712.43**	**0.51**	**701.04**	**1,558.03**	**4.18**	**28.20**	**6,004.39**	**36.84**	**6,041.23**

Notes forming part of standalone financial statements

5 (b) Right-of-use asset

		(In ₹ Crore)
Particulars	**Right-of-use asset**	**Total**
Gross block		
Balance as at April 1, 2024	**3.21**	**3.21**
Additions	-	-
Disposals & adjustments	3.21	3.21
Balance as at March 31, 2025	**-**	**-**
Additions	-	-
Disposals & adjustments	-	-
Balance as at March 31, 2026	**-**	**-**
Accumulated depreciation		
Balance as at April 1, 2024	**3.18**	**3.18**
Depreciation for the year	0.03	0.03
Disposals & adjustments	3.21	3.21
Balance as at March 31, 2025	**-**	**-**
Depreciation for the year	-	-
Disposals & adjustments	-	-
Balance as at March 31, 2026	**-**	**-**
Net block		
Balance as at March 31, 2025	-	-
Balance as at March 31, 2026	**-**	**-**

5 (c) Other Intangible assets

		(In ₹ Crore)
Particulars	**Computer software**	**Total**
Gross block		
Balance as at April 1, 2024	**0.02**	**0.02**
Additions	0.12	0.12
Disposals & adjustments	-	-
Balance as at March 31, 2025	**0.14**	**0.14**
Additions	-	-
Disposals & adjustments	-	-
Balance as at March 31, 2026	**0.14**	**0.14**
Accumulated amortization		
Balance as at April 1, 2024	**0.02**	**0.02**
Amortisation for the year	0.01	0.01
Disposals & adjustments	-	-
Balance as at March 31, 2025	**0.03**	**0.03**
Amortisation for the year	0.02	0.02
Disposals & adjustments	-	-
Balance as at March 31, 2026	**0.05**	**0.05**
Net block		
Balance as at March 31, 2025	0.11	0.11
Balance as at March 31, 2026	**0.09**	**0.09**

Note:

(i) Assets pledged as security refer note no. 20.4

(ii) The Company has clear title of all the immovable properties, except for the leasehold land & RoU, as presented in the note 5(a) & 5(b) above.

5 (d) Capital work-in-progress (CWIP)

Ageing of capital work-in-progress

As at March 31, 2026					(In ₹ Crore)
Particulars	**< 1 year**	**1 - 2 year**	**2 - 3 year**	**> 3 year**	**Total**
Miscellaneous equipment in distillery	6.63	0.28	-	-	6.91
Other miscellaneous	26.13	2.50	0.80	0.50	29.93
Total	**32.76**	**2.78**	**0.80**	**0.50**	**36.84**
As at March 31, 2025					
Particulars	**< 1 year**	**1 - 2 year**	**2 - 3 year**	**> 3 year**	**Total**
Miscellaneous equipment in distillery	0.55	-	-	-	0.55
Other miscellaneous	6.76	0.80	0.50	-	8.06
Total	**7.31**	**0.80**	**0.50**	**-**	**8.61**

Note : There is no capital work in progress whose completion is overdue or has exceeded its cost compared to its original plan at March 31, 2026 and March 31, 2025.

Notes forming part of standalone financial statements

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
6	**Non-current investments**		
(A)	**Investment classified at cost**		
	In Equity shares of Subsidiary Companies		
	Unquoted, fully paid up		
(i)	2,70,01,000 (2,70,01,000) Shares of Bajaj Hindusthan (Singapore) Private Ltd., Singapore of S$ 1/- each.	**92.32**	92.32
(ii)	20,000 (20,000) Shares of Bajaj Power Generation Pvt. Ltd. of ₹10/- each	**0.02**	0.02
(iii)	50,00,000 (50,00,000) Shares of Bajaj Aviation Private Ltd. of ₹ 10/- each.	**5.00**	5.00
	Less: Provision for diminution in value of investments	**(5.00)**	(5.00)
(iv)	35,00,39,270 (35,00,39,270) Equity shares of Phenil Sugars Limited of ₹ 10/- each	**350.04**	350.04
		442.38	442.38
(B)	**Investments classified at fair value through other comprehensive income (OCI)**		
(a)	**In Equity shares of other companies Unquoted, fully paid up**		
(i)	5,13,05,067 (5,13,05,067) Shares of Bajaj Power Ventures Private Limited of ₹10/- each (refer note 6.1)	**669.27**	592.88
(ii)	84,45,327 (1,54,39,900) Shares of Lalitpur Power Generation Company Ltd. of ₹10/- each (refer note 6.1, 6.2 & 6.3)	**1,174.78**	2,147.76
		1,844.05	2,740.64
(b)	**In Debentures of subsidiary company Unquoted, fully paid up**		
(i)	5,24,11,216 (5,24,11,216) Zero Coupon Optionally Convertible Debentures of Phenil Sugars Ltd. of ₹100/- each	**467.22**	467.22
	Less: Fair value adjustment (refer Note 6.1)	**26.72**	(22.27)
		493.94	444.95
		2,780.37	3,627.97
	Aggregate value of unquoted investments	**2,785.37**	3,655.24
	Aggregate diminution in investments	**(5.00)**	(27.27)
	Net aggregate value of unquoted investments	**2,780.37**	3,627.97
	Category wise non current investments		
	Financial assets measured at cost	**442.38**	442.38
	Financial assets measured at fair value through OCI	**2,337.99**	3,185.59
	Total non current investments	**2,780.37**	3,627.97

Note:

6.1 Refer Note 45 for details of the fair valuation methodology and related disclosures.

6.2 During the year, Lalitpur Power Generation Company Limited ("LPGCL"), a group company, announced buyback of its equity shares through the Letter of Offer / Tender Offer route at a price of ₹ 938.75 per share. Pursuant thereto, the Company tendered 67,19,573 equity shares held as investment and received consideration aggregating to ₹ 630.80 crores.

Further, during the year, the Company entered into a definitive and irrevocable share purchase agreement for sale of its investment comprising 275,000 equity shares of LPGCL ("Sale Shares") for an aggregate consideration of ₹ 28.11 crore, which has been fully received by the Company. Pursuant to the terms of the agreement, beneficial ownership together with associated risks and rewards in respect of the Sale Shares has been transferred to the buyer with effect from the execution date of the agreement. Accordingly, the Company has recognised the sale/disposal of the aforesaid investment during the year ended 31 March 2026.

Notes forming part of standalone financial statements

As at 31 March 2026, transfer of the sold shares in the records of the depository participant remains pending completion of certain procedural and operational formalities in relation to release of pledge and dematerialised transfer process. The Company is in the process of completing the aforesaid formalities. Consequent to disposal of the aforesaid shares, cumulative gain of ₹ 311.03 crores recognised in other comprehensive income has been transferred to retained earnings.

6.3 The investments in Lalitpur Power Generation Company Limited (LPGCL) are pledged against loans taken by the Company and LPGCL.

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
7	**Other non-current financial assets**		
	(Unsecured considered good)		
	Fixed deposits*	**5.91**	5.76
		5.91	5.76
	* Earmarked ₹5.91 crore (P.Y. ₹ 5.76 crore) for specific purposes.		
8	**Other non-current assets**		
	(Unsecured considered good unless otherwise stated)		
	Capital advances	**2.37**	4.05
	Taxes paid under protest (refer note 38)	**115.93**	104.09
	Security deposits to related parties (refer note 42)	**1.28**	1.28
	Security deposits - Good	**2.19**	2.43
	Security deposits - Doubtful	**0.30**	0.30
	Provision for bad and doubtful - Security deposit	**(0.30)**	(0.30)
		121.77	111.85
9	**Inventories**		
	(At cost or net realisable value whichever is lower, unless otherwise stated)		
	Raw materials	**0.77**	0.28
	Stores, spares & packing materials (at cost)	**54.77**	84.74
	Finished goods	**2,129.38**	2,400.52
	By-products (at estimated realizable value)	**219.01**	170.97
	Work-in-process	**18.49**	20.71
		2,422.42	2,677.22
	- Includes inventories of ₹ 646.55 crore (P.Y. ₹ 555.60 crore) carrying at fair value less costs to sale.		
	- Inventories pledged as a securities - refer note no 20.4		
10	**Trade receivables**		
	(Unsecured considered good unless otherwise stated)		
	Considered good	**100.58**	119.03
	Less: Allowance for expected credit loss	**(9.15)**	(13.98)
	Total Trade receivables Considered good	**91.43**	105.05
	Credit Impaired	**6.50**	3.43
	Less: Allowance for credit impairment	**(6.50)**	(3.43)
		-	-
		91.43	105.05

10.1 Information about the Company's exposure to credit risk and loss allowances are disclosed in note 44A.

Notes forming part of standalone financial statements

10.2 Amount due from related parties ₹ 1.70 crore. Refer note 42 for detail.

10.3 Amount of ₹ 0.64 crores due from Bajaj Energy Private Ltd, being a private limited company in which a Director of the Company is also a director. Refer note 42 for detail.

10.4 Trade Receivables ageing schedule

As at March 31, 2026 (In ₹ Crore)

Particulars	Outstanding for following periods from due date of payment					Total
	< 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	> 3 years	
(i) Undisputed Trade receivables - considered good	88.74	0.69	1.47	1.25	7.13	**99.28**
(ii) Undisputed Trade receivables - credit impaired	-	-	-	-	2.94	**2.94**
(iii) Disputed Trade receivables - considered good	-	-	-	-	1.30	**1.30**
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	3.56	**3.56**
Total	**88.74**	**0.69**	**1.47**	**1.25**	**14.93**	**107.08**
Less: Allowance for credit loss/ credit impaired	(0.09)	(0.03)	(0.22)	(0.38)	(14.93)	**(15.65)**
Total	**88.65**	**0.66**	**1.25**	**0.87**	**-**	**91.43**

As at March 31, 2025 (In ₹ Crore)

Particulars	Outstanding for following periods from due date of payment					Total
	< 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	> 3 years	
(i) Undisputed Trade receivables - considered good	98.16	2.67	3.30	3.25	5.55	**112.93**
(ii) Undisputed Trade receivables - credit impaired	-	-	-	-	2.88	**2.88**
(iii) Disputed Trade receivables - considered good	-	-	-	-	6.10	**6.10**
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	0.55	**0.55**
Total	**98.16**	**2.67**	**3.30**	**3.25**	**15.08**	**122.46**
Less: Allowance for credit loss/ credit impaired	(0.07)	(0.14)	(0.50)	(1.62)	(15.08)	**(17.41)**
Total	**98.09**	**2.53**	**2.80**	**1.63**	**-**	**105.05**

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
11	**Cash and cash equivalents**		
	Balance with banks :		
	Current account*	**83.40**	64.54
	Cheques, draft on hand	**0.42**	0.42
	Cash on hand	**0.41**	0.38
		84.23	65.34
	* including Cane Price ESCROW A/cs		

Notes forming part of standalone financial statements

	As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
12 Other bank balances		
Balance with banks (unpaid dividend ₹ 2,640)	**0.00**	0.00
	0.00	0.00
13 Loans (including interest accrued)		
(Considered good unless otherwise stated)		
Loans to related parties - considered good (refer note 42)	**1,643.25**	1,643.25
Loans to related parties - considered doubtful (refer note 42)	**55.71**	55.71
Total	**1,698.96**	1,698.96
Less:-Provision for doubtful loans	**(55.71)**	(55.71)
Total	**1,643.25**	1,643.25
Out of above:		
Secured by pledge of investment - Related Party #	**1,643.25**	1,643.25
Unsecured - Related Parties	**55.71**	55.71
	1,698.96	1,698.96
Less:-Provision for doubtful loans	**(55.71)**	(55.71)
	1,643.25	1,643.25

The loan is secured by pledge of 2,42,59,091 (PY 2,42,59,091) equity shares held by the related party in Bajaj Power Ventures Pvt. Ltd.

13.1 Details of loans given (including interest) **(In ₹ Crore)**

Type of Borrower	March 31, 2026		March 31, 2025	
	Amount outstanding including interest	**Percentage to the total loans**	Amount outstanding including interest	Percentage to the total loans
Related Party: Subsidiaries				
Bajaj Aviation Pvt. Ltd.	**42.99**	**2.53%**	42.99	2.53%
Bajaj Hindusthan (Singapore) Pvt. Ltd.	**12.72**	**0.75%**	12.72	0.75%
Bajaj Power Generation Pvt. Ltd.	**1,643.25**	**96.72%**	1,643.25	96.72%
	1,698.96	**100.00%**	1,698.96	100.00%

Note:- The above loans are repayable on demand.

13.2 Disclosure as per clause 34(3) and schedule V of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.(as amended)

a) Loans given to subsidiaries:

(In ₹ Crore)

Name of Subsidiaries	Amount outstanding including interest		Maximum balance outstanding including interest during the year	
	March 31, 2026	March 31, 2025	**March 31, 2026**	March 31, 2025
Bajaj Aviation Pvt. Ltd.	**42.99**	42.99	**42.99**	42.99
Bajaj Hindusthan (Singapore) Pvt. Ltd.	**12.72**	12.72	**12.72**	12.72
Bajaj Power Generation Pvt. Ltd.	**1,643.25**	1,643.25	**1,643.25**	1,643.25
	1,698.96	1,698.96		

Notes:- Loans shown above are given for business purposes.

Notes forming part of standalone financial statements

b) Investments by the loanees in the shares of subsidiaries:

Particulars	No. of Shares	As at March 31, 2026 (In ₹ Crore)	No. of Shares	As at March 31, 2025 (In ₹ Crore)
Investment by Bajaj Hindusthan (Singapore) Pvt. Ltd. in equity shares of -				
PT. Batu Bumi Persada, Indonesia (Step down subsidiary)	**49,500**	**24.27**	49,500	24.27
PT. Jangkar Prima, Indonesia (Step down subsidiary)	**49,940**	**56.90**	49,940	56.90

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
14	**Other financial assets**		
	Amount Receivable from BHL Security Trust (refer note 18(i))	**67.84**	-
		67.84	-
15	**Current tax assets (net)**		
	Advance income tax (net of provisions)		
	At the start of year	**6.60**	12.40
	Addition during the year	**5.49**	4.99
	Refund received during the year	**-**	(5.26)
	Others	**(1.80)**	(5.53)
	At the end of year	**10.29**	6.60
16	**Other current assets**		
	(Unsecured considered good)		
	Receivable under SPP (refer note 49)	**592.38**	592.38
	Claims/ refund recoverable in cash or in kind or for value to be received	**22.68**	22.60
	Duty drawback receivable	**-**	0.06
	Other advances*	**37.07**	46.75
		652.13	661.79
	*Includes advances given to suppliers, employees, related parties (refer note no. 42) and other advances recoverable in cash or in kind.		
	Other advances include advances of ₹ 0.20 crores (PY: ₹ Nil) given to the Key Management Personnel of the Company (refer note no. 42)		
17	**Assets classified as held for sale and liabilities directly associated**		
	Assets held for sale	**61.53**	-
		61.53	-
	Liabilities directly associated with assets classified as held for sale	**0.97**	-
		60.56	-

Pursuant to the restructuring arrangement with the consortium lenders, certain non-core assets pertaining to the Board Division comprising mainly plant & machinery and other assets (excluding land) have been identified for sale by the Asset Sale Committee constituted by the lenders. The Company has initiated the process for disposal of the said assets and the sale is expected to be completed within twelve months from the date of classification.

Accordingly, the Company has classified the aforesaid assets as "Assets Held for Sale" in accordance with Ind AS 105 – Non-current Assets Held for Sale and Discontinued Operations.

Notes forming part of standalone financial statements

The carrying amount of assets classified as held for sale and liabilities directly associated with such assets are as under:

Particulars	₹ in crore
Plant & Machinery and other tangible assets	61.53
Liabilities directly associated with assets held for sale - Earnest Money Deposit (EMD) received	0.97

Based on fair valuation report of independent valuer the estimated net realisable value of the aforesaid assets is higher than their carrying amount and accordingly no impairment loss is required to be recognised.

Depreciation on the aforesaid assets has not been charged from the date of classification as held for sale in accordance with Ind AS 105. Since no significant operational activities were carried out in the Board Division, the aforesaid assets do not constitute a discontinued operation under Ind AS 105.

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
18	**Equity share capital**		
(a)	**Authorised:**		
	30,00,00,00,000 (5,00,00,00,000) Equity Shares of Re 1/- each.	**3,000.00**	500.00
	1,00,00,00,00,000 (Nil) Preference Shares Re. 1 each	**10,000.00**	-
		13,000.00	500.00
(b)	**Issued**		
	243,63,71,208 (1,32,30,31,364) Equity Shares of Re. 1/- each.	**243.64**	132.30
	2855,53,68,494 (Nil) Preference Shares of Re. 1/- each.	**2,855.54**	-
		3,099.18	132.30
(c)	**Subscribed and Paid up:**		
	237,39,42,476 (1,27,73,59,942) Equity Shares of Re. 1/- each.	**237.39**	127.74
		237.39	127.74
	Less:		
	Interest in BHL Securities Trust : Nil (3,11,00,000) equity share of Re 1/- [refer note 18(i)]	**-**	3.11
	Share held by ESOP Trust :17,80,000 (17,80,000) equity share of Re 1/- [refer note 18(i)]	**0.18**	0.18
		0.18	3.29
		237.21	124.45
(d)	**Instruments entirely equity in nature**		
	2810,88,20,184 (Nil) Compulsorily Convertible Preference Shares of Re. 1/- each	**2,810.88**	-
		2,810.88	-

(e) Details of shares allotted without payment being received in cash during five years immediately preceding the Balance Sheet date are given below:

(i) Pursuant to the obligations on the Promoters of the Company under the Master Restructuring Agreement executed with the lenders on December 30, 2014, the promoters / promoter group entity given an unsecured loan of ₹ 200 crore to the Company during the period from November 13, 2014 to September 24, 2015. As per request of the Promoters, consortium of lenders granted their approval for the conversion of loan into equity shares of the Company. Pursuant to the approval of the shareholders of the Company in the extra ordinary general meeting held on July 15, 2021, the board of directors at its meeting held on July 20, 2021, has allotted, 14,38,00,000 equity shares at a price of ₹ 13.28 per share (including premium of ₹ 12.28 per share) to promoters / promoter group entity aggregating to ₹ 190,96,64,000 on conversion of loan.

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(ii) Pursuant to the approved resolution plan and the framework agreement entered into with the lenders for restructuring of the outstanding Optionally Convertible Debentures (OCDs) and related financial obligations, including Yield to Maturity (YTM) and Right of Recompense (RoR), the Company increased its authorised share capital from ₹ 500 crore comprising 500 crore equity shares of Re. 1 each, to ₹ 13,000 crore comprising (i) ₹ 3,000 crore divided into 3,000 crore equity shares of Re. 1 each, and (ii) ₹ 10,000 crore divided into 10,000 crore Compulsorily Convertible Preference Shares (CCPS) of Re. 1 each, in accordance with the applicable provisions of the Companies Act, 2013.

During the year ended March 31, 2026, the subscribed and paid-up equity share capital of the Company increased from ₹ 127,73,59,942 comprising 127,73,59,942 equity shares of Re. 1 each to ₹ 237,39,42,476 comprising 237,39,42,476 equity shares of Re. 1 each, pursuant to the allotment of 109,65,82,534 equity shares of Re. 1 each to the lenders, at a premium of ₹ 4.12 per share, under the approved restructuring framework. Consequently, the shareholding of the promoters/promoter group reduced from 24.95% to 13.43%. Further, the Company issued 28,10,88,20,184 Compulsorily Convertible Preference Shares (CCPS) of face value Re. 1 each, aggregating to ₹ 2,810.88 crore, to the lenders in accordance with the approved resolution plan. Refer note 20.2 for detail.

The equity shares and CCPS allotted to the lenders under the approved restructuring framework on preferential basis shall remain subject to lock-in requirements as prescribed under the applicable provisions of the SEBI ICDR Regulations.

(f) The reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year:-

A) Equity Share Capital

Particulars	**As at March 31, 2026 No. of Shares**	As at March 31, 2025 No. of Shares
Equity Shares (with voting rights) at the beginning of the year	**1,27,73,59,942**	1,27,73,59,942
Issued during the year (refer note 20.2)	**1,09,65,82,534**	-
Equity Shares at the end of the year	**2,37,39,42,476**	1,27,73,59,942

B) Compulsorily Convertible Preference Shares (CCPS)

Particulars	**As at March 31, 2026 No. of Shares**	As at March 31, 2025 No. of Shares
CCPS at the beginning of the year	**-**	-
Issued during the year (refer note 20.2)	**28,10,88,20,184**	-
CCPS at the end of the year	**28,10,88,20,184**	-

(g) The rights, preferences and restrictions attached to each class of shares including restrictions on the distribution of dividends and the repayment of capital

A) Terms/ rights of equity shares:-

The Company has one class of equity shares having par value of Re.1/- per share. All equity shares are ranking pari passu in all respects including dividend. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive the realised value of the assets of the Company, remaining after payment of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

B) Terms/ rights of preference shares:-

The Company has one class of Compulsorily Convertible Preference Shares ("CCPS") of face value Re. 1 each issued pursuant to the approved debt restructuring arrangement entered into with the lenders of the Company. The CCPS are rupee denominated, cumulative, participating,

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unlisted, mandatorily and compulsorily convertible preference shares and rank pari passu inter se, including with respect to payment of dividend.

The CCPS carry a mandatory fixed cumulative coupon/dividend at the rate of 0.01% per annum. The coupon/dividend is payable annually on the last day of each financial year. The holders of CCPS are entitled to participate in surplus assets and profits of the Company along with equity shareholders in accordance with the terms of issue. In the event of liquidation of the Company, the holders of CCPS shall be entitled to receive, out of the realised assets of the Company remaining after settlement of all preferential dues, payment in priority to the equity shareholders and in proportion to the number of CCPS held by them. The holders of CCPS shall not have any voting rights other than such voting rights as are specifically available to preference shareholders under the Companies Act, 2013.

The CCPS are compulsorily convertible into equity shares of the Company upon occurrence of specified conversion events and mandatorily on or before 31 March 2045 in accordance with the terms of issue. The conversion ratio shall be determined based on the face value of CCPS divided by the applicable conversion price, subject to a conversion price cap of ₹ 5.12 per equity share. Under the terms of issue, the holders of CCPS have been granted a right to require purchase of the CCPS after 31 March 2035, exercisable subject to availability of surplus / excess cash flows and compliance with applicable provisions of the Companies Act, 2013 relating to buyback of securities. The Company also has a discretionary right to purchase the CCPS on mutually agreed terms and in accordance with applicable law.

(h) The details of Shareholders holding more than 5% shares :-

(i) Equity Shares

Sl. No.	Name of Shareholders	As at March 31, 2026		As at March 31, 2025	
		No. of Shares	**% held**	No. of Shares	% held
1.	State Bank of India	**27,51,98,907**	**11.59%**	-	0.00%
2.	Punjab National Bank	**25,55,94,612**	**10.77%**	4,13,758	0.03%
3.	Kushagra Bajaj	**9,61,04,867**	**4.05%**	9,61,04,867	7.52%
4.	Bajaj Resources Private Limited	**8,79,71,924**	**3.71%**	8,79,71,924	6.89%

(ii) Complusorily Convertible Preference Shares

Sl. No.	Name of Shareholders	As at March 31, 2026		As at March 31, 2025	
		No. of Shares	**% held**	No. of Shares	% held
1.	State Bank of India	**7,31,36,88,649**	**26.02%**	-	-
2.	Punjab National Bank	**6,34,44,92,409**	**22.57%**	-	-
3.	Indian Bank	**3,26,03,44,983**	**11.60%**	-	-
4.	Central Bank of India	**2,36,96,34,030**	**8.43%**	-	-
5.	IDBI Bank Ltd	**2,07,28,94,732**	**7.37%**	-	-
6.	Bank of Maharashtra	**1,96,28,62,558**	**6.98%**	-	-

(i) The Company held a beneficial interest in BHL Security Trust, which held 3,11,00,000 equity shares of the Company of face value ₹ 1 each, allotted pursuant to the amalgamation of its erstwhile subsidiary, Bajaj Hindusthan Sugar and Industries Limited, in 2010. In accordance with Ind AS 32, Financial Instruments: Presentation, these shares were treated as treasury shares and presented as a deduction from equity. The excess of the carrying amount of such shares over their face value had been adjusted against Securities Premium.

During the year ended March 31, 2026, the aforesaid 3,11,00,000 treasury shares held through BHL Security Trust, identified as non-core assets under the approved restructuring framework by the consortium of lenders, were sold through SBICAP Securities Limited, the transaction execution agent appointed by the lenders. The shares were sold at an average price of ₹ 21.97 per share, resulting in total realisation of ₹ 68.31 crore. Consequent thereto, the face value amounting to ₹ 3.11

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crore has been recognised under Equity Share Capital and the balance amount of ₹ 64.73 crore, net of brokerage and related transaction expenses, has been credited to Securities Premium. Amount receivable from BHL Security Trust of ₹ 67.84 crore has been shown as other current financial assets. (refer note 14)

Additionally the Company had formed an ESOP trust under the ESOP scheme. The Company had given an advance of ₹ 8.69 crore to the ESOP Trust, which holds 17,80,000 equity shares. Face value of these shares are treated as treasury shares as per Ind AS 32 – "Financial Instruments – Presentation" and shown as reduction from equity. Excess of carrying value of these shares over the face value is reduced from securities premium.

(j) Shares reserved for issue upon conversion of outstanding convertible securities

As at 31 March 2026, the Company has outstanding 32,15,30,423 Optionally Convertible Debentures ("OCDs") of face value of ₹ 100 each and 28,10,88,20,184 CCPS of face value of ₹ 1 each outstanding issued pursuant to the approved debt restructuring / resolution framework entered into with the lenders of the Company.

As at 31 March 2026, equity shares aggregating up to 7,66,83,94,342 equity shares are reserved for issuance upon conversion of the aforesaid outstanding OCDs and CCPS. The actual number of equity shares to be allotted upon conversion shall be determined in accordance with the applicable terms of conversion prevailing on the date of actual conversion.

For the purpose of determining the number of equity shares reserved for issue on conversion of the outstanding OCDs, the Company has considered a conversion price of ₹ 14.76 per equity share, being the price for issue of equity shares under the approved restructuring framework in accordance with the applicable pricing guidelines under the RBI circular dated 8 June 2015 on Strategic Debt Restructuring Scheme read with Regulation 70(5) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2015.

For the purpose of determining the number of equity shares reserved for issue on conversion of the outstanding CCPS, the company considered a conversion price of ₹ 5.12 per equity share, being the conversion price at which equity shares were issued during the current year pursuant to conversion of accrued YTM and allotment of CCPS/equity shares to the lenders under the approved Resolution Plan.

(k) terms of any securities convertible into equity shares issued along with the earliest date of conversion in descending order starting from the farthest such date

The Company has outstanding 0.01% Compulsorily Convertible Preference Shares ("CCPS") and 0.20% Optionally Convertible Debentures ("OCDs") issued pursuant to the approved debt restructuring / Resolution Plan entered into with the lenders of the Company. Refer note 18(g) for terms of CCPS and note 20.2 for terms of OCDs.

The earliest date of conversion for the aforesaid securities is as under:

(i) CCPS – convertible upon expiry of lock-in period of one year from the date of allotment and mandatorily on or before 31 March 2045

(ii) OCDs – convertible at the option of lenders upon occurrence of events of default

(l) Changes in promoters holding during the year ended on March 31, 2026 and March 31, 2025

Sl. No.	Promoter Name	As at March 31, 2026		As at March 31, 2025		%age of Change
		No of Shares	% of total shares	No of Shares	% of total shares	
1	Shishirkumar Bajaj	**83,96,341**	**0.35%**	83,96,341	0.66%	0.00%
2	Kushagra Bajaj	**9,61,04,867**	**4.05%**	9,61,04,867	7.52%	0.00%
3	Minakshi Bajaj	**42,54,556**	**0.18%**	42,54,556	0.33%	0.00%
4	Apoorva Bajaj	**2,31,751**	**0.01%**	2,31,751	0.02%	0.00%
5	Shishir Bajaj & Minakshi Bajaj (As Karta of Shishir Bajaj HUF)	**38,74,654**	**0.16%**	38,74,654	0.30%	0.00%
6	Shishir Bajaj, Minakshi Bajaj & Kushagra Bajaj (As Trustees of Kushagra Trust No. 2)	**60,623**	**0.00%**	60,623	0.00%	0.00%

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Sl. No.	Promoter Name	As at March 31, 2026		As at March 31, 2025		%age of Change
		No of Shares	% of total shares	No of Shares	% of total shares	
7	Bajaj Capital Ventures Pvt. Ltd.	**22,47,142**	**0.09%**	22,47,142	0.18%	0.00%
8	Shishir Bajaj, Minakshi Bajaj & Kushagra Bajaj (As Trustees of Shishir Bajaj Family Trust)	**288**	**0.00%**	288	0.00%	0.00%
9	Shishirkumar Bajaj & Kushagra Bajaj (As Trustees of Bajaj Hindusthan Limited Employees General Medical Aid Fund)	**20,78,120**	**0.09%**	20,78,120	0.16%	0.00%
10	Shishirkumar Bajaj & Kushagra Bajaj (As Trustees of Bajaj Hindusthan Limited Employees Family Planning Welfare Fund)	**17,53,100**	**0.07%**	17,53,100	0.14%	0.00%
11	Shishirkumar Bajaj & Kushagra Bajaj (As Trustees of Bajaj Hindusthan Limited Employees Sports & Cultural Activities Welfare Fund)	**17,43,600**	**0.07%**	17,43,600	0.14%	0.00%
12	Shishirkumar Bajaj & Kushagra Bajaj (As Trustees of Bajaj Hindusthan Limited Managerial Staff Medical Aid Fund)	**17,39,100**	**0.07%**	17,39,100	0.14%	0.00%
13	Shishirkumar Bajaj & Kushagra Bajaj (As Trustees of Bajaj Hindusthan Limited Employees Education Welfare Fund)	**16,09,298**	**0.07%**	16,09,298	0.13%	0.00%
14	Bajaj Resources Pvt. Ltd.	**8,79,71,924**	**3.71%**	8,79,71,924	6.89%	0.00%
15	A N Bajaj Enterprises Pvt Ltd .	**1,83,07,954**	**0.77%**	1,83,07,954	1.43%	0.00%
16	KNB Enterprises LLP	**110**	**0.00%**	110	0.00%	0.00%
17	SKB Roop Commercial LLP	**6,05,92,279**	**2.55%**	6,05,92,279	4.74%	0.00%
18	Lambodar Stocks Private Limited	**121**	**0.00%**	121	0.00%	0.00%
19	Bajaj International Realty Pvt Ltd .	**2,77,77,484**	**1.17%**	2,77,77,484	2.17%	0.00%
20	Bajaj Power Ventures Private Limited	**110**	**0.00%**	110	0.00%	0.00%
	Total	**31,87,43,422**	**13.43%**	31,87,43,422	24.95%	

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
19	**Other equity**		
i)	**Capital redemption reserve**		
	Opening balance	**0.05**	0.05
	Closing balance	**0.05**	0.05
ii)	**Securities premium**		
	Opening Balance	**4,361.90**	4,361.90
	Addition due to issue of equity shares (refer note 20.2)	**451.79**	-
	Addition due to Sale of treasury shares held by BHL Security Trust [refer note 18(i)]	**64.73**	-
	Closing balance	**4,878.42**	4,361.90
iii)	**Equity component of compound financial instrument**		
	Opening balance	**83.98**	83.98
	Change during the year (refer note 20.5)	**6.79**	-
	Closing balance	**90.77**	83.98

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		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
iv)	**General reserve**		
	Opening balance	**156.05**	156.05
	Closing balance	**156.05**	156.05
v)	**Reserve for molasses storage tanks**		
	Opening balance	**1.89**	3.34
	Transferred from statement of profit & loss	**0.46**	0.57
	Utilisation of fund for maintenance of molasses tank	**(0.90)**	(2.02)
	Closing balance	**1.45**	1.89
vi)	**Gain / (loss) on Investment through FVOCI**		
	Opening balance	**1,602.28**	1,731.69
	Change during the year	**(115.93)**	(129.41)
	Transferred to retained earnings	**(629.41)**	-
	Closing balance	**856.94**	1,602.28
vii)	**Actuarial gain / (loss) on employees benefit plans through OCI**		
	Opening balance	**(23.51)**	(18.45)
	Change during the year	**4.62**	(5.06)
	Closing balance	**(18.89)**	(23.51)
viii)	**Statement of profit and loss (retained earnings)**		
	Opening balance	**(6,016.77)**	(1,950.03)
	Effect of restatements due to prior period error (refer note 54)	**-**	(3,315.03)
	Restated Opening Balance	**(6,016.77)**	(5,265.06)
	Profit/(loss) for the year	**137.96**	(751.14)
	Tranferred from FVOCI Reserve	**629.41**	-
	Appropriations		
	Transferred to reserve for molasses storage tanks	**(0.46)**	(0.57)
	Closing balance	**(5,249.86)**	(6,016.77)
ix)	**Share application money pending for allotment**		
	Opening balance	**-**	-
	Change during the year (refer note 20.2)	**53.14**	-
	Closing balance	**53.14**	-
		768.07	165.87

Nature and description of reserves:

- Capital Redemption Reserve: Whenever the Company redeem its preference shares or buy back its own shares which reduces its share capital, then capital redemption reserve is created by face value of its shares.
- Securities Premium: The amount received in excess of face value of the equity shares is recognised in Securities Premium.
- General Reserve: General Reserve was created by transferring a portion of the net profit of the Company as per the requirements of the Companies Act, 2013.
- Molasses Storage Reserve Fund is created as per the provisions under Molasses Control (Regulation of Fund and Erection of Storage Facilities) Order,1976.

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- Retained Earnings: Remaining portion of profits earned or accumulated losses by the Company till date after appropriations.
- Remeasurements of defined benefit liability (asset) comprises actuarial gains & losses and return on plan assets (excluding interest income).
- Gain / (loss) on Investment through FVOCI represents the cumulative gains and losses arising on the revaluation of equity and debt instruments measured at fair value through other comprehensive income that have been recognized in other comprehensive income, net of amounts reclassified to retained earnings when such assets are disposed off and impairment losses on such instruments, if any.

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
20	**Non-current borrowings**		
	(At amortised cost)		
	From Banks		
	Secured Debentures (refer note 20.2)	**3,090.18**	3,483.25
	From related parties		
	Unsecured (refer note 20.1 and 20.5)	**5.56**	11.38
		3,095.74	3,494.63

20.1	**Movement in loan from promoters / related parties**		
	Opening balance	**11.38**	10.16
	Less: amount transferred to other equity	**(6.79)**	-
	Add: notional interest added during the year	**0.97**	1.22
	Closing balance	**5.56**	11.38

20.2 The Company had issued 34,83,24,626 unlisted, unrated, redeemable optionally convertible debentures ("OCDs") of ₹ 100 each, aggregating to ₹ 3,483.25 crore, on December 18, 2017, to the lenders under the Scheme for Sustainable Structuring of Stressed Assets (S4A). Under the original terms, the OCDs were redeemable in 13 equal annual instalments commencing from March 31, 2025, and carried a structured coupon along with a redemption premium linked to the weighted average cost to ensure no net present value loss to the lenders.

The Company was unable to service the first instalment of the OCDs and the related coupon obligations due on March 31, 2025. Accordingly, the Company submitted a resolution plan to the consortium of lenders under the Reserve Bank of India Prudential Framework for Resolution of Stressed Assets dated June 7, 2019. Pursuant thereto, the lenders executed an Inter-Creditor Agreement ("ICA") on April 28, 2025, and the resolution plan was subsequently approved by all the lenders. The restructuring agreement, namely the Framework Agreement, with the lenders was executed on March 26, 2026 and, in respect of Bank of India, approval to the Resolution Plan was accorded vide sanction letter dated March 30, 2026 and the Deed of Accession to the Framework Agreement was executed on April 1, 2026. Accordingly, upon completion of the stipulated conditions precedent, the resolution plan became effective from April 1, 2025.

As part of the condition's precedent to the restructuring, promoters/promoter group entities infused ₹ 1,000 crores into the Company. Of this, ₹ 630.80 crore was brought in through buyback of 67,19,573 equity shares of Lalitpur Power Generation Company Limited ("LPGCL") held by the Company, and the balance ₹ 369.21 crore was infused by LPGCL in the form of an inter coporate deposit, proposed to be converted into equity or an equity-like instrument, subject to applicable approvals and compliances. These funds were utilised towards repayment of the first instalment of OCDs, overdue coupon obligations and part repayment of the Yield to Maturity ("YTM") obligation.

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The principal terms of the approved restructuring are set out below:

a. After repayment of the first instalment of ₹ 267.94 crore, the outstanding OCD liability of ₹ 3,215.31 crore continues as the same instrument, subject to revised terms and conditions.

b. The coupon rate on the OCDs stands revised to 0.20% per annum from the earlier rate of 2.50% per annum.

c. No further YTM shall accrue on the outstanding restructured OCDs.

d. The revised repayment schedule provides for repayment of the OCDs in 10 annual instalments commencing from March 31, 2031, and ending on March 31, 2040, after a moratorium period of five years.

e. Under the applicable restructuring documents, upon the occurrence of specified events of default, the lenders have the right to convert the outstanding OCDs, in whole or in part, into equity shares of the Company.

f. The accrued YTM obligation amounting to ₹ 3,584.95 crore as of March 31, 2025, has been recognised as prior period error (refer note 54). Out of the aforesaid amount, ₹ 645.09 crore, including related tax deduction at source obligations, was paid during the year and the balance was settled in the following manner:

   i) ₹ 570.01 crore was converted into equity share capital through issuance of 1,11,33,06,099 equity shares of face value ₹ 1 each at an issue price of ₹ 5.12 per share, including securities premium of ₹ 4.12 per share. The aforesaid allotment includes 1,67,23,565 equity shares allotted to Bank of India on April 1, 2026.

   ii) The balance YTM liability of ₹ 2,369.85 crore was settled through issuance of 23,69,85,06,606 compulsorily convertible preference shares ("CCPS") of face value ₹ 1 each carrying a coupon dividend of 0.01% per annum. The aforesaid allotment includes 35,59,90,361 CCPS allotted to Bank of India on April 1, 2026.

g. The accrued Right of Recompense ("RoR") payable to the lenders amounting to ₹ 485.60 crore as of March 31, 2025, in accordance with the terms of the Master Restructuring Agreement executed in December 2014 under the Joint Lenders' Forum restructuring framework, was settled through conversion into 485,59,80,947 CCPS of face value ₹ 1 each. The aforesaid allotment includes 8,96,77,008 CCPS allotted to Bank of India on April 1, 2026. The accrued RoR has been recognised as a prior period error (refer note 54).

h. In respect of Bank of India (BOI), 1,67,23,565 equity shares aggregating to ₹ 8.57 crore and 44,56,67,369 CCPS of face value Re. 1 each aggregating to ₹ 44.57 crore were allotted on April 1, 2026. As the underlying conversion of YTM and RoR under the approved Resolution Plan had been accepted by BOI prior to March 31, 2026 vide sanction letter dated March 30, 2026, the aggregate amount of ₹ 53.14 crore relating to the aforesaid allotment has been disclosed as Share Application Money Pending Allotment as at March 31, 2026.

i. The approved resolution plan also stipulates, inter alia, the following key covenants and conditions:

   - The Company is required to monetise identified non-core assets aggregating to a minimum of ₹ 150 crores within two years from the implementation date of the resolution plan. The proceeds from such monetisation are to be utilised towards repayment of the OCDs in inverse order of maturity. In case of any shortfall in the stipulated realisation from monetisation of non-core assets, the promoters/promoter group entities are required to infuse the shortfall amount within the prescribed timeline in accordance with the terms of the approved resolution plan.

   - The Company is required to create and maintain a dedicated sinking fund for servicing coupon and redemption obligations relating to the OCDs. From financial year 2026-27 onwards, the Company is required to deposit amounts equivalent to the coupon obligations into such sinking fund, which may be invested in Government securities, Treasury Bills and other statutory liquidity ratio (SLR) securities approved by the lenders.

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j. The Company has incurred restructuring costs aggregating to ₹ 138.81 crore, which are being amortised over the revised tenure of the OCDs using the effective interest rate (EIR) method in accordance with Ind AS. During the year ended March 31, 2026, an amount of ₹ 13.68 crore has been amortised and recognised as finance cost, and the balance unamortised amount of ₹ 125.13 crore has been adjusted against the carrying amount of the OCDs.

20.3 Maturity profile of optionally convertible debentures are set out below :-

(In ₹ Crore)

Period	Repayment %age	Annual Repayment	Aggregated repayment
Year 1-5 (up to FY 2030)	Moratorium	-	
Year 6-12 (from FT 2031 to FY 2037)	11% of Outstanding OCD P.A.	353.68	2,475.79
Year 13-14 (from FY 2038 to FY 2039)	8% of Outstanding OCD P.A.	257.22	514.45
Year 15 (up to FY 2040)	7% of Outstanding OCD P.A.	225.07	225.07
Grand Total			**3,215.31**

20.4 Details of securities

The Optionally Convertible Debentures ("OCDs") issued to the banks are secured on a first pari passu basis by way of mortgage/hypothecation over the entire immovable and movable property, plant and equipment of the Company, both present and future, and further secured by a first pari passu charge by way of hypothecation over all current assets of the Company, both present and future.

The aforesaid borrowings are additionally secured by personal guarantee of the Chairman (Promoter), corporate guarantees provided by promoter group company, Bajaj International Realty Private Limited, and subsidiary company, Phenil Sugars Limited, pledge of the entire shareholding held by the promoters in the Company, pledge of 21,82,870 equity shares of Lalitpur Power Generation Company Limited ("LPGCL") held by the Company and pledge of 3,63,00,011 equity shares of Bajaj Energy Private Limited held by a promoter group company. Further secured by first pari-passu charge over the Property, plant and equipment of Phenil Sugars Limited ("PSL"), a subsidiary of the Company. Additionally, equitable mortgage over the land owned by PSL shall be created in favour of the lenders / debenture trustee in the event the envisaged monetisation of identified non-core assets, including sale of land, building and plant & machinery owned by PSL, is not completed within two years from the implementation date of the approved Resolution Plan.

All the aforesaid charges have been duly created and filed with the Registrar of Companies ("ROC"). There are no charges or satisfactions pending for registration with the ROC beyond the statutory period.

Bajaj Energy Private Limited, a group company, has provided an irrevocable, unconditional and continuing corporate guarantee in favour of the Debenture Trustee of an aggregate limit of ₹ 300 crore and annual limit of ₹ 150 crore per financial year up to Financial Year 2031-32, towards ensuring compliance with the financial and capital expenditure covenants stipulated under the framework agreements.

20.5 Loan from promoters

In accordance with the terms of the debt restructuring approved by the lenders, the Promoters had infused an amount of ₹ 200 crore as unsecured loans in lieu of their stipulated contribution. In accordance with Ind AS 32, this amount has been classified as a compound financial instrument and bifurcated into ₹ 64.22 crore as debt and ₹ 135.78 crore as equity, based on a discounted cash flow method using a discount rate of 12% per annum over a tenure of 10 years. This loan carries an option to convert into equity shares or similar instruments of the Company.

Further, under the S4A Scheme, the Promoter Group transferred 11,99,87,344 equity shares to lenders towards partial settlement of the unsustainable debt. The corresponding consideration of ₹ 11.99 crore has been recognised as an unsecured loan from the Promoters. In accordance with Ind AS 32, this has been classified as a compound financial instrument and bifurcated into ₹ 10.76 crore

Notes forming part of standalone financial statements

as debt and ₹ 1.24 crore as equity, based on a discounted cash flow method using a discount rate of 12% per annum over a tenure of 20 years.

The unwinding of discount on the aforementioned loans is recognised in the Statement of Profit and Loss over the respective loan tenures.

During the financial year 2021–22, a portion of the above loan amounting to ₹ 190.97 crore was converted into equity shares of the Company upon approval of the lenders. Refer Note 18 (e) for further details.

During the current financial year, consequent to the restructuring of outstanding OCDs and considering the binding repayment restrictions under the restructuring arrangement, whereby the Company is not permitted to repay the promoter loan prior to settlement of the OCD obligations, the management reassessed the expected repayment tenure of the outstanding promoter loan balance of ₹ 9.03 crore. Accordingly, the liability component has been remeasured based on discounted cash flow method considering an additional tenure of 10 years. Pursuant to such reassessment, the liability component amounting to ₹ 2.25 crore has been recognised at present value and the resultant adjustment of ₹ 6.79 crore has been adjusted against the equity component of the compound financial instrument in accordance with Ind AS 32.

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
21	**Non-current provisions**		
	Provisions for employee benefits		
	Gratuity (refer note 32.1)	**84.70**	82.89
	Leave encashment	**24.60**	29.70
		109.30	112.59

(In ₹ Crore)

		As at April 01, 2025	During the Year	**As at March 31, 2026**
22	**Deferred tax statements:**			
	Deferred tax liabilities			
	Property, plant and equipment	463.46	(39.48)	**423.98**
	Fair valuation of property, plant and equipment	775.60	-	**775.60**
	Fair valuation of investments	218.79	(72.76)	**146.03**
		1,457.85	(112.24)	**1,345.61**
	Deferred tax assets:			
	Provision for employee benefits	43.59	1.55	**45.14**
	Provision for doubtful debts/ advances	22.91	(0.55)	**22.36**
	Carry forward losses and unabsorbed depreciation*	396.96	(40.48)	**356.48**
		463.46	(39.48)	**423.98**
	Deferred tax liabilities/ (assets) (net)	994.39	(72.76)	**921.63**

*Deferred tax assets on unabsorbed depreciation is ₹ 1544.24 crore. However, it is recognised to the extent of deferred tax liabilities other than those arising on PPE and Investment on conservative basis.

The Company has recognised a Deferred Tax Liability (DTL) of ₹ 775.60 crores in respect of temporary differences related to property, plant and equipment, based on the previous applicable tax rate. Although the applicable tax rate has been reduced during the previous year, The Company on principle of conservatism and prudence has retained the previously recognised DTL, considering the uncertainty regarding timing and tax implications of any potential future transaction. This treatment is consistent with the Company's accounting policy on deferred taxes and the guidance under Ind AS 12.

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22(a) Tax expense recognised in the Statement of Profit and Loss and OCI

(In ₹ Crore)

	Year ended March 31, 2026	Year ended March 31, 2025
Deferred tax		
Origination and reversal of temporary difference through profit and loss	**-**	-
Origination and reversal of temporary difference through other comprehensive income	**(72.76)**	72.13
Total deferred income tax expense/(credit)	**(72.76)**	72.13
Tax relating to earlier year	**(0.01)**	**-**
Total income tax expense/(credit)	**(72.77)**	72.13

22(b) A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

(In ₹ Crore)

Reconciliation of Income Tax Expense	**Year ended March 31, 2026**	Year ended March 31, 2025
Profit before Tax	**137.97**	(751.14)
Enacted income tax rate in India	**31.20%**	31.20%
Income tax expenses as per enacted rate	**43.05**	(234.36)
Differences due to:		
Income / Expenses not considered for tax purposes and setoff with b/f losses	**(43.05)**	234.36
Total Income tax	**-**	-
Deferred Tax expenses / (credit)	**(72.76)**	72.13
Tax relating to earlier year	**(0.01)**	**-**
Total Tax Expenses / (credit)	**(72.77)**	72.13

22(c) The movement in deferred tax assets and (liabilities) during the year ended March 31, 2025 and March 31 2026:

(In ₹ Crore)

Particular	**As at April 1, 2024**	**Credit/ (charge) in state-ment of Profit and Loss**	**Credit / (charge) in Other Compre-hensive Income**	**As at March 31, 2025**	**Credit / (charge) in state-ment of Profit and Loss**	**Credit / (charge) in Other Compre-hensive Income**	**As at March 31, 2026**
Deferred tax assets/(liabilities)							
Property, plant and equipment	(492.86)	29.40	-	(463.46)	39.48	-	**(423.98)**
Fair valuation of property, plant and equipment	(775.60)	-	-	(775.60)	-	-	**(775.60)**
Provision for employee benefits	40.11	3.48	-	43.59	1.55	-	**45.14**
Provision for doubtful debts/ advances	23.49	(0.58)	-	22.91	(0.55)	-	**22.36**
Fair valuation of investments	(146.66)	-	(72.13)	(218.79)	-	72.76	**(146.03)**
Carry forward losses and unabsorbed depreciation	429.26	(32.30)	-	396.96	(40.48)	-	**356.48**
Total	**(922.26)**	**-**	**(72.13)**	**(994.39)**	**-**	**72.76**	**(921.63)**

Notes forming part of standalone financial statements

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
23	**Current borrowings**		
	(At amortised cost)		
	Inter corporate deposit from related parties (Unsecured) (Refer note 23.1)	**369.21**	-
		369.21	-

23.1 Pursuant to the restructuring arrangement entered into during the year, the Company has received unsecured inter corporate deposit (ICD) aggregating to ₹ 369.21 crores from M/s Lalitpur Power Generation Company Limited (LPGCL), a group entity, in the nature of promoter contribution. This ICD is non-interest bearing, not repayable in cash and is contractually required to be settled only through issuance of equity shares or equity like instruments, including CCPS, in accordance with applicable SEBI regulations and valuation guidelines prevailing at the time of conversion.

Since the conversion price and number of securities to be issued will be determined at the time of conversion based on applicable regulatory pricing guidelines, the arrangement does not satisfy the "fixed-for-fixed" criterion prescribed under Ind AS 32 – Financial Instruments: Presentation. Accordingly, the ICD has not been classified as equity and are presently classified as financial liabilities measured at amortised cost in accordance with Ind AS 109. Management expects conversion of the said ICD into equity/equity-like instruments within a short period of time.

24	**Trade payables**		
	Micro and small enterprises	**1.49**	0.05
	Others	**3,180.75**	3,519.96
		3,182.24	3,520.01
	The details of amount outstanding to Micro and Small Enterprises based on available information with the company are as under :		
	Particulars		
	The amounts remaining unpaid to micro and small suppliers as at the end of the year		
	–– Principal	**1.49**	0.05
	–– Interest (PY ₹ 29,278/-)	**0.02**	0.00
	The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	**-**	-
	The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	**-**	-
	The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	**-**	-
	The amount of interest accrued and remained unpaid at the end of each accounting year. (PY ₹ 29278/-)	**0.02**	0.00
	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006.	**-**	-
	Note : The Information has been given in respect of such vendors to the extent they could be identified as, "Micro and small enterprises" on the basis of confirmation and Udyam certificate provided by the vendors to the Company		

Notes forming part of standalone financial statements

24.01 Trade Payables ageing schedule

As at March 31, 2026 (In ₹ Crore)

Particulars	Outstanding for following periods from due date of payment				
	< 1 year	1 - 2 years	2 - 3 years	> 3 years	Total
(i) Micro & Small Enterprises	1.49	-	-	-	**1.49**
(ii) Others	3,155.71	16.24	3.36	5.44	**3,180.75**
(iii) Disputed dues - Micro & Small Enterprises	-	-	-	-	**-**
(iv) Disputed dues - Others	-	-	-	-	**-**
Total	**3,157.20**	**16.24**	**3.36**	**5.44**	**3,182.24**

As at March 31, 2025 (In ₹ Crore)

Particulars	Outstanding for following periods from due date of payment				
	< 1 year	1 - 2 years	2 - 3 years	> 3 years	Total
(i) Micro & Small Enterprises	0.05	-	-	-	**0.05**
(ii) Others	3,470.03	28.51	6.15	15.27	**3,519.96**
(iii) Disputed dues - Micro & Small Enterprises	-	-	-	-	**-**
(iv) Disputed dues - Others	-	-	-	-	**-**
Total	**3,470.08**	**28.51**	**6.15**	**15.27**	**3,520.01**

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
25	**Other financial liabilities**		
	Interest accrued and due on borrowings	**-**	87.08
	Yield to maturity on OCD (refer note 54)	**-**	3,584.95
	Right to recompense to lenders (refer note 54)	**-**	485.60
	Payable to employees	**34.58**	42.66
	Unclaimed dividends ₹ 2,640 (P.Y. ₹ 2,640) #	**0.00**	0.00
	Deposits from agents/ customers/vendors	**8.59**	11.12
	Other Payables (refer note 25.1)	**2,377.24**	2,366.63
		2,420.41	6,578.04

\# These figures do not include any amount due and outstanding to be credited to Investor Education and Protection fund (IEPF).

Unclaimed dividends of ₹ 2,640 of FY 2010-11 and 2011-12 could not be transferred to IEPF due to a dispute pending in Court of law.

25.1 The Company has received ₹ 1,000 crore in FY 2021-22 and ₹ 1,361 crore in FY 2023-24 aggregating to ₹ 2,361 crore, from Uttar Pradesh Power Corporation Ltd, originally payable to M/s Lalitpur Power Generation Company Limited (LPGCL), through Cane Commissioner Uttar Pradesh by operation of Law under UP Sugar Cane (Regulation of Supply and Purchase) Act, 1953.

The said amount was directly transferred to the cane price escrow accounts for cane dues payment.

During the previous year, M/s LPGCL had filed a writ petition before the Hon'ble Allahabad High Court, seeking an appropriate order declaring the said amendment as unconstitutional and void, along with a direction for refund of the amount transferred, together with applicable interest, from the Government of Uttar Pradesh and the Cane Commissioner. The Company has been impleaded as a respondent in the said proceedings.

Notes forming part of standalone financial statements

Further, in connection with the restructuring arrangements entered into with the lenders, M/s LPGCL has provided an irrevocable and unconditional undertaking, inter alia, that in the event of any order of the Hon'ble High Court requiring the Company (BHSL) to refund or repay any amount in relation to the aforesaid transferred amount, M/s LPGCL shall not seek recovery of such amount from the Company and, subject to obtaining requisite approvals from its lenders and other necessary consents, shall invest the said amount into the Company by way of equity contribution and/or equity-like instruments. The matter continues to be sub judice and, pending final adjudication, the aforesaid amount continues to be disclosed under "Other Current Financial Liabilities".

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
26	**Other current liabilities**		
	Statutory dues and others	**31.47**	85.39
		31.47	85.39
27	**Current provisions**		
	Provisions for employee benefits		
	Gratuity (refer note 32.1)	**25.64**	13.00
	Leave encashment	**9.72**	14.09
		35.36	27.09

		Year ended March 31, 2026 (In ₹ Crore)	Year ended March 31, 2025 (In ₹ Crore)
28	**Revenue from operations**		
	Sale of products	**5,360.96**	5,481.86
	Other operating revenues	**59.21**	60.40
		5,420.17	5,542.26
28.1	**Particulars of sale of products**		
	Sugar	**4,683.77**	4,656.12
	Alcohol	**548.51**	682.42
	Power	**77.90**	53.48
	By products	**50.78**	89.84
		5,360.96	5,481.86

The Uttar Pradesh Electricity Regulatory Commission, vide notification dated October 17, 2025, notified the Uttar Pradesh Electricity Regulatory Commission (Captive and Renewable Energy Generating Plants) Regulations, 2024 (CRE Regulations, 2024), whereby the tariff applicable to power supplied from the Company's captive energy generating plants to Uttar Pradesh Power Corporation Limited was revised with retrospective effect from April 1, 2024, for a period of five years. Consequently, revenue from power for the year includes ₹ 13.82 crore pertaining to the financial year 2024–25.

28.2	**Particulars of other operating revenues**		
	Sale of Export Quota	**7.69**	-
	Sale of scrap	**13.21**	9.92
	Others	**38.31**	50.48
		59.21	60.40

Notes forming part of standalone financial statements

		Year ended March 31, 2026 (In ₹ Crore)	Year ended March 31, 2025 (In ₹ Crore)
29	**Other income**		
	Profit on sale of property plant and equipment	**0.02**	0.09
	Other non-operating income	**18.35**	15.69
	Interest income *	**2.51**	1.35
		20.88	17.13
	* On the principle of conservatism and prudence, the company has not recognized interest income of ₹ 112.43 crore (P.Y. ₹ 112.43 crore) for year ended on March 31, 2026, on loans and advances given to subsidiary, as and when it is recoverable, it will be recognized in the books.		
30	**Cost of materials consumed**		
	Opening stock	**0.28**	0.35
	Purchases	**4,138.58**	4,402.19
		4,138.86	4,402.54
	Less: Closing stock	**0.77**	0.28
	Cost of material consumed	**4,138.09**	4,402.26
31	**Changes in Inventories of finished goods, by-products and work-in-progress**		
	Opening stock		
	Finished goods	**2,400.52**	2,421.92
	By-products	**170.97**	169.56
	Work-in-process	**20.71**	27.26
		2,592.20	2,618.74
	Less: Closing stock		
	Finished goods*	**2,129.38**	2,400.52
	By-products	**219.01**	170.97
	Work-in-process	**18.49**	20.71
		2,366.88	2,592.20
		225.32	26.54
	* Includes ₹ 61 crore (P.Y. ₹ 59.30 crore) towards the write down of inventories.		
32	**Employee benefits expense**		
	Salaries & wages	**340.74**	362.57
	Gratuity expenses (refer note 32.1)	**14.45**	13.33
	Contributions to provident and other funds	**27.63**	26.08
	Employees welfare expenses	**1.58**	1.72
		384.40	403.70

32.1 Defined benefit plan

Liability for employee benefits (Gratuity) has been determined by an actuary, appointed for the purpose, in conformity with the principles set out in the Ind AS19 the details of which are as hereunder:

(In ₹ Crore)

	Funded scheme - gratuity Particulars	**Year ended March 31, 2026**	Year ended March 31, 2025
a)	**Liability to be recognised in balance sheet**		
	Present value of funded obligations	**110.48**	98.44
	Fair value of plan assets	**(0.14)**	(2.55)
	Net liability / (asset)	**110.34**	95.89
	Current (refer note 27)	**25.64**	13.00
	Non-current (refer note 21)	**84.70**	82.89

Notes forming part of standalone financial statements

(In ₹ Crore)

	Funded scheme - gratuity Particulars	Year ended March 31, 2026	Year ended March 31, 2025
b)	**Change in Plan Assets (reconciliation of opening & closing balances)**		
	Fair value of plan assets at the beginning	**2.55**	0.69
	Expected return on plan assets	**0.09**	0.11
	Actuarial gain / (losses)	**(0.10)**	0.09
	Contributions	**4.57**	8.26
	Benefits paid	**(6.97)**	(6.60)
	Fair value of plan assets at the end	**0.14**	2.55
c)	**Change in obligation (reconciliation of opening and closing balances)**		
	Defined benefit obligation at the beginning	**98.44**	86.43
	Current service cost	**8.16**	7.45
	Past Service Cost (refer note 36.1)	**9.61**	-
	Interest cost	**6.19**	6.19
	Actuarial losses / (gain)	**(4.72)**	5.15
	Benefits paid by the Company	**(0.23)**	(0.18)
	Benefits paid by LIC	**(6.97)**	(6.60)
	Closing obligation	**110.48**	98.44
d)	**Expenditure recognised during the year in the statement of profit & loss**		
	Current service cost	**8.16**	7.45
	Past service cost	**9.61**	-
	Interest cost	**6.19**	6.19
	Expected return on plan assets	**(0.09)**	(0.11)
	Total expenses recognised in the statement of profit and loss	**23.87**	13.53
	- In employee benefit expenses	**14.26**	13.53
	- In exceptional item	**9.61**	-
e)	**In Other comprehensive income**		
	Actuarial (Gain) / Loss - Plan liabilities	**(4.72)**	5.15
	Actuarial (Gain) / Loss - Return On Plan Assets	**0.10**	(0.09)
	Net (Income)/ Expense For the period Recognized in OCI	**(4.62)**	5.06
f)	**Investment details**		
	Insurance policies - amount	**0.14**	2.55
	- %	**100%**	100%
g)	**Assumptions**		
	Discount rate (per annum)	**7.10%**	6.53%
	Expected rate of return on assets (per annum)	**7.10%**	6.53%
	Withdrawal Rate	**1% to 8%**	1% to 8%
	Mortality Table	**IALM(2012-14) Table Ultimate**	IALM(2012-14) Table Ultimate
	Salary escalation rate (per annum)	**6.00%**	6.00%

Notes forming part of standalone financial statements

(In ₹ Crore)

	Funded scheme - gratuity Particulars	Year ended March 31, 2026	Year ended March 31, 2025
h)	**Sensitivity**		
	Under base scenario	**110.48**	98.44
	Salary escalation (up by 1%)	**117.13**	105.51
	Salary escalation (down by 1%)	**104.47**	92.10
	Withdrawal rates (up by 1%)	**110.83**	98.61
	Withdrawal rates (down by 1%)	**110.09**	98.26
	Discount rates (up by 1%)	**104.09**	92.12
	Discount rates (down by 1%)	**117.68**	105.61
i)	**Maturity Profile of defined Benefit Obligations**		
	Within 1 Year	**25.64**	15.56
	Between 2 to 5 Years	**34.17**	32.55
	Between 6-10 years	**25.46**	24.23

This is a defined benefit plan and statutory liability of the Company. The Company has to pay the Gratuity to the employees as per the provisions of Code on Social Security 2020 irrespective of the availability of the funds with the Gratuity Fund.

The Gratuity liability is computed on actuarial valuation basis done at year end using the project unit credit method is provided for in the books of account and is based on a detailed working done by a certified actuary. Past service cost is recognized immediately to the extent that the benefits are already vested.

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The Company manages Gratuity obligation through Trust. The Company arranges the fund based on the actuarial valuation and requirement of the Trust.

The expected contributions for Defined Benefit Plan for the next financial year will be ₹40.84 crore (PY ₹27.30 crore).

The average duration of the defined benefit plan obligation at the end of the period is 3.95 (PY 4.27).

These gratuity plan typically expose the company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

Investment risk

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. For other defined benefit plans, the discount rate is determined with reference to market yield at the end of reporting period on high quality corporate bonds when there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit.

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

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32.2 Defined contribution plan

Provident fund

The Company's contribution are made to a Employee Provident Fund Trust. The interest rate payable by the trust to the beneficiaries is notified by the Government. The Company has an obligation to make good the shortfall, if any, between the return on the investments of the trust and the notified interest rate. The actuary has provided a valuation based on the below provided assumptions and there is no shortfall as at March 31, 2026.

Particulars	**Year ended March 31, 2026 (In ₹ Crore)**	Year ended March 31, 2025 (In ₹ Crore)
Plan assets at year end, at fair value	**464.16**	420.94
Present value of benefit obligation at year end	**452.56**	418.36
Cost of short fall in interest rate guarantee	**-**	-
Discount rate	**6.92%**	6.83%
Average remaining tenure of the investment portfolio (years)	**9.00**	13.00
Expected guaranteed interest rate	**8.25%**	8.25%

The Company's contribution to defined contribution plan is as below:

Particulars	**Year ended March 31, 2026 (In ₹ Crore)**	Year ended March 31, 2025 (In ₹ Crore)
Pension fund	**10.63**	10.06
Employees deposit link insurance	**0.60**	0.59
Superannuation	**0.06**	0.08
Total	**11.29**	10.73

	Year ended March 31, 2026 (In ₹ Crore)	Year ended March 31, 2025 (In ₹ Crore)
33 Finance costs		
Interest expense on:		
Borrowings	**-**	4.77
Notional interest on promoters loan	**0.97**	1.22
Others	**0.28**	2.69
Debentures	**9.69**	87.08
Compulsorily Convertible Preference Shares	**0.29**	-
Yield to maturity on OCD (refer note 54)	**-**	699.56
Right to recompense to lenders (refer note 54)	**-**	55.96
Other borrowing costs (refer note 20.2)	**14.57**	0.18
	25.80	851.46
34 Depreciation and amortisation expense		
Depreciation on property plant and equipment (refer Note 5(a))	**210.74**	210.66
Depreciation on right of use assets (refer Note 5(b))	**-**	0.03
Amortisation of intangible assets (refer Note 5(c))	**0.02**	0.01
	210.76	210.70

Notes forming part of standalone financial statements

		Year ended March 31, 2026 (In ₹ Crore)	Year ended March 31, 2025 (In ₹ Crore)
35	**Other expenses**		
	Stores, spares chemicals and consumables	**56.11**	62.47
	Packing materials consumed	**40.93**	48.97
	Power and fuel	**14.25**	14.62
	Rent (refer note no.48)	**2.57**	2.71
	Rates and taxes	**3.33**	6.18
	Repair to building	**2.22**	3.34
	Repair to machinery	**60.21**	135.02
	Repair to others	**5.48**	5.76
	Payment to auditors (refer note 35.1)	**0.65**	0.65
	Insurance	**15.66**	14.84
	Selling commission	**10.62**	10.85
	Selling & distribution	**34.89**	44.53
	Director's fees	**0.28**	0.16
	Donations	**-**	0.01
	Bad debts written off	**1.80**	-
	Provision for doubtful debts	**-**	0.63
	Misc Balance Written Off	**0.11**	0.29
	Loss on assets sold / scrapped/ written off (CY ₹ 46,950/-)	**0.00**	0.42
	Miscellaneous expenses	**55.74**	64.42
		304.85	415.87
35.1	**Payment to auditors**		
	For Statutory audit fees	**0.60**	0.60
	For tax audit fees	**0.03**	0.03
	For certification work	**0.02**	0.02
		0.65	0.65
36	**Exceptional items**		
	Impact on new labour codes on gratuity and leave provision (refer note 36.1)	**13.86**	-
		13.86	-

36.1 Impact of new Labour Code

The Government of India has notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Labour Codes"). The Ministry of Labour & Employment has also issued draft Central Rules and related clarifications / FAQs to facilitate implementation and assessment of the financial impact arising from the changes introduced by the Labour Codes. These Codes, inter alia, revise the definition of "wages" and certain employee benefit related provisions, which may impact the measurement of employee benefit obligations of the Company.

Pursuant to the above, the Company has revised the compensation structure of its employees with effect from April 1, 2026 and, based on an actuarial valuation carried out in accordance with Ind AS 19 – Employee Benefits and applicable guidance in this regard, has recognised an additional provision aggregating to ₹ 13.86 crore towards gratuity and compensated absences liabilities. Considering the materiality of the amount and the regulatory-driven and non-recurring nature of the impact, the aforesaid incremental provision has been disclosed as an Exceptional Item in the Statement of Profit and Loss for the year. The Company continues to monitor the finalisation of Central / State Rules and further clarifications from the Government in relation to implementation of the Labour Codes and shall appropriately evaluate and account for the consequential impact, if any, in the period in which such developments arise.

Notes forming part of standalone financial statements

			Year ended March 31, 2026 (In ₹ Crore)	Year ended March 31, 2025 (In ₹ Crore)
37	**Other Comprehensive income**			
a)	**Items that will not be reclassified to Profit and Loss:**			
	Actuarial gain / (loss) on employee benefit plans		**4.62**	(5.06)
	Gain / (loss) on Investment through FVOCI		**(237.68)**	(101.41)
	Less: tax on Gain / (loss) on Above		**79.89**	18.18
			(153.17)	(88.29)
b)	**Items that will be reclassified to Profit and Loss:**			
	Gain / (loss) on Investment through FVOCI		**48.99**	44.13
	Less: tax on Gain / (loss) on Investment through FVOCI		**(7.13)**	(90.31)
			41.86	(46.18)
			(111.31)	(134.47)

			As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
38	**Contingent liabilities and commitments**			
	(I)	**Contingent liabilities**		
	(a)	In respect of disputed demands/claims against the Company not acknowledged as debts:		
	(i)	Central excise matters	**25.36**	28.93
	(ii)	Trade tax matters	**55.50**	65.68
	(iii)	GST Matters	**0.12**	0.12
	(iv)	Income Tax matters	**8.83**	7.43
	(v)	Other claims	**279.72**	184.23
			369.53	286.39
	(b)	Securities		
		The Company has furnished securities on behalf of related party	**313.12**	661.25
		Fair value of these securities as on 31.03.26 is ₹ 871.14 crore (PY ₹ 1,844.12 crore)		
	(c)	Interest payable on promoters loan (refer note 20.5) is not determinable	**-**	-
	(d)	All the loans outstanding on balance sheet date have been used for the purpose for which it was taken.		
	(II)	**Commitments**		
		Estimated amount of contracts remained to be executed on capital account and not provided for (net of advances).	**0.24**	8.01
			0.24	8.01

39	**Earnings per share**			
	a)	Net profit/ (loss) after tax as per statement of profit and loss	**137.96**	(751.14)
	b)	Compulsorily Convertible Preference Shares dividend @0.01%	**0.29**	-
	c)	Net Adjusted profit/ (loss) after tax as per statement of profit and loss	**138.25**	(751.14)

Notes forming part of standalone financial statements

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
d)	Weighted average number of equity shares for calculating basic EPS (crore)	**136.76**	124.45
e)	Weighted average number of equity shares for calculating diluted EPS (crore)	**147.14**	124.45
f)	Basic earnings ₹ per share	**1.01**	(6.04)
g)	Diluted earnings ₹ per share	**0.94**	(6.04)
h)	Face value per equity share	**Re.1/-**	Re.1/-
	Equity share reconciliation for EPS		
	Weighted average equity share outstanding	**127.78**	124.45
	Add: CCPS convertible into Equity shares (i)	**8.98**	-
	Total considered for basic EPS	**136.76**	124.45
	Add: Share application money convertible into CCPS and Equity (ii)	**10.38**	-
	Total considered for Diluted EPS	**147.14**	124.45

i) Conversion of CCPS has been assumed at ₹ 5.12 each, being the value at which equity shares have been issued during the year to lenders.

ii) Share application money pending allotment represents accumulated YTM and RoR obligations relating to Bank of India (BOI), against which equity shares and CCPS are allotted on April 1, 2026 pursuant to the approved Resolution Plan. Considering that the underlying restructuring proposal had been approved by all the lenders, including BOI, the related potential equity shares have been considered for the purpose of computation of diluted earnings per share. Refer Note 20.2.

iii) Equity shares to be issued on conversion of optionally convertible debentures and on loan from promoters / promoter group companies (refer note no. 20.2, 20.5 and 23) are not determinable as on balance sheet date.

iv) Refer note 54 for impact on EPS due to retrospective restatement.

40 Foreign currency exposure that are not hedged by derivative instruments as on March 31, 2026 amounting to SGD 0.24 crore (PY SGD 0.24 crore) in respect of loan given to subsidiary.

41 The Company publishes the standalone financial statements of the Company along with the consolidated financial statements. In accordance with Ind AS 108 - Operating Segments, the Company has disclosed the segment information in the consolidated financial statements.

42 The disclosures in respect of Related Parties as required under Ind AS 24 'Related Party Disclosures' is stated herein below.

a) Details of related parties :-

Name of related parties			Description of relationship
A.	**Subsidiary companies**		
	1.	Bajaj Aviation Private Limited	Wholly owned subsidiary
	2.	Bajaj Power Generation Private Limited	Wholly owned subsidiary
	3.	Bajaj Hindusthan (Singapore) Pte. Ltd., Singapore	Wholly owned subsidiary
	4.	Phenil Sugars Limited	Subsidiary
	5.	PT. Batu Bumi Persada, Indonesia	Step down subsidiary
	6.	PT. Jangkar Prima, Indonesia	Step down subsidiary

Notes forming part of standalone financial statements

Name of related parties			Description of relationship
B.	**Directors / Key Management Personnel and their relatives**		
	1.	Mr. Kushagra Bajaj	Chairman
	2.	Mr. Ajay Kumar Sharma	Managing Director
	3.	Mr. Sunil Kumar Ojha	Chief Financial Officer
	4.	Mr. Kausik Adhikari	Company Secretary
	5.	Mrs. Pragya Ojha	Wife of Mr. Sunil Kumar Ojha
	6.	Mrs. Susmita Adhikari	Wife of Mr. Kausik Adhikari
	7.	Mr Satish Nagpal	Director (w.e.f. 18.07.2025)
	8.	Mr. Ashok Mukand	Director (up to 23.08.2024)
	9.	Mr. Vinod C. Sampat	Director
	10.	Mrs. Shalu Bhandari	Director
	11.	Mr. Atul Hasmukhrai Mehta	Director
	12.	Mr. Ramani Ranjan Mishra	Director
	13.	Mr Shyam Sunder Jangid	Director
	14.	Mrs. Kuljyotsna	Wife of Mr Ajay Kumar Sharma
C.	**Enterprises over which key management personnel and their relatives are able to exercise significant influence**		
	1.	Abhitech Developers Private Limited	
	2.	Bajaj Capital Ventures Private Limited	
	3.	Anand Engineering Limited (Amalgamated with Ma Multi-Infra Development Private Limited, NCLT order dated 24-02-2026)	
	4.	Bajaj Energy Private Limited (BEPL)	
	5.	Bajaj Resources Private Limited	
	6.	Bajaj Power Ventures Private Limited (BPVPL)	
	7.	Bajaj International Realty Private Limited	
	8.	Shishir Bajaj Family Trust	
	9.	SKB Roop Commercial, LLP	
	10.	Lalitpur Power Generation Company Limited (LPGCL)	
	11.	Lambodar Stocks Private Limited	

b Details of related party transactions:

(In ₹ Crore)

Particulars		March 31, 2026				March 31, 2025			
		Subsidiaries	Directors/ Key Management Persons	Enterprises described in (C) above	Total	Subsidiaries	Directors/ Key Management Persons	Enterprises described in (C) above	Total
(i)	**Transactions During The Year**								
	Rent/ lease rent income	**2.52**	**-**	**3.76**	**6.27**	**2.52**	**-**	**3.71**	**6.23**
	Bajaj Aviation Private Limited	2.52	-	-	2.52	2.52	-	-	2.52
	Lalitpur Power Generation Company Ltd.	-	-	0.32	0.32	-	-	0.28	0.28
	Bajaj Energy Private Limited	-	-	3.43	3.43	-	-	3.42	3.42
	Anand Engineering Limited	-	-	0.01	0.01	-	-	0.01	0.01
	Misc Income	**-**	**-**	**-**	**-**	**-**	**-**	**0.00**	**0.00**
	Bajaj Energy Private Limited	-	-	-	-	-	-	0.00	0.00

Notes forming part of standalone financial statements

(In ₹ Crore)

Particulars	March 31, 2026				March 31, 2025			
	Subsidiaries	Directors/ Key Management Persons	Enterprises described in (C) above	Total	Subsidiaries	Directors/ Key Management Persons	Enterprises described in (C) above	Total
Remuneration	**-**	**3.76**	**-**	**3.76**	**-**	**3.53**	**-**	**3.53**
Mr. Ajay Kumar Sharma	-	1.17	-	1.17	-	1.02	-	1.02
Mr. Sunil Kumar Ojha	-	1.91	-	1.91	-	1.85	-	1.85
Mr. Kausik Adhikari	-	0.68	-	0.68	-	0.66	-	0.66
Salary advance given	**-**	**0.25**	**-**	**0.25**	**-**	**-**	**-**	**-**
Mr. Sunil Kumar Ojha	-	0.25	-	0.25	-	-	-	-
Salary advance received back	**-**	**0.05**	**-**	**0.05**	**-**	**-**	**-**	**-**
Mr. Sunil Kumar Ojha	-	0.05	-	0.05	-	-	-	-
Director's sitting fees	**-**	**0.28**	**-**	**0.28**	**-**	**0.16**	**-**	**0.16**
Mr. Kushagra Bajaj	-	0.01	-	0.01	-	0.01	-	0.01
Mr. Ashok Mukund	-	-	-	-	-	0.01	-	0.01
Mr. Vinod C Sampat	-	0.04	-	0.04	-	0.02	-	0.02
Ms Shalu Bhandari	-	0.06	-	0.06	-	0.04	-	0.04
Mr. Atul Hasmukhrai Mehta	-	0.04	-	0.04	-	0.02	-	0.02
Mr. Ramani Ranjan Mishra	-	0.04	-	0.04	-	0.02	-	0.02
Mr. Shyam Sunder Jangid		0.06	-	0.06	-	0.03	-	0.03
Mr. Satish Kumar Nagpal		0.03	-	0.03	-	-	-	-
Rent expenses	**-**	**0.10**	**1.34**	**1.44**	**-**	**0.10**	**1.39**	**1.49**
Bajaj Capital Ventures Pvt Limited	-	-	-	-	-	-	0.04	0.04
Bajaj Resources Pvt. Limited	-	-	1.34	1.34	-	-	1.35	1.35
Mrs Pragya Ojha	-	0.03	-	0.03	-	0.03	-	0.03
Mrs. Susmita Adhikari	-	0.03	-	0.03	-	0.03	-	0.03
Mrs. Kuljyotsna	-	0.04	-	0.04	-	0.04	-	0.04
Business process services (Exp)	**-**	**-**	**0.45**	**0.45**	**-**	**-**	**0.45**	**0.45**
Abhitech Developers Pvt. Ltd.	-	-	0.45	0.45	-	-	0.45	0.45
Investment tendered under buyback	**-**	**-**	**630.80**	**630.80**	**-**	**-**	**-**	**-**
Lalitpur Power Generation Company Ltd.	-	-	630.80	630.80	-	-	-	-
Investment sold	**-**	**-**	**28.11**	**28.11**	**-**	**-**	**-**	**-**
Bajaj Power Ventures Private Limited	-	-	28.11	28.11	-	-	-	-
Inter Corporate Deposit taken	**-**	**-**	**369.21**	**369.21**	**-**	**-**	**-**	**-**
Lalitpur Power Generation Company Ltd.	-	-	369.21	369.21	-	-	-	-

Notes forming part of standalone financial statements

(In ₹ Crore)

Particulars	March 31, 2026				March 31, 2025			
	Subsidiaries	Directors/ Key Management Persons	Enterprises described in (C) above	Total	Subsidiaries	Directors/ Key Management Persons	Enterprises described in (C) above	Total
(ii) Amount outstanding at Balance Sheet date								
Loans taken	**-**	**0.00**	**21.03**	**21.02**	**-**	**0.00**	**21.03**	**21.03**
Mr. Kushagra Bajaj	-	0.00	-	0.00	-	0.00	-	0.00
SKB Roop Commercial LLP	-	-	9.03	9.03	-	-	9.03	9.03
Shishir Bajaj family Trust	-	-	6.50	6.50	-	-	6.50	6.50
Anand Engineering Limited	-	-	1.39	1.39	-	-	1.39	1.39
Lambodar Stocks Private Limited	-	-	4.11	4.11	-	-	4.11	4.11
Inter Corporate Deposit taken	**-**	**-**	**369.21**	**369.21**	**-**	**-**	**-**	**-**
Lalitpur Power Generation Company Ltd.	-	-	369.21	369.21	-	-	-	-
Trade payable	**-**	**0.00**	**5.40**	**5.40**	**-**	**0.01**	**5.16**	**5.17**
Bajaj Resources Pvt. Limited	-	-	0.99	0.99	-	-	0.82	0.82
Abhitech Developers Pvt. Ltd.	-	-	0.10	0.10	-	-	0.03	0.03
Shishir Bajaj Family Trust	-	-	3.71	3.71	-	-	3.71	3.71
Bajaj Capital Ventures Pvt Limited	-	-	0.60	0.60	-	-	0.60	0.60
Mrs. Pragya Ojha	-	0.00	-	0.00	-	-	-	-
Mrs. Susmita Adhikari	-	0.00	-	0.00	-	0.00	-	0.00
Mrs. Kuljyotsna	-	0.00	-	0.00	-	0.01	-	0.01
Investments made (at cost)	**914.60**	**-**	**867.81**	**1,782.41**	**914.60**	**-**	**1,215.67**	**2,130.27**
Bajaj Hindusthan (Singapore) Pte Ltd.	92.32	-	-	92.32	92.32	-	-	92.32
Bajaj Aviation Private Limited	5.00	-	-	5.00	5.00	-	-	5.00
Bajaj Power Generation Pvt Ltd.	0.02	-	-	0.02	0.02	-	-	0.02
Lalitpur Power Generation Co.Ltd.	-	-	422.27	422.27	-	-	770.13	770.13
Phenil Sugars Limited - Equity	350.04	-	-	350.04	350.04	-	-	350.04
Phenil Sugars Limited - ZOCD	467.22	-	-	467.22	467.22	-	-	467.22
Bajaj Power Ventures Private Limited	-	-	445.54	445.54	-	-	445.54	445.54
Trade receivables	**1.03**	**-**	**0.67**	**1.70**	**-**	**-**	**-**	**-**
Bajaj Aviation Private Limited	1.03	-	-	1.03	-	-	-	-
Bajaj Energy Private Limited	-	-	0.64	0.64	-	-	-	-
Lalitpur Power Generation Company Ltd.	-	-	0.03	0.03	-	-	-	-
Loans given Secured (including interest)	**1,643.25**	**-**	**-**	**1,643.25**	**1,643.25**	**-**	**-**	**1,643.25**
Bajaj Power Generation Pvt Ltd.	1,643.25	-	-	1,643.25	1,643.25	-	-	1,643.25

Notes forming part of standalone financial statements

(In ₹ Crore)

Particulars	March 31, 2026				March 31, 2025			
	Subsidiaries	Directors/ Key Management Persons	Enterprises described in (C) above	Total	Subsidiaries	Directors/ Key Management Persons	Enterprises described in (C) above	Total
Loans given unsecured (including interest)	**55.71**	**-**	**-**	**55.71**	**55.71**	**-**	**-**	**55.71**
Bajaj Aviation Private Limited	42.99	-	-	42.99	42.99	-	-	42.99
Bajaj Hindusthan (Singapore) Pte Ltd.	12.72	-	-	12.72	12.72	-	-	12.72
Provision for doubtful loans given- unsecured (including interest)	**55.71**	**-**	**-**	**55.71**	**55.71**	**-**	**-**	**55.71**
Bajaj Aviation Private Limited	42.99	-	-	42.99	42.99	-	-	42.99
Bajaj Hindusthan (Singapore) Pte Ltd.	12.72	-	-	12.72	12.72	-	-	12.72
Salary advance	**-**	**0.20**	**-**	**0.20**	**-**	**-**	**-**	**-**
Mr. Sunil Kumar Ojha	-	0.20		0.20	-	-	-	-
Deposits given	**-**	**-**	**1.28**	**1.28**	**-**	**-**	**1.28**	**1.28**
Bajaj Capital Ventures Pvt Limited	-	-	0.38	0.38	-	-	0.38	0.38
Shishir Bajaj Family Trust	-	-	0.90	0.90	-	-	0.90	0.90
Provision for diminution in the value of investment	**5.00**	**-**	**-**	**5.00**	**5.00**	**-**	**-**	**5.00**
Bajaj Aviation Private Limited	5.00	-	-	5.00	5.00	-	-	5.00
Guarantees / securities given	**-**	**-**	**313.12**	**313.12**	**-**	**-**	**661.25**	**661.25**
Lalitpur Power Generation Co. Ltd.	-	-	313.12	313.12	-	-	661.25	661.25

Notes:

1 Related party relationship is as identified by the Company based on the available information.

2 No amount has been written off or written back during the year in respect of debts due from or to related parties.

3 Restructured outstanding OCDs aggregating to ₹ 3,215.31 crore as at March 31, 2026 (Previous year: ₹ 3,483.25 crore), held by banks, are secured, inter alia, by personal guarantee of Mr. Kushagra Bajaj, Chairman, corporate guarantees provided by Bajaj International Realty Private Limited, a promoter group company, and Phenil Sugars Limited, a subsidiary, and pledge of the entire shareholding held by the promoters of the Company. The aforesaid facilities are further secured by pledge of 3,63,00,011 equity shares of Bajaj Energy Private Limited held by the promoter group companies and 21,82,870 equity shares of LPGCL held by the Company. In addition, Bajaj Energy Private Limited, a group company, has furnished a corporate guarantee towards the specified financial covenants envisaged under the resolution plan. (refer note 20.2 and 20.4).

4 The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances year-end are unsecured except as stated above and settlement occurs in cash.

5 An amount of ₹ 2361 crore related to LPGCL has been adjusted by UP Government by operation of Law towards the Company's cane dues in respect of which an undertaking has been furnished by LPGCL to the lenders. (refer note no. 25.1).

6 The Company tendered 6719573 equity shares in LPGCL under the buyback arrangement for a consideration of ₹ 630.80 crore; said investment had an acquisition cost of ₹ 334.12 crore.

7 The Company sold 2,75,000 equity shares of LPGCL to BPVPL for a consideration of ₹ 28.11 crore; said shares had an acquisition cost of ₹ 13.75 crore.

Notes forming part of standalone financial statements

43 Details of Loans given, investment made and guarantee given covered under section 186(4) of the Companies Act, 2013.

- Investment made are given under note 6
- Loan given to subsidiaries are given under note 13
- Loans given to others and guarantees/ securities given by the Company as at March 31, 2026 are as under

(In ₹ Crore)

Sr. No.	Name of the company	Nature	As at March 31, 2026	As at March 31, 2025
(i)	Lalitpur Power Generation Company Ltd.	Guarantee/ securities given	**313.12**	661.25

44 Financial risk management

The Company's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risks which the entity is exposed to and how it mitigates that risk.

A Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. The Company is exposed to credit risk from trade receivables loan given, advances and deposits with banks. To manage this, the Company periodically assesses the financial reliability of customers, taking into account loan given factors such as credit track record in the market and past dealings with the Company for extension of credit to customers. The Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. Concentrations of credit risk are limited as a result of the Company's large and diverse customer base. The Company has also taken advances and security deposits from its customers / agents, which mitigate the credit risk to an extent. The ageing of trade receivable is given in note 10.4

Following table summarizes the change in loss allowances measured using life time expected credit loss model. No significant changes in the estimation techniques or assumption were made during the period.

Particulars	(In ₹ Crore)
As at April 01, 2024	**16.78**
Provided during the year	0.63
As at March 31, 2025	**17.41**
Reversal of provision	(1.76)
As at March 31, 2026	**15.65**

The Company considers factors such as track record, size of the institution, market reputation and service standards to select the comparative banks with which loan/ term deposits are maintained. Generally, term deposits are maintained with banks with which Company has also availed borrowings.

B Liquidity risk

Liquidity risk is the risk that a Company may encounter difficulties in meeting its obligations associated with financial liabilities that are settled by delivering cash or other financial assets. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs. The table below provides undiscounted cash flows towards financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

Notes forming part of standalone financial statements

(In ₹ Crore)

Particulars	As at March 31, 2026				
	Carrying amount	On demand	0-12 months	More than 12 months	Total
Borrowings	3,464.95	369.21	-	3,095.74	**3,464.95**
Trade payables	3,182.24	3,182.24	-	-	**3,182.24**
Other financial liabilities (Includes lease)	2,420.41	2,420.41	-	-	**2,420.41**
Total	**9,067.60**	**5,971.86**	**-**	**3,095.74**	**9,067.60**

(In ₹ Crore)

Particulars	As at March 31, 2025				
	Carrying amount	On demand	0-12 months	More than 12 months	Total
Borrowings	3,494.63	-	-	3,494.63	**3,494.63**
Trade payables	3,520.01	3,520.01	-	-	**3,520.01**
Other financial liabilities (Includes lease)	6,578.04	6,578.04	-	-	**6,578.04**
Total	**13,592.68**	**10,098.05**	**-**	**3,494.63**	**13,592.68**

C Market risk

The Company is exposed to the risk of movements in interest rates, inventory price and foreign currency exchange rates that affects its assets, liabilities and future transactions.

i) Interest rate risk

The Company's exposure to interest rate risk arises from fluctuations in fair value or future cash flows of financial instruments due to changes in market interest rates. The Company's borrowings comprise only Optionally Convertible Debentures (OCDs), carrying a fixed coupon rate of 0.20% per annum (PY 2.50% p,a, and applicable YTM) and loan from promoters. Accordingly, the Company is not exposed to material cash flow interest rate risk, as there are no floating rate borrowings outstanding as at the reporting date.

Consequently, sensitivity to changes in market interest rates on the floating rate portion of borrowings is not applicable to the Company.

ii) Inventory Price risk

The Company is exposed to the movement in price of principal finished product i.e. sugar & alcohol. Prices of the sugar cane is fixed by government. Generally, sugar production is carried out during sugar cane harvesting period from November to April. Sugar is sold throughout the year which exposes the sugar inventory to the movement in the price. The Company monitors the sugar prices on daily basis and formulates the sales strategy to achieve maximum realisation. The sensitivity analysis of the change in sugar price on the inventory as at year end, other factors remaining constant in given in table below:

(In ₹ Crore)

Rate sensitivity	Increase / Decrease in sale price (per Qtl)	Effect on Profit before tax	
For year ended March 31, 2026	**Re 1**	**+/(-)**	**0.50**
For year ended March 31, 2025	Re 1	**+/(-)**	0.61

iii) Foreign exchange risk

Foreign currency risk arises commercial transactions that recognised assets and liabilities denominated in a currency that is not Company's functional currency (INR). The Company is not exposed to significant foreign exchange risk at the respective reporting dates.

Notes forming part of standalone financial statements

45 Fair value of financial assets and financial liabilities

Financial instruments measured at fair value can be divided into three levels for determining and disclosing the fair value of financial instruments by valuation technique.

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities,

Level 2 – Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices),

Level 3 – Inputs for the asset or liability that are not based on observable market data.

Following methods and assumptions are used to estimate the fair values:

a) Fair value of cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities and short term borrowings carried at amortised cost is not materially different from it's carrying cost largely due to short term maturities of these financial assets and liabilities.

b) Financial instruments with fixed and variable interest rate fall within level 2 of the fair value hierarchy and are evaluated by Company based on parameters such as interest rate, credit rating or assessed credit worthiness.

c) Non-listed shares and other securities fall within level 2 of the fair value hierarchy. Valuation is based on the observable market approach EV/EBITDA multiple carried out by independent registered valuer.

d) Fair value of the borrowing items fall within level 2 of the fair value hierarchy and is calculated on the basis of discounted future cash flows.

e) Unlisted debt instruments fall within level 3 of the fair value hierarchy. Valuation is based on discounted cash flow method.

Set out below is a comparison by class of the carrying amounts and fair value of the Company's financial instruments that are recognised in the financial statements.

(In ₹ Crore)

Particulars	As at March 31, 2026			
	Carrying amount	Level 1	Level 2	Level 3
Financial Assets at amortised cost				
Trade receivables	91.43	-	-	-
Cash and cash equivalents	84.23	-	-	-
Other bank balances & financial assets	5.91	-	-	-
Loans - current	1,643.25	-	-	-
Total	**1,824.82**	**-**	**-**	**-**
Financial assets at fair value through				
Other comprehensive income				
Investments	2,337.99	-	1,844.05	493.94
Total	**2,337.99**	**-**	**1,844.05**	**493.94**
Financial liabilities at amortised cost				
Borrowings – non current	3,095.74	-	-	-
Borrowings – current	369.21	-	-	-
Trade payables	3,182.24	-	-	-
Other financial liabilities- current	2,420.41	-	-	-
Total	**9,067.60**	**-**	**-**	**-**

Notes forming part of standalone financial statements

(In ₹ Crore)

Particulars	As at March 31, 2025			
	Carrying amount	Level 1	Level 2	Level 3
Financial Assets at amortised cost				
Trade receivables	105.05	-	-	-
Cash and cash equivalents	65.34	-	-	-
Other bank balances	5.76	-	-	-
Loans - current	1,643.25	-	-	-
Total	**1,819.40**	**-**	**-**	**-**
Financial assets at fair value through				
Other comprehensive income				
Investments	3,185.59	-	2,740.64	444.95
Total	**3,185.59**	**-**	**2,740.64**	**444.95**
Financial liabilities at amortised cost				
Borrowings – non current	3,494.63	-	-	-
Trade payables	3,520.01	-	-	-
Other financial liabilities- current	6,578.04	-	-	-
Total	**13,592.68**	**-**	**-**	**-**

During the year ended March 31, 2026 and previous year March 31, 2025 there is no transfer between level 2 and level 3 fair value hierarchy.

Following table shows the reconciliation from the opening balances to the closing balances of the level 3 values.

Particulars	(In ₹ Crore)
Balance as on April 1, 2024	400.82
Fair value gain recognised in OCI	44.13
Balance as on March 31, 2025	444.95
Fair value gain recognised in OCI	48.99
Closing Balance as on March 31, 2026	**493.94**

46 The Company holds investments aggregating ₹ 2,579.57 crore (Previous Year: ₹ 2530.58 crore) in its subsidiaries, comprising equity investments, inter-corporate loans, and accrued interest thereon which are identified as non-core assets as per terms of Framework Agreement, and are required to be recovered. Management is pursuing appropriate measures to facilitate the recovery of the carrying value of these exposures and remains confident about the realization of the same over a reasonable period. Further, in line with the principles of prudence and conservatism, the Company has deferred recognition of interest income amounting to ₹ 112.43 crore (Previous Year: ₹ 112.43 crore).

47 The Company has not entered into any transactions with the companies struck off under 248 of the Companies Act 2013 or under section 560 of the Companies Act 1956, and does not carry any balance/(s) outstanding to or from any such entity.

48 Information about leases

a Company as lessee

1 The expense relating to payments not included in the measurement of the lease liability is as follows:

(In ₹ Crore)

Particulars	March 31, 2026	March 31, 2025
Short-term leases (refer note -35)	**2.57**	2.71
Total	**2.57**	2.71

Notes forming part of standalone financial statements

2 Cash flow related information

(In ₹ Crore)

Particulars	March 31, 2026	March 31, 2025
Total cash outflow in respect of leases in the year	**2.57**	2.74

The Company has lease contracts for various items of land, buildings (including godowns), vehicles and other equipment used it its operations. The Company's obligation under its lease are secured by lessor's title to the leased assets. The Company also has certain leases of godowns and vehicles with lease term of twelve months or less and leases of office equipment with low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases. For long term lease arrangements the company comply with the IND AS 116 and recognise right of use asset (ROU); in the current year and previous year there is no long term lease.

b Company as lessor

The Company has entered into operating leases for land, aircraft and sub-leases for office premises. These leases have different terms depending upon the agreements with respective lessees . All leases include a clause to enable revision of the rental charge on mutual basis on an annual basis according to prevailing market conditions. Rental income recognised by the Company during the year is ₹ 6.25 Crore (previous year ₹ 6.21 Crore).

49 The Company and its erstwhile subsidiary Bajaj Hindusthan Sugar & Industries Limited (BHSIL, merged with the Company in 2010) had made requisite minimum capital investment and established an aggregate of 11 new sugar mills and 4 distillery units and also expanded capacity of sugar mills during the years 2004 to 2008. All those mills were established & commercial production started within the time prescribed under the policy i.e. 31st March' 2008.

As per the Sugar Industry Promotion Policy, 2004 (SIPP) announced by the Government of Uttar Pradesh, the Company was entitled to various benefits in the form of grant of certain exemptions / incentives as also reimbursements of certain expenses and capital subsidy, available to the eligible entrepreneurs based on the requisite investments in setting up new mills and or on capacity expansion of sugar units in state of U.P. On making the requisite investment within prescribed period of implementation, the "Eligibility Certificate" has already been issued to the Company and further procedural instructions have also been issued by the State authorities to file information through each jurisdictional authority in the respective districts to allow the benefits to the 7 new sugar mills & 3 distilleries on starting their commercial production.

All the claims have been filed by the company within stipulated time as per the scheme. Till date the Company has also availed & received partial benefits including reimbursement of capital subsidy amount. However, due to an abrupt withdrawal / discontinuation of policy in the year 2007, the balance amount of benefits and the eligibility certificate and procedural instructions to file information in respect of these 4 new sugar mills and one distillery and further for expansion of one mill of erstwhile subsidiary BHSIL (subsequently merged with the Company) is held up.

Consequently, the Current Assets include a sum of ₹ 592.38 Crores towards the aforesaid claims under 2004 Policy. Since the authorities started denying the benefits so the Company challenged it in the Hon'ble High Court of Allahabad all such denial orders of the Government based on the abrupt withdrawal / discontinuing the policy with effect from 04.06.2007. Basically, the withdrawal of the policy w.e.f. 04.06.2007 was a preponing process of date of completion of projects i.e. 31.03.2008 which otherwise was not relevant in the case of the Company since it has already completed the installation and started the commercial production within the prescribed date and became eligible to avail the benefits envisaged.

The Hon'ble High Court upheld the stand of the company and further held that the withdrawal of Sugar Promotion Policy was arbitrary and without the application of mind. The Government of U.P. preferred to file an SLP before the Hon'ble Supreme Court against the said orders of the Hon'ble High Court of Allahabad. The Hon'ble Supreme Court turned down the stand of the Government of U.P. and declined to interfere in the order of the Hon'ble High Court vide its order dated 07.03.2018. Given the series of orders, and finally, from the Hon'ble Supreme Court, the Company again approached the State of U.P. for release of its claims and accordingly re-submitted the required claim papers again.

Notes forming part of standalone financial statements

The Company regularly followed up with the State of U.P. for settlement of its claims, and because of unreasonable delay in settlement of the Company's claims, the Company filed a contempt petition in the Hon'ble Supreme Court. During the pendency of the contempt petition, the Principal Secretary of U.P. (Sugar) declined the claim of the company on unfounded grounds.

In the contempt petition filed by the Company in Hon'ble Supreme Court, the court expressed the view that the matter involves issues which cannot be determined while exercising contempt jurisdiction. Hence the petitioner (the Company), may approach the Court having original jurisdiction for the matter. The company has filed the writ petition in the Hon'ble High Court of Allahabad; presently the matter sub-judice in the Hon'ble High Court of Allahabad.

In the above writ petition, on an application filed by the State of U.P, the Hon'ble High Court vide an interim order dated 31.01.2023 has deferred the hearing of the above writ petition on the ground of pendency of civil appeal filed by State of UP against Mawana Sugar Limited before the Hon'ble Supreme Court, in which action of withdrawal of SIPP, 2004 is sub-judice.

Aggrieved by the order dated 31.01.2023, the Company has filed a Special Leave Petition before the Hon'ble Supreme Court, in which the Hon'ble Supreme Court vide an Order dated 23.10.2024 granted liberty to Company to file Contempt Petition.

Consequently, the Company has filed a Contempt Petition (Civil) against the Cane Commissioner and the Secretary to the Sugar Industry and Cane Development, U.P, before the Hon'ble Supreme Court where the matter is sub judice. The management has evaluated the status of the ongoing proceedings and, based on discussion with its legal counsel, expects to realise the aforesaid claim tentatively within twelve months from the reporting date. Accordingly, the related amount has been presented under current assets in the standalone financial statements.

50 The Company is covered under section 135(1) of the Companies Act 2013. However the average net profits of the Company during the three immediately preceding years is negative, accordingly CSR spending as mentioned in Section 135(5) is not applicable to the Company for the year 2025-26.

51 The Company reported positive EBITDA for the quarter and year ended March 31, 2026, and had a positive net worth as at that date. In earlier periods, the Company's operations and liquidity position were adversely affected by constrained availability of sugarcane and lower sugar recovery, primarily due to delays in payment of cane dues, which led to a reduction in cane area and, consequently, adversely impacted operational cash flows.

During the year, the Company undertook various measures to improve its operational and financial performance. Pursuant to implementation of the approved Resolution Plan (refer note 20.2), the sustainable debt has been repaid, and the unsustainable debt has been restructured. The restructuring, inter alia, provides for a moratorium of five years on repayment of OCDs, reduction in the coupon rate to 0.20% per annum and cessation of further accrual of YTM & RoR. These measures are expected to reduce finance costs, improve liquidity and support operational improvements, including cane development, improved sugar recovery and strengthening of overall operating efficiencies.

The lenders have also acknowledged the initiatives undertaken by the Company to improve plant efficiency, optimise energy usage and strengthen cane development activities. Further, the Company is pursuing its claim aggregating approximately ₹ 1,961 crores (including interest up to March 31, 2026) under the Sugar Industry Promotion Policy, 2004, which is presently sub judice. Management expects a favourable outcome in this matter, which would further strengthen the Company's financial position and liquidity.

Having regard to the above factors, including implementation of the debt restructuring plan, improvement in liquidity position, operational improvements and the industry outlook, management is of the view that the Company will be able to realise its assets and discharge its liabilities in the normal course of business. Accordingly, these standalone financial statements have been prepared on a going concern basis.

Notes forming part of standalone financial statements

52 Capital Management

There has not been any change in its objectives, policies and processes for managing capital from previous year. The Company is not subject to any externally imposed capital requirements.

(In ₹ Crore)

Particulars	**March 31, 2026**	March 31, 2025	Change in %
Total equity attributable to equity shareholders	**3,816.16**	290.32	1,214.47
Borrowings - non current	**3,095.74**	3,494.63	(11.41)
Total Capital (equity + debts)	**6,911.90**	3,784.95	82.62
Total equity attributable to equity shareholders as percentage of Total Capital	**55%**	8%	
Total Borrowings as percentage of Total Capital	**45%**	92%	

53 Ratios

The following are analytical ratios for the year ended March 31, 2026 and March 31, 2025

Sr. No.	Ratio	Numerator	Denominator	March 31, 2026	March 31, 2025	% Variance
1	Current Ratio	Current Assets	Current Liabilities	0.82	0.51	60.78%
2	Debt-Equity Ratio	Total Debt*	Shareholder's Equity	0.91	12.04	92.44%
3	Debt-Service Coverage Ratio (DSCR)	Earnings available for debt service**	Debt repayment and interest payment during current year @	0.32	1.09	-70.64%
4	Return on Equity Ratio (ROE)	Net profit / (loss) after taxes	Average shareholder's equity	6.72%	-102.32%	106.57%
5	Inventory Turnover Ratio	Sales	Average inventory	2.16	2.10	2.86%
6	Trade Receivable Turnover Ratio	Sales	Average trade receivables	54.57	42.69	27.83%
7	Trade Payables Turnover Ratio	Purchase of material, services and other expenses (as per P&L)	Average trade payables	1.33	1.36	-2.21%
8	Net Capital Turnover Ratio	Sales	Average net working capital	(1.75)	(1.15)	-52.17%
9	Net Profit Ratio	Net profit / (loss) before taxes	Sales	2.57%	-13.70%	118.76%
10	Return on Capital Employed (ROCE)	Earning before interest and taxes (EBIT)	Capital employed***	2.25%	2.65%	-15.09%
11	Return on Investment ****			N/a	N/a	N/a

*Total Debt excludes lease liability

**Earnings available for debt service=Net profit before tax+Interest+Depreciation+Loss on sales of assets

***Capital employed=Net Worth + Borrowings

**** Not applicable since all investments are strategic investments in subsidiaries and group companies.

@ Debt repayment and interest payment during the year other than conversion to equity and CCPS.

Notes forming part of standalone financial statements

Note

1 **Current ratio:** Current ratio improved due to reduction in current liabilities on account of payment / conversion of YTM and RoR obligations into equity or CCPS.

2 **Debt equity ratio:** Debt-equity ratio improved as YTM and RoR liabilities were converted into equity / CCPS.

3 **Debt service coverage ratio:** Debt coverage ratio decreased due to payment of YTM, Ist instalment of OCD.

4 **Return on equity ratio:** Figures are not comparable as YTM and RoR obligations were recognised as a prior period error in finance cost in FY 2024-25.

5 **Trade Receivable Turnover Ratio:** The ratio improved in the current year due to improved realisation from alcohol and sugar customers.

6 **Net capital turnover ratio:** Figures are not comparable as YTM and RoR obligations were recognised as a prior period error resulting into increase in current liability of previous year.

7 **Net profit ratio:** Previous year net profit ratio changed due to restatement of previous year's finance cost on account of prior period error.

54 Prior Period Error and Retrospective Restatement

During the year ended March 31, 2026, the Company implemented the approved Resolution Plan pursuant to which Yield to Maturity (YTM) obligations aggregating to ₹ 3,584.95 crore and Right of Recompense (RoR) obligations aggregating to ₹ 485.60 crore arising under earlier restructuring arrangements were quantified and settled.

Historically, the Company had not recognised YTM obligations in its financial statements and had disclosed the same as contingent liabilities. Further, under the Master Restructuring Agreement (MRA) and the restructuring framework implemented under the Joint Lenders' Forum ("JLF") mechanism, the lenders were entitled to a contractual Right of Recompense in respect of concessions, reliefs and sacrifices extended to the Company. In earlier years, management had assessed that the RoR obligation was contingent upon the occurrence of future events, including improvement in the Company's financial performance and exercise of such rights by the lenders. Accordingly, the RoR obligation was disclosed as a contingent liability. The amount of potential recompense was capable of estimation and had been quantified and disclosed in the financial statements of earlier years.

During the course of implementation of the Resolution Plan, management undertook a detailed reassessment of the underlying contractual arrangements, including the MRA, restructuring documentation, lender communications and the basis on which the YTM and RoR obligations were ultimately quantified and settled. Based on such reassessment, management concluded that the Resolution Plan did not create new YTM or RoR obligations but merely provided the mechanism for quantification and settlement of obligations arising from earlier restructuring arrangements.

Management further concluded that the underlying YTM and RoR obligations substantially related to earlier reporting periods and represented obligations arising from the concessions, reliefs and sacrifices granted by lenders under the restructuring framework. Accordingly, management determined that the earlier non-recognition of such obligations did not appropriately reflect the substance of the underlying contractual arrangements and the economic obligations arising therefrom and therefore constituted a prior period error within the meaning of Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors.

Management also assessed that recognition of the entire impact in the Statement of Profit and Loss for the year ended March 31, 2026 would not appropriately reflect the financial performance of the current year, as the underlying obligations substantially related to earlier reporting periods. Accordingly, the Company has corrected the aforesaid prior period error by retrospectively restating

Notes forming part of standalone financial statements

the comparative financial information in accordance with Ind AS 8 and the recognition principles prescribed under Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets.

Consequently, YTM aggregating to ₹ 2,885.39 crore and RoR aggregating to ₹ 429.64 crore relating to periods up to March 31, 2024 have been adjusted against opening retained earnings as at April 1, 2024. Further, YTM aggregating to ₹ 699.56 crore and RoR aggregating to ₹ 55.96 crore pertaining to the year ended March 31, 2025 have been recognised in the comparative Statement of Profit and Loss as finance cost, with a corresponding increase in other financial liabilities.

As a result of the aforesaid retrospective restatement, opening retained earnings as at April 1, 2024 stand reduced by ₹ 3,315.03 crore and finance cost for the year ended March 31, 2025 stands increased by ₹ 755.52 crore. Comparative financial information, including earnings per share and other affected disclosures, has been restated accordingly.

Accordingly, comparative financial information for the year ended March 31, 2025 and opening balances as at April 1, 2024 have been retrospectively restated. In accordance with Ind AS 1 – Presentation of Financial Statements, a third Balance Sheet as at April 1, 2024 has been presented.

54.1 Impact of Retrospective Restatement on Balance Sheet as at April 1, 2024

(In ₹ Crore)

Particulars	As Previously Reported	Adjustment	Impact of Regrouping	Restated
Other Financial Liabilities - current	52.32	3,315.03	2,399.48	5,766.83
Other current liabilities*	2,494.24	-	(2,399.48)	94.76
Total Current Liabilities	6,400.81	3,315.03	-	9,715.84
Total Liabilities	10,917.23	3,315.03	-	14,232.26
Retained Earnings	(1,950.03)	(3,315.03)	-	(5,265.06)
Total Other Equity	4,368.53	(3,315.03)	-	1,053.50
Total Equity	4,492.98	(3,315.03)	-	1,177.95
Total Equity and Liabilities	15,410.21	-	-	15,410.21

54.2 Impact of Retrospective Restatement on Balance Sheet as at March 31, 2025

(In ₹ Crore)

Particulars	As Previously Reported	Adjustment	Impact of Regrouping	Restated
Other Financial Liabilities - current	103.83	4,070.55	2,403.66	6,578.04
Other Current Liabilities*	2,489.05	-	(2,403.66)	85.39
Total Current Liabilities	6,139.98	4,070.55	-	10,210.53
Total Liabilities	10,741.59	4,070.55	-	14,812.14
Retained Earnings	(1,946.22)	(4,070.55)	-	(6,016.77)
Total Other Equity	4,236.42	(4,070.55)	-	165.87
Total Equity	4,360.87	(4,070.55)	-	290.32
Total Equity and Liabilities	15,102.46	-	-	15,102.46

*Employee-related liabilities of ₹ 42.66 crore (₹ 38.48 crore as on April 1, 2024) and funds of ₹ 2,361.00 crore received from UPPCL, originally receivable by LPGCL from UPPCL, have been regrouped from "Other Current Liabilities" to "Other Financial Liabilities" to align with their nature and presentation requirements. Comparative figures have been regrouped accordingly.

Notes forming part of standalone financial statements

54.3 Impact of Retrospective Restatement on Statement of Profit and Loss for the year ended March 31, 2025

(In ₹ Crore)

Particulars	As Previously Reported	Adjustment	Restated
Finance Cost	95.94	755.52	851.46
Total Expenses	5,555.01	755.52	6,310.53
Loss Before Tax	4.38	(755.52)	(751.14)
Tax Expense / (Credit)	-	-	-
Loss for the Year	4.38	(755.52)	(751.14)
Total Comprehensive income/loss	(130.09)	(755.52)	(885.61)

54.4 Impact of Retrospective Restatement on Earnings Per Share for the year ended March 31, 2025

(₹ per Share)

Particulars	As Previously Reported	Adjustment	Restated
Basic EPS (₹/Share)	0.04	(6.08)	(6.04)
Diluted EPS (₹/Share)	0.04	(6.08)	(6.04)

The above tables present the impact of correction of the prior period error arising from non-recognition of YTM and RoR obligations in earlier reporting periods. The corresponding adjustments have been reflected in the comparative financial information and related disclosures presented in these standalone financial statements.

55 Additional disclosure requirement as per schedule III:

a) No funds (which are material either individually or in the 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, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) No funds (which are material either individually or in the 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, 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) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

d) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

e) The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous year) in the tax assessments under the Income Tax Act, 1961.

56 Audit Trail

The Company uses SAP accounting software for maintaining books of account, which has a feature of recording audit trail (edit log) facility and that has been operative throughout the financial year for the transactions recorded in the software impacting books of accounts at application level. Also the Company has preserved the audit trail as per the statutory requirement for record retention.

Notes forming part of standalone financial statements

57 Events after the reporting date

Subsequent to the reporting date, the Company allotted 1,67,23,565 equity shares aggregating to ₹ 8.56 crore and 44,56,67,369 Compulsorily Convertible Preference Shares ("CCPS") of face value Re. 1 each aggregating to ₹ 44.57 crore to Bank of India on April 1, 2026 pursuant to the approved Resolution Plan towards conversion of accumulated Yield to Maturity ("YTM") and Right of Recompense ("RoR") obligations. The aforesaid amount had been disclosed as Share Application Money Pending Allotment as at March 31, 2026.

58 The standalone financial statements were approved for issue by the Board of Directors, at its meeting held on May 29, 2026

59 Previous year figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification/ disclosures.

Signature to Notes"1" to "59".

As per our Report of even date

For Sidharth N Jain & Company
Firm Registration No.018311C
Chartered Accountants

Sidharth Jain
Proprietor
Membership No. 134684

Surat, May 29, 2026

Sunil Kumar Ojha
Chief Financial Officer
M. No. ACA 400837

Kausik Adhikari
Company Secretary
M. No. ACS 18556

Atul Hasmukhrai Mehta
Director
DIN 00112451

Shalu Bhandari
Director
DIN 00012556

For and on behalf of the Board

Kushagra Bajaj
Chairman
DIN 00017575

Ajay Kumar Sharma
Managing Director
DIN 09607745

Vinod C. Sampat
Director
DIN 09024617

Satish Kumar Nagpal
Director
DIN 09045584

Shyam Sunder Jangid
Director
DIN 01186353

Mumbai, May 29, 2026

Independent Auditors' Report

To the Members of
Bajaj Hindusthan Sugar Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Bajaj Hindusthan Sugar Limited (hereinafter referred to as the 'Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2026, and the consolidated statement of Profit and Loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of 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 and based on the consideration of reports of other auditors on standalone financial statements of subsidiaries as audited by other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs (financial position) of the Group as at March 31, 2026, of consolidated profit (financial performance including other comprehensive income), consolidated changes in equity and its consolidated 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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub paragraph (a) of the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to Note 19.2 and Note 49 to the consolidated financial statements, which describes the implementation of the approved Resolution Plan during the year and management's assessment of the Group's ability to continue as a going concern. Based on the matters described in the aforesaid note, the consolidated financial statements have been prepared on a going concern basis.

Our opinion is not modified in respect of these matters.

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 matter described below to be key audit matters to be communicated in our report.

The Key Audit Matter	How the matter was addressed in our audit
Accounting Treatment of Yield to Maturity (YTM) and Right of Recompense (RoR)	
Refer Note 54 to the consolidated financial statements regarding accounting treatment of Yield to Maturity ("YTM") and Right of Recompense ("RoR") obligations aggregating to ₹ 3,584.95 crore and ₹ 485.60 crore respectively arising under earlier restructuring arrangements and subsequently settled pursuant to the approved Resolution Plan implemented during the year. The management has concluded that the aforesaid obligations substantially relate to prior reporting periods and accordingly accounted for the same as prior period errors requiring retrospective adjustment in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors. We considered this matter as a Key Audit Matter due to the materiality of the amounts involved, significant management judgement exercised in evaluating the nature and timing of the underlying obligations, determination whether the same represented prior period errors or current period obligations under the applicable Indian Accounting Standards, and the consequential impact on the financial statements including opening reserves, comparative financial information and related disclosures.	Our audit procedures in relation to the aforesaid matter included, among others: - Obtaining and examining the earlier restructuring agreements, approved Resolution Plan, framework agreements, lender sanction letters, inter-creditor arrangements and other relevant restructuring documents to understand the nature and terms of the YTM and RoR obligations; - Evaluating the basis adopted by the management for concluding that the YTM and RoR obligations substantially pertained to prior reporting periods and assessing whether the approved Resolution Plan represented crystallisation and settlement of pre-existing obligations or creation of fresh liabilities during the current year; - Assessing the appropriateness of the accounting treatment adopted by the management with reference to the applicable provisions of Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors, Ind AS 109 – Financial Instruments and Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets; - Examining the retrospective adjustments carried out by the management, including the impact on opening retained earnings, comparative financial information and earnings per share disclosures; and - Evaluating the adequacy and appropriateness of the disclosures made by the management in respect of the aforesaid matter in the consolidated financial statements.

Other Information

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

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

The Holding Company's management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance

(including other comprehensive income) consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act. The respective management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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 management and Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group 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 are responsible for overseeing the financial reporting process of the Group.

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 skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls system in place with reference to the consolidated financial statements 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 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 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 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 the 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 audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para (a) of the section titled 'Other Matters' in this audit report.

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

(a) We did not audit the financial statements of four subsidiaries, whose financial statements reflect total assets of ₹ 3,005.60 crores as at March 31, 2026, total revenue ₹ 39.60 crores, total net loss after tax of ₹ 47.13 crores, total comprehensive income of ₹ 124.25 crores and net cash outflow of ₹ 2.85 crores for the year ended March 31, 2026, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the management. Out of the four subsidiaries, the audit report of three subsidiaries includes a paragraph regarding a material uncertainty relating to the subsidiary's ability to continue as a going concern. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the report of the other auditors.

Out of the four subsidiaries as above, one subsidiary company is located outside India whose financial statements have been prepared in accordance with accounting principles generally accepted in its respective country and which has been audited by other auditors under generally accepted auditing standards applicable in their country. The Holding Company's management has converted the financial statements of such foreign subsidiary from accounting principles generally accepted in their respective country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

(b) We have relied on the unaudited financial statements of two stepdown subsidiaries located outside India, whose financial statements reflect total assets of ₹ 8.06 crores as at March 31, 2026, total revenue of ₹ 0.87 crores, total net loss of ₹ 1.32 crores, total comprehensive loss of ₹ 2.99 crores and cash outflows of ₹ 0.09 crores for the year ended March 31, 2026, as considered in the consolidated financial statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of subsections (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, is based solely on such unaudited financial statements. In our opinion and according to the information and

explanations given to us by the Management, these financial statements are not material to the Group.

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 and financial information certified by the Board of Directors.

Report on Other Legal and Regulatory Requirements

1. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order" or "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding Company and CARO report issued by the independent auditor of three subsidiary companies included in the consolidated financial statements of the Holding Company, to which reporting under CARO is applicable, we report following:

Sr No.	Name	CIN	Holding Company / Subsidiary	Clause number of the CARO report which is qualified or adverse
1	Bajaj Hindusthan Sugar Limited	L15420UP1931PLC065243	Holding Company	(vii)(b)
2	Bajaj Aviation Private Limited	U65993MH2005PTC154529	Subsidiary company	(vii)(b)
3	Bajaj Power Generation Private Limited	U40102UP2006PTC045331	Subsidiary company	-
4	Phenil Sugars Limited	U15420DL2003PLC159392	Subsidiary company	(vii), (xvii)

2. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on standalone financial statements of subsidiaries as audited by other auditors, as noted in the 'Other Matters' paragraph, 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 reports of the other auditors.

   c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement 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 Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standard) Rules 2015 (as amended).

   e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 and taken on record by the Board of Directors of the Holding Company and based on audit report of three subsidiary company incorporated in India, none of the directors of the Group companies, incorporated in India is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

g. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act, as amended, in our opinion and according to the information and explanations given to us, the remuneration paid by the Holding Company and its subsidiary companies, where applicable, to its directors during the current year is in accordance with the provisions of Section 197 of the Act read with schedule V of the Act.

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on standalone financial statements of the subsidiaries as noted in the 'Other Matters' paragraph:

   i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note 39 to the consolidated financial statements.

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

   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 company incorporated in India.

   iv. (a) The respective Managements of the Holding Company and its subsidiaries 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, other than those disclosed in consolidated financial statements, no funds (which are material either individually or in the 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 to or in any other person or entity, including foreign entity ("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 ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (b) The respective Managements of the Holding Company and its subsidiaries 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, other than those disclosed on consolidated financial statements, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Holding Company and its subsidiaries 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

   v. The Holding Company and its subsidiary companies incorporated in India has not declared or paid dividend during the year hence reporting of compliances of section 123 is not applicable.

vi. Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act, the Holding Company and its two subsidiaries have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we and respective auditors of the above referred subsidiaries did not come across any instance of audit trail feature being tampered with. Also, the Holding Company and its two subsidiary companies has preserved the audit trail as per the statutory requirements for record retention.

One subsidiary company has used an oracle based ERP accounting software for maintaining its books of account for the financial year ended March 31, 2026 which presently does not have a feature of recording audit trail (edit log) facility. The said subsidiary company is in the process of implementing the audit trail feature.

For Sidharth N Jain & Company
Chartered Accountants
Firm registration number:018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN: 26134684UPJXYP3601

Place: Surat
Date: May 29, 2026

Annexure 'A'

Annexure to the independent auditor's report of even date on the Consolidated financial statements of Bajaj Hindusthan Sugar Limited

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

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

Opinion

In conjunction with our audit of the consolidated financial statements of the Holding Company as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated financial statements of Bajaj Hindusthan Sugar Limited (hereinafter referred to as "the Holding Company") and its subsidiary company, which are companies incorporated in India, as of that date.

In our opinion, the Holding Company and its subsidiary company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls were operating effectively as at March 31, 2026, based on the internal financial control with reference to consolidated financial statements criteria established by the Holding Company and its subsidiaries considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("the Guidance Note").

Management's Responsibility for Internal Financial Controls

The Board of Directors of the of the Holding company, its subsidiary company which are companies incorporated in India, are 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiaries, which are the 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 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 consolidated financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 Company's internal financial controls system with reference to consolidated financial statements.

Meaning of Internal Financial Controls with reference to Consolidated 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 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Consolidated 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.

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 in so far as it relates to a three subsidiary companies, which are the companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Sidharth N Jain & Company
Chartered Accountants
Firm registration number:018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN: 26134684UPJXYP3601

Place: Surat
Date: May 29, 2026

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2026

Particulars	Note No.	As at March 31, 2026 ₹ Crore	As at* March 31, 2025 ₹ Crore	As at* April 1, 2024 ₹ Crore
ASSETS :				
Non-current assets				
Property, plant and equipment	5	**7,136.18**	7,325.46	7,581.66
Right of use assets	5	**-**	-	0.03
Capital work-in-progress	5	**41.13**	12.58	8.05
Other intangible assets	5	**0.08**	0.11	0.00
Financial assets				
Investments	6	**3,569.05**	4,268.73	4,595.88
Other financial assets	7	**6.85**	6.07	11.54
Other non-current assets	8	**135.81**	126.16	107.70
Sub total		**10,889.10**	11,739.11	12,304.86
Current assets				
Inventories	9	**2,424.78**	2,679.59	2,720.54
Financial assets				
Trade receivables	10	**98.63**	107.53	155.91
Cash and cash equivalents	11	**87.13**	71.18	51.97
Other bank balances	12	**0.77**	2.38	0.24
Loans		**-**	-	0.01
Other financial assets	13	**67.84**	-	-
Current tax assets (net)	14	**15.33**	9.16	13.70
Other current assets	15	**657.60**	664.57	658.88
		3,352.08	3,534.41	3,601.25
Assets classified as held for sale	16	**62.61**	10.85	-
Sub total		**3,414.69**	3,545.26	3,601.25
Total assets		**14,303.79**	15,284.37	15,906.11
EQUITY AND LIABILITIES :				
Equity				
Equity share capital	17	**237.21**	124.45	124.45
Instrument entirely equity in nature	17	**2,810.88**	-	-
Other equity	18	**762.63**	26.81	1,035.66
Equity attributable to owners of the Company		**3,810.72**	151.26	1,160.11
Non controlling interest	52	**1.28**	9.37	10.05
Sub total		**3,812.00**	160.63	1,170.16
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	19	**3,157.89**	3,561.17	3,553.21
Provisions	20	**109.71**	114.21	102.41
Deferred tax liabilities	21	**1,140.61**	1,189.37	1,288.50
Sub total		**4,408.21**	4,864.75	4,944.12
Current liabilities				
Financial liabilities				
Borrowings	22	**387.12**	13.47	286.59
Lease liabilities		**-**	-	0.03
Trade payables :-				
total outstanding dues of micro and small enterprises	23	**1.49**	0.05	1.66
total outstanding dues of other than micro and small enterprises	23	**3,195.84**	3,545.15	3,592.99
Other financial liabilities	24	**2,420.60**	6,578.23	5,767.03
Other current liabilities	25	**42.01**	94.35	115.53
Provisions	26	**35.50**	27.28	28.00
		6,082.56	10,258.53	9,791.83
Liability directly associated with assets classified as held for sale	27	**1.02**	0.46	-
Sub total		**6,083.58**	10,258.99	9,791.83
Total Equity and Liabilities		**14,303.79**	15,284.37	15,906.11

The accompanying notes "1" to "59" form an integral part of the consolidated financial statements.
* Restated, refer note 54

As per our Report of even date

For and on behalf of the Board

For Sidharth N Jain & Company
Firm Registration No.018311C
Chartered Accountants

Sidharth Jain
Proprietor
Membership No. 134684

Surat, May 29, 2026

Sunil Kumar Ojha
Chief Financial Officer
M. No. ACA 400837

Kausik Adhikari
Company Secretary
M. No. ACS 18556

Atul Hasmukhrai Mehta
Director
DIN 00112451

Shalu Bhandari
Director
DIN 00012556

Kushagra Bajaj
Chairman
DIN 00017575

Ajay Kumar Sharma
Managing Director
DIN 09607745

Vinod C. Sampat
Director
DIN 09024617

Satish Kumar Nagpal
Director
DIN 09045584

Shyam Sunder Jangid
Director
DIN 01186353

Mumbai, May 29, 2026

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Note No.	Year ended March 31, 2026 ₹ Crore	Year ended* March 31, 2025 ₹ Crore
INCOME :			
Revenue from operations	28	**5,454.76**	5,572.67
Other income	29	**22.20**	20.12
Total Income		**5,476.96**	5,592.79
EXPENSES :			
Cost of materials consumed	30	**4,138.09**	4,402.26
Changes in Inventories of finished goods, stock-in-trade and work-in-progress	31	**225.32**	26.54
Employee benefits expense	32	**389.40**	407.79
Finance costs	33	**33.05**	858.42
Depreciation and amortisation expense	34	**215.56**	215.54
Other expenses	35	**336.31**	448.43
Total Expenses		**5,337.73**	6,358.98
Profit/ (Loss) before exceptional items and tax		**139.23**	(766.19)
Exceptional items	37	**13.86**	-
Profit/ (Loss) before tax		**125.37**	(766.19)
Tax expenses			
Deferred tax	21	**(0.93)**	4.77
Tax relating to earlier year	21	**0.01**	-
Total tax		**(0.92)**	4.77
Profit/(Loss) for the year after tax for continuing operations		**126.29**	(770.96)
Profit / (Loss) from discontinued operations before tax	36	**(0.15)**	(9.34)
Tax expenses for discontinued operation		**-**	-
Profit/ (Loss) from discontinued operations after tax		**(0.15)**	(9.34)
Profit/ (loss) for the year		**126.14**	(780.30)
Other comprehensive income	38		
Items that will not be reclassified to profit or loss		**(34.87)**	(332.18)
Income Tax on Items that will not be reclassified to profit or loss		**51.23**	77.78
Items that will be reclassified to profit or loss		**0.19**	0.78
Income Tax on Items that will be reclassified to profit or loss		**-**	-
		16.55	(253.62)
Total Comprehensive Income/ (loss)		**142.69**	(1,033.92)
Profit/ (Loss) is attributable to:			
Owners of the Company		**126.63**	(779.09)
Non controlling interest		**(0.49)**	(1.21)
		126.14	(780.30)
Other comprehensive income / (loss) is attributable to:			
Owners of the Company		**16.55**	(253.62)
Non controlling interest (₹ 7476 in CY / ₹12,105 PY)		**0.00**	0.00
		16.55	(253.62)
Total comprehensive income / (loss) is attributable to:			
Owners of the Company		**143.18**	(1,032.71)
Non controlling interest		**(0.49)**	(1.21)
		142.69	(1,033.92)
Earnings per equity share of face value of Re.1/- each	40		
Basic earnings per share for continuing operations		**0.93**	(6.19)
Basic earnings per share for discontinued operations		**(0.00)**	(0.07)
Basic earnings per share for continuing and discontinued operations		**0.93**	(6.26)
Diluted earnings per share for continuing operations		**0.86**	(6.19)
Diluted earnings per share for discontinued operations		**(0.00)**	(0.07)
Diluted earnings per share for continuing and discontinued operations		**0.86**	(6.26)

The accompanying notes "1" to "59" form an integral part of the consolidated financial statements.
* Restated, refer note 54

As per our Report of even date

For Sidharth N Jain & Company
Firm Registration No.018311C
Chartered Accountants

Sidharth Jain
Proprietor
Membership No. 134684

Surat, May 29, 2026

For and on behalf of the Board

Kushagra Bajaj
Chairman
DIN 00017575

Ajay Kumar Sharma
Managing Director
DIN 09607745

Vinod C. Sampat
Director
DIN 09024617

Satish Kumar Nagpal
Director
DIN 09045584

Shyam Sunder Jangid
Director
DIN 01186353

Sunil Kumar Ojha
Chief Financial Officer
M. No. ACA 400837

Kausik Adhikari
Company Secretary
M. No. ACS 18556

Atul Hasmukhrai Mehta
Director
DIN 00112451

Shalu Bhandari
Director
DIN 00012556

Mumbai, May 29, 2026

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

	Particulars	Year ended March 31, 2026 ₹ Crore	Year ended March 31, 2025 ₹ Crore
A.	**Cash flow from operating activities:**		
	Net profit/ (loss) before tax from continuing operations	**125.37**	(766.19)
	Net profit/ (loss) before tax from discontinued operations	**(0.15)**	(9.34)
	Net profit/ (loss) before tax	**125.22**	(775.53)
	Adjustment for:		
	Depreciation and amortisation	**215.56**	215.54
	Reversal of reserve for molasses storage tank (for repair work)	**(0.90)**	(2.02)
	Provision / (Reversal) for doubtful debts/ bad debts	**0.10**	2.30
	Reversal of provision for expenses	**(2.56)**	(8.52)
	Miscellaneous balance written off	**0.11**	0.29
	Rental Income	**(3.85)**	(3.81)
	Loss/ (surplus) on sale of property, plant and equipment (net)	**(0.02)**	0.33
	Loss on assets held for sale	**-**	8.25
	Finance costs	**33.05**	858.42
	Interest income	**(2.85)**	(2.17)
	Exchange fluctuation reserve on consolidation	**0.19**	0.78
		238.83	1,069.39
	Operating profit before working capital changes	**364.05**	293.86
	Adjustment for:		
	Trade and other receivables	**6.12**	33.90
	Inventories	**254.82**	38.37
	Trade and other payables	**(387.45)**	(84.44)
	Cash generated from operations	**237.54**	281.69
	Income taxes (paid) / refund (net)	**(7.97)**	(1.30)
	Net cash from/(used in) operating activities	**229.57**	280.39
B.	**Cash flow from investing activities:**		
	Purchase of property, plant and equipment	**(116.39)**	(20.63)
	Sale of property, plant and equipment	**0.07**	30.87
	Advance for capital expenditure	**1.68**	-
	Proceeds from assets held for sale (including advance)	**10.32**	-
	Movement in loans and investment (net)	**-**	0.01
	Sale of Equity Investments	**658.90**	-
	Rental Income	**3.85**	3.81
	Interest received	**2.81**	2.21
	Movement in Fixed deposit	**0.86**	3.27
	Net cash from/(used) in investing activities	**562.10**	19.54
C.	**Cash flow from financing activities:**		
	Repayment of OCD (Ist Instalment)	**(267.94)**	-
	Paid to NCI to acquire additional shares	**(0.63)**	-
	Proceeds from/(Repayment of) other long term borrowings (net)	**16.70**	(272.82)
	Proceeds from short term borrowings	**373.67**	-
	Redemption of ZOCD	**(15.34)**	-
	Paid towards OCD redemption premium (YTM)	**(645.09)**	-
	Interest and restructuring expenses	**(237.09)**	(7.87)
	Payment of lease liability	**-**	(0.03)
	Net cash from/ (used in) financing activities	**(775.72)**	(280.72)
	Net increase/(decrease) in cash and cash equivalents	**15.95**	19.21
	Cash and cash equivalents (opening balance)	**71.18**	51.97
	Cash and cash equivalents (closing balance) (refer note 11)	**87.13**	71.18

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Notes:-

1. The above cash flow statement has been prepared under the "Indirect Method" as per Indian Accounting Standard (Ind AS)-7.
2. Figures in brackets indicate cash outflow and without brackets indicate cash inflow.
3. Disclosure of change in liabilities arising from financing, including both change from cash flow and non cash changes are given below:

(In ₹ Crore)

Particulars	As at March 31, 2025	Expenses during the year	Net cash flows	Non-cash (adjustments)	As at March 31, 2026
Non current borrowings from banks (OCD)***	3,483.25	(125.13)	(267.94)	-	**3,090.18**
ZODC and Preference Shares	66.54	7.20	1.36	(12.95)	**62.15**
Loan from promoters (refer note 19.1)*	11.38	0.97	-	(6.79)	**5.56**
Current borrowings	13.47		373.67	(0.02)	**387.12**
Yield to maturity (YTM) on OCD **	3,584.95	-	(645.09)	(2,939.86)	**-**
Right of Recompense (RoR) **	485.60	-	-	(485.60)	**-**
Interest on borrowings	87.08	150.01	(237.09)	-	**-**

(In ₹ Crore)

Particulars	As at April 1, 2024	Expenses during the year	Net cash flows	Non-cash (adjustments)	As At March 31, 2025
Long term borrowings from banks (OCD)	3,759.13	-	(275.88)	-	**3,483.25**
ZOCD and Preference Shares	59.80	6.73	0.30	(0.29)	**66.54**
Loan from promoters (refer note 19.1)*	10.16	1.22	-	-	**11.38**
Current borrowings	10.71	-	2.76	-	**13.47**
Yield to maturity (YTM) on OCD #	2,885.39	699.56	-	-	**3,584.95**
Right of Recompense (RoR) #	429.64	55.96	-	-	**485.60**
Lease liabilities	0.03	-	(0.03)	-	**-**
Interest on borrowings	-	94.95	(7.87)	-	**87.08**

* Notional interest ₹ 0.97 Crore (PY ₹ 1.22 Crore) on promoters loan credited to promoter's loan account and ₹ 6.79 crore (PY nil) transferred to equity component (refer note no.19.6).

** YTM and RoR converted to equity and CCPS. (refer note no.19.2)

*** Consisting of unamortized restructuring cost (refer note 19.2)

Restated, refer note 54

The accompanying notes ''1'' to "59" form an integral part of the consolidated financial statements.

As per our Report of even date

For Sidharth N Jain & Company
Firm Registration No.018311C
Chartered Accountants

Sidharth Jain
Proprietor
Membership No. 134684

Surat, May 29, 2026

For and on behalf of the Board

Kushagra Bajaj
Chairman
DIN 00017575

Ajay Kumar Sharma
Managing Director
DIN 09607745

Vinod C. Sampat
Director
DIN 09024617

Satish Kumar Nagpal
Director
DIN 09045584

Shyam Sunder Jangid
Director
DIN 01186353

Sunil Kumar Ojha
Chief Financial Officer
M. No. ACA 400837

Kausik Adhikari
Company Secretary
M. No. ACS 18556

Atul Hasmukhrai Mehta
Director
DIN 00112451

Shalu Bhandari
Director
DIN 00012556

Mumbai, May 29, 2026

CONSOLIDATED STATEMENT OF CHANGE IN EQUITY

A Equity Share Capital and Compulsorily Convertible Preference Share (CCPS)

(In ₹ Crore)

Particulars	Equity	CCPS	Total
Share capital	127.74	-	127.74
Less: Investment in BHL Security Trust and ESOP Trust	(3.29)	-	(3.29)
Share capital as at April 1, 2024	124.45	-	124.45
Change during the year	-	-	-
Share capital as at March 31, 2025	124.45	-	124.45

Particulars	Equity	CCPS	Total
Share capital	127.74	-	127.74
Less: Investment in BHL Security Trust and ESOP Trust	(3.29)	-	(3.29)
Share capital as at April 1, 2025	124.45	-	124.45
Change during the year (refer note 17)	112.76	2,810.88	2,923.64
Share capital as at March 31, 2026	237.21	2,810.88	3,048.09

B Other equity

(In ₹ Crore)

Particulars	Share application money pending allotment	Equity component of compound financial instrument	Reserve and surplus						Items of Other Comprehensive Income/(Loss) (OCI)			Total attributable to owners of the Company	Attributable to Non Controlling Interest	Total other equity
			Retained earnings	Capital redemption reserve	Securities premium	General reserve	Reserve for molasses storage tanks	Capital Reserve on consolidation	Actuarial gain / (loss) on employee benefit plans through OCI	Foreign currency translation reserve	Gain / (loss) on Investment through FVOCI			
As at April 01, 2024	**-**	**100.01**	**(2,548.74)**	**0.05**	**4,361.90**	**156.05**	**3.34**	**41.69**	**(15.31)**	**(0.32)**	**2,252.02**	**4,350.69**	**10.05**	**4,360.74**
Effect of restatements due to prior period error (refer note 54)	-	-	(3,315.03)	-	-	-	-	-	-	-	-	(3,315.03)	-	(3,315.03)
Restated Opening Balance	**-**	**100.01**	**(5,863.77)**	**0.05**	**4,361.90**	**156.05**	**3.34**	**41.69**	**(15.31)**	**(0.32)**	**2,252.02**	**1,035.66**	**10.05**	**1,045.71**
Reversal of deferred Tax on PPE	-	-	25.67	-	-	-	-	-	-	-	-	25.67	0.53	26.20
Profit /(loss) for the year	-	-	(779.09)	-	-	-	-	-	-	-	-	(779.09)	(1.21)	(780.30)
Other comprehensive income for the year	-	-	-	-	-	-	-	-	(5.04)	-	(249.37)	(254.41)	0.00	(254.41)
Transfer to molasses storage fund	-	-	(0.57)	-	-	-	0.57	-	-	-	-	-	-	-
Transfer to General reserve	-	-	(0.20)	-	-	0.20	-	-	-	-	-	-	-	-
Utilisation of fund for maintenance of molasses tanks	-	-	-	-	-	-	(2.02)	-	-	-	-	(2.02)	-	(2.02)
Change in equity component of compound financial instrument	-	0.22	-	-	-	-	-	-	-	-	-	0.22	-	0.22
Exchange differences on translating the financial statements of foreign subsidiaries	-	-	-	-	-	-	-	-	-	0.78	-	0.78	-	0.78
As at March 31, 2025	**-**	**100.23**	**(6,617.96)**	**0.05**	**4,361.90**	**156.25**	**1.89**	**41.69**	**(20.35)**	**0.46**	**2,002.65**	**26.81**	**9.37**	**36.18**

CONSOLIDATED STATEMENT OF CHANGE IN EQUITY

Particulars	Share application money pending allotment	Equity component of compound financial instrument	Reserve and surplus						Items of Other Comprehensive Income/(Loss) (OCI)			Total attributable to owners of the Company	Attributable to Non Controlling Interest	Total other equity
			Retained earnings	Capital redemption reserve	Securities premium	General reserve	Reserve for molasses storage tanks	Capital Reserve on consolidation	Actuarial gain / (loss) on employee benefit plans through OCI	Foreign currency translation reserve	Gain / (loss) on Investment through FVOCI			
Profit /(loss) for the year	-	-	126.63	-	-	-	-	-	-	-	-	126.63	(0.49)	126.14
Other comprehensive income for the year	-	-	-	-	-	-	-	-	5.92	0.19	10.44	16.55	0.00	16.55
Reduction in NCI due to purchase of shares (rerer note 52)	-	-	7.01	-	-	-	-	-	-	-	-	7.01	(7.63)	(0.62)
Share application money pending allotment (refer note 19.2)	53.14	-	-	-	-	-	-	-	-	-	-	53.14	-	53.14
Transfer to molasses storage fund	-	-	(0.46)	-	-	-	0.46	-	-	-	-	-	-	-
Classification of gain on sale of FVOCI equity investments	-	-	629.41	-	-	-	-	-	-	-	(629.41)	-	-	-
Issue of equity shares	-	-	-	-	451.79	-	-	-	-	-	-	451.79	-	451.79
Realisation from treasury shares over face value	-	-	-	-	64.73	-	-	-	-	-	-	64.73	-	64.73
Change in equity component of compound financial instrument	-	16.87	-	-	-	-	-	-	-	-	-	16.87	0.03	16.90
Transfer to retained earnings	-	(0.58)	0.58	-	-	-	-	-	-	-	-	-	-	-
Utilisation of fund for maintenance of molasses tanks	-	-	-	-	-	-	(0.90)	-	-	-	-	(0.90)	-	(0.90)
As at March 31, 2026	**53.14**	**116.52**	**(5,854.79)**	**0.05**	**4,878.42**	**156.25**	**1.45**	**41.69**	**(14.43)**	**0.65**	**1,383.68**	**762.63**	**1.28**	**763.91**

The accompanying notes ''1'' to "59" form an integral part of the consolidated financial statements.

As per our Report of even date

For Sidharth N Jain & Company
Firm Registration No.018311C
Chartered Accountants

Sidharth Jain
Proprietor
Membership No. 134684

Surat, May 29, 2026

Sunil Kumar Ojha
Chief Financial Officer
M. No. ACA 400837

Kausik Adhikari
Company Secretary
M. No. ACS 18556

Atul Hasmukhrai Mehta
Director
DIN 00112451

Shalu Bhandari
Director
DIN 00012556

For and on behalf of the Board

Kushagra Bajaj
Chairman
DIN 00017575

Ajay Kumar Sharma
Managing Director
DIN 09607745

Vinod C. Sampat
Director
DIN 09024617

Satish Kumar Nagpal
Director
DIN 09045584

Shyam Sunder Jangid
Director
DIN 01186353

Mumbai, May 29, 2026

Notes forming part of consolidated financial statements

1 Corporate information

The consolidated financial statements comprise financial statements of Bajaj Hindusthan Sugar Limited ("the Holding Company", "Parent Company" or "the Company") and its subsidiaries (collectively "the Group") for the year ended March 31, 2026. The Holding Company is a public limited company incorporated in India under the provisions of the Companies Act and its shares are listed on Bombay Stock Exchange and National Stock Exchange. The registered office of the Holding Company is situated at Golagokarannath, Lakhimpur – Kheri, District Kheri, Uttar Pradesh – 262 802, and it's principal place of business is at TC-13, Vibhuti Khand, Gomti Nagar, Lucknow – 226 010. The Holding Company is engaged in the manufacture of sugar, alcohol and generation of power.

The consolidated financial statements are for the year ended 31st March, 2026 and are prepared in Indian Rupees being the functional currency. The values in Indian Rupees are rounded to crore, except otherwise indicated.

2 Material accounting policies

(i) Basis of preparation and presentation

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for:

i. Certain financial assets and liabilities measured at fair value,

ii. Defined benefit plans - plan assets measured at fair value.

The consolidated financial statements of the Group have been prepared to comply with the Indian Accounting Standards ('Ind AS') notified under Companies (Indian Accounting Standards) Rules, 2015 read with section 133 of the Companies Act, 2013 ("the Act").

(ii) (a) Principles of consolidation:

i) The consolidated financial statements of the Group have been prepared on the following basis:

- The consolidated financial statements of the Group are prepared in accordance with the Indian Accounting Standard - 110 "Consolidated Financial Statements".
- The financial statements of the Company and its subsidiary companies have been consolidated on a line - by - line basis by adding together the book value of like items of assets, liabilities, income and expenses, after eliminating intra - group balances and intra - group transactions resulting in unrealised profits or unrealised cash losses.
- Investment in associate has been accounted as per the equity method as prescribed by Ind AS - 28.
- The excess of cost of investment in the subsidiary companies over the Company's portion of equity of the subsidiary at the date of investment made is recognised in the consolidated financial statements as goodwill. The excess of Company's portion of equity of the subsidiary over the cost of investment therein is treated as capital reserve.

The financial statements of foreign operation are translated as follows:

- The assets and liabilities are translated at the closing rate.
- Income and expenses items are translated at average rate prevailing during the year.
- All differences are accumulated in a foreign currency translation reserve on consolidation until the disposal of the net investment.
- The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as the Holding Company's separate financial statements.

Notes forming part of consolidated financial statements

- Non controlling interest's share of net profit of consolidated subsidiaries for the year is identified and adjusted against the income of the Group in order to arrive at the net income attributable to shareholders of the Holding Company. Non controlling interest's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Holding Company's shareholders.

ii) Details of subsidiary companies considered in the consolidated financial statements are as follows:

Name of the company	Country of incorporation	Holding as on March 31, 2026	Holding as on March 31, 2025	Financial year ends on
Subsidiaries:				
Bajaj Aviation Private Ltd.	India	100.00%	100.00%	31.03.2026
Bajaj Power Generation Private Ltd. (BPGPL)	India	100.00%	100.00%	31.03.2026
Bajaj Hindusthan (Singapore) Pte Ltd.#	Singapore	100.00%	100.00%	31.03.2026
PT.Batu Bumi Persada #	Indonesia	99.00%	99.00%	31.12.2025
PT.Jangkar Prima #	Indonesia	99.88%	99.88%	31.12.2025
Phenil Sugars Limited@	India	99.70%	98.01%	31.03.2026

Management has compiled the accounts for year ended March 31, 2026, in order to consolidate the accounts with that of the Holding Company.

@ Includes 1.69% equity shares acquired and held by BPGPL wef Aug 26, 2025

(ii) (b) Business combination

(i) Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. Acquisition related costs are expensed as incurred.

(ii) At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities.

(iii) Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed.

(iv) If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, with clear evidence of bargain purchase, then the gain is recognised in OCI and accumulated in equity as capital reserve. In other case the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

(v) After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination.

(vi) If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit & loss.

(iii) Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification.

Notes forming part of consolidated financial statements

An asset is treated as current when it is:

i) expected to be realised or intended to be sold or consumed in normal operating cycle,

ii) held primarily for the purpose of trading,

iii) expected to be realised within twelve months after the reporting period,

iv) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period, or

v) carrying current portion of non current financial assets.

All other assets are classified as non-current.

A liability is current when:

i) it is expected to be settled in normal operating cycle ;

ii) it is held primarily for the purpose of trading ;

iii) it is due to be settled within twelve months after the reporting period,

iv) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period, or

v) It includes current portion of non current financial liabilities.

All other liabilities are classified as non-current.

(iv) Operating cycle

All assets and liabilities have been classified as current and non-current as per the Group's normal operating cycle and other criteria set out above which are in accordance with the schedule III to the Act. Based on the nature of supply and time between the acquisition of assets for providing of services and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

(v) Property, plant and equipment:

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes purchase price, taxes and duties, labour cost and direct overheads for self- constructed assets and other direct costs incurred up to the date the asset is ready for its intended use. In case of land, the Group has opted to state fair value as deemed cost on date of transition to Ind AS, When significant parts of property, plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major refurbishment is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in statement of profit and loss as incurred.

Expenditure during construction period incurred on the projects under implementation are treated as pre- operative expenses pending allocation to the assets, and are included under "Work-in-Progress". These expenses are apportioned to fixed assets on commencement of commercial production. Capital Work-in-Progress is stated at the amount incurred up to the date of Balance Sheet.

Depreciation on property, plant and equipment is provided on straight line method and based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except, leasehold and improvements which are amortized over the lower of estimated useful life or lease period; on assets acquired under finance lease, depreciation is provided over the lease term. Depreciation on assets added, sold or discarded during the year is provided on pro rata basis.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at the end of each financial year and adjusted prospectively, if appropriate. Gains

Notes forming part of consolidated financial statements

or losses arising from de-recognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of profit and loss when the asset is de-recognized.

(vi) Leases

Group as lessee

Assets taken on lease are accounted as right-of-use assets and the corresponding lease liability is accounted at the lease commencement date. Initially the right-of-use asset is measured at cost which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The lease liability is initially measured at the present value of the lease payments, discounted using the Group's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or a rate, or a change in the estimate of the guaranteed residual value, or a change in the assessment of purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right of-use asset, or is recorded in the Statement of Profit and Loss if the carrying amount of the right-of-use asset has been reduced to zero.

The right-of-use asset is measured by applying cost model i.e. right-of-use asset at cost less accumulated depreciation and cumulative impairment, if any. The right-of-use asset is depreciated using the straight-line method from the commencement date to the end of the lease term or useful life of the underlying asset whichever is earlier. Carrying amount of lease liability is increased by interest on lease liability and reduced by lease payments made.

Lease payments associated with following leases are recognised as expense on straight-line basis:

(i) Low value leases; and

(ii) Leases which are short-term.

Group as lessor

Assets given on lease are classified either as operating lease or as finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Assets given under finance lease are recognised as a receivable at an amount equal to the net investment in the lease. Finance income is recognised over the lease term, based on a pattern reflecting a constant periodic rate of return on Group's net investment in the lease. A lease which is not classified as a finance lease is an operating lease. The Group recognises lease payments in case of assets given on operating leases as income on a straight-line basis. The Group presents underlying assets subject to operating lease in its consolidated balance sheet under the respective class of asset.

(vii) Intangible assets:

Intangible assets are stated at cost of acquisition net of recoverable taxes less accumulated amortisation/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the consolidated statement of profit and loss when the asset is derecognised.

Computer software are amortised over a period of 5 years. The amortisation period and the amortisation method for intangible assets with a finite useful life are reviewed at each reporting date.

Notes forming part of consolidated financial statements

(viii) Research & Development Expenditure:

Revenue expenditure on Research is expensed out in the consolidated statement of profit and loss for the year. Development costs of products are charged to the consolidated statement of profit and loss unless a product's technological feasibility and commercial has been established, in which case such expenditure is capitalised. Capital expenditure on research and development is shown as an addition to property, plant and equipment.

(ix) Borrowing Cost:

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are charged to the consolidated statement of profit and loss in the period in which they are incurred.

(x) Inventories:

i) Stock of raw materials is valued at cost or net realisable value whichever is lower. Cost is arrived at on FIFO Basis. However, these items are considered to be realizable at cost if the finished products, in which they will be used, are expected to be sold at or above cost.

ii) Stock of materials-in-process and finished goods are valued at cost or net realisable value whichever is lower.

iii) Stores, spares and packing materials are valued at cost. Cost is arrived at on weighted average basis.

iv) Obsolete stores and spares when identified and technically determined, are valued at estimated realisable value.

v) By-products have been valued at estimated realisable value.

vi) Trial run inventories are valued at cost or estimated realisable value whichever is lower.

vii) Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(xi) Earnings per share

Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Ordinary shares that will be issued upon the conversion of a mandatorily convertible instrument are included in the calculation of basic earnings per share from the date the contract is entered into. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year.

(xii) Impairment of non-financial Assets:

The carrying amount of any property, plant and equipment and intangible assets with finite lives are reviewed at each balance sheet date, if there is any indication of impairment based on internal / external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. An impairment loss is charged to the consolidated statement of profit and loss in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Notes forming part of consolidated financial statements

(xiii) Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. 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.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Group also discloses present obligations for which a reliable estimate cannot be made. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

(xiv) Employee benefits:

i) Short term employee benefits

Short term employee benefits are recognised as expenditure at the undiscounted value in the consolidated statement of profit and loss of the year in which the related service is rendered.

ii) Post-employment benefits :

Defined contribution plans: Group's contribution to the superannuation scheme, provident fund scheme and pension under employees' pension scheme etc. are recognised during the year in which the related service is rendered. Monthly contributions are made to a trust administered by the trustees. The interest rate payable by the trust to the beneficiaries is notified by the Government. The Group has an obligation to make good the shortfall, if any, between the return on the investments of the trust and the notified interest rate.

Defined benefit plans - gratuity: Gratuity liability is covered under the gratuity-cum-insurance policy of Life Insurance Corporation of India (LIC) administered by trust. The present value of the obligation is determined based on an actuarial valuation, using the projected unit credit method. Actuarial gains and losses in respect of post-employment benefits are charged to the Other Comprehensive Income (OCI). The amount funded by the Group administered by the trust under the aforesaid Policy, is reduced from the gross obligation under the defined benefit plan, to recognise the obligation on a net basis.

iii) The Group has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Expense on non-accumulating compensated absences is recognized in the period in which the absences occur.

iv) Compensation to employees under Voluntary Retirement Scheme is charged to consolidated statement of profit and loss in the year of accrual.

(xv) Taxation

i) Current Tax

Provision for current tax is made with reference to taxable income computed for the accounting period for which the financial statements are prepared by applying the tax rates and laws that are enacted or substantively enacted at the Balance sheet date. The tax is recognised in consolidated statement of profit and loss, except to the extent that it related to items recognised in the other comprehensive income (OCI) or in other equity. In this case, the tax is also recognised in other comprehensive income and in other equity.

Notes forming part of consolidated financial statements

Current tax assets and current tax liabilities are off set only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously

ii) Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period. Deferred tax asset on unabsorbed depreciation and carried forward losses is recognised only to the extent of deferred tax liability.

iii) Minimum Alternate Tax (MAT) paid in a year is charged to the consolidated statement of profit and loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the Group will pay normal income tax and thereby utilising MAT credit during the specified period, i.e., the period for which MAT credit is allowed to be carried forward and utilised. In the year in which the Group recognises MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax asset. The Group reviews the Deferred tax assets on MAT credit entitlement at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

(xvi) Cash and cash equivalents

Cash and cash equivalents includes cash in hand and deposits with any qualifying financial institution repayable on demand or maturing within three months from the date of acquisition and which are subject to an insignificant risk of change in value.

(xvii) Foreign Currencies

i) Foreign currency transactions are recorded at the rates of exchange prevailing on the date of transaction. Monetary foreign currency assets and liabilities outstanding at the close of the financial year are revalued at the exchange rates prevailing on the balance sheet date. Exchange differences arising on account of fluctuation in the rate of exchange is recognised in the consolidated statement of profit and loss.

ii) Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. 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. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or statement of profit and loss are also recognised in OCI or statement of profit and loss, respectively).

(xviii)Revenue from contracts with customers

Revenue is recognised when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for such goods or services, in accordance with Ind AS 115 – Revenue from Contracts with Customers.

Revenue primarily comprises sale of sugar, molasses, bagasse, power, ethanol and other by-products generated during the manufacturing process.

Revenue is recognised upon satisfaction of performance obligations, which generally occurs upon dispatch/delivery of goods to customers in accordance with the terms of sale, when control, significant risks and rewards of ownership and effective control over the goods are transferred to the customer. Revenue is measured net of returns, trade discounts, rebates, Goods and Services Tax ("GST") and other similar taxes collected on behalf of the Government.

Notes forming part of consolidated financial statements

Where contracts contain a single performance obligation, revenue is recognised at the point in time when control of goods passes to the customer. In case of sale arrangements involving multiple performance obligations, the transaction price is allocated to each performance obligation based on the relative standalone selling prices.

Export incentives, if any, are recognised as revenue when there is reasonable assurance that the entitlement will be received and the related conditions are complied with.

Sale of power

Revenue from sale of power generated through cogeneration facilities is recognised on supply of units of electricity to the grid in accordance with the terms of the underlying agreements and as per applicable tariff regulation.

Interest income

Interest income is recognised using the effective interest rate ("EIR") method on a time proportion basis.

Other operating income

Income from sale of scrap and miscellaneous operational recoveries is recognised when the related goods/services are transferred/rendered and there is no significant uncertainty regarding collection of consideration.

Dividend income

Dividend income is recognised when the right to receive payment is established.

Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

(xix) Government grants

The Government grants such as capital subsidies under Sugar Promotion Policy, 2004, interest free or concessional interest rate loans and subsidies related to sugar cane purchased are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to consolidated statement of profit and loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by Governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a Government grant. The loan or assistance is initially recognised and measured at fair value and the Government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to the financial liabilities.

(xx) Financial Instruments

i) Financial assets

A Initial recognition

The Group classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement. Financial instruments are recognised when

Notes forming part of consolidated financial statements

the Group becomes a party to the contractual provisions of the instrument. Financial instruments are recognised initially at fair value plus transactions costs that are directly attributable to the acquisition or issue of the financial instrument, except for financial assets at fair value through statement of profit and loss, which are initially measured at fair value, excluding transaction costs (which is recognised in statement of profit and loss).

B Subsequent measurement

a) Financial assets carried at amortised cost (AC)

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.

b) 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 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.

c) Financial assets at fair value through statement of profit and loss (FVTPL)

Equity instruments

All equity investments in scope of Ind-AS 109 are measured at fair value either as at FVTOCI or FVTPL. The Group makes such election on instrument-by-instrument basis.

For equity instruments measured as at FVTOCI, all fair value changes on the instrument, excluding dividends, are recognized in the OCI. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Treasury shares

The Holding Company has created a Securities Trust that holds the equity shares of the Holding Company, which were allotted to the Trust in 2010 pursuant to the scheme of amalgamation of its erstwhile subsidiary Bajaj Hindusthan Sugar and Industries Ltd. The Holding Company uses Trust as a separate vehicle under the said scheme and treats as its extension and shares held by Trust are treated as treasury shares. The own equity shares that reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in consolidated statement of profit and loss on the purchase, sale, issue or cancellation of the Holding Company's own equity shares. Corresponding amount of security premium is reduced from other equity.

d) Impairment of financial assets

The Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

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

2 Financial assets that are debt instruments and are measured as at FVTOCI

3 Lease receivables

4 Trade receivables or any contractual right to receive cash or another financial asset.

5 Loan commitments which are not measured as at FVTPL

6 The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or contract revenue receivables; and all lease receivables.

Notes forming part of consolidated financial statements

The application of simplified approach does not require the Group to track changes in credit risk rather; it recognises impairment loss allowance based on 12 months ECLs at each reporting date, right from its initial recognition.

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

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

ii) Financial liabilities

A Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings and payables, net of directly attributable cost. Fees of recurring nature are directly recognised in consolidated statement profit and loss as finance cost.

B Subsequent measurement:

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.

a) Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method. Gains and losses are recognized in statement of profit and loss when liabilities are derecognized. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance cost in the consolidated statement of profit and loss.

b) Compound Financial Instruments

At the issue date the fair value of the liability component of a compound instrument is estimated using the market interest rate for a similar non-convertible instrument. This amount is recorded as a liability at amortised cost using the effective interest method until extinguished upon conversion or at the instrument's redemption date. The equity component is determined as the difference of the amount of the liability component from the fair value of the instrument. This is recognised in equity, net of income tax effects, and is not subsequently re-measured.

iii) De-recognition of financial instruments

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for de-recognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Group's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Group has a legally enforceable right to set off the

Notes forming part of consolidated financial statements

amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v) Fair value of financial instruments

In determining the fair value of its financial instruments, the Group 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, EV/EBIDTA method and 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.

vi) Derivative financial instruments

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to consolidated statement of profit and loss, except for the effective portion of cash flow hedges which is recognised in other comprehensive income and later to statement of profit or loss when the hedge item effects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

(xxi) Non-current assets held for sale/ distribution to owners and discontinued operations:

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less cost to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the assets (or disposal group) to fair value less cost to sell. A gain is recognised for any subsequent increases in fair value less cost to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition. Non-current assets (including that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised. Non-current assets classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the consolidated statement of profit and loss.

(xxii) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker monitors the operating results of its business Segments separately for the purpose of making decision about the resources allocation and performance assessment. Segment performance is evaluated based on the profit or loss and is measured consistently with profit or loss in the consolidated financial

Notes forming part of consolidated financial statements

statements. The operating segments have been identified on the basis of the nature of products/ services.

3 Use of accounting judgements, estimates and assumptions

In preparing these consolidated financial statements, management has made judgments, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses, and the accompanying disclosures, and the disclosure of contingent liabilities. Management believes that the estimates used in the preparation of the consolidated financial statements are prudent and reasonable. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

The Group uses the following critical accounting judgements, estimates and assumptions in preparation of its consolidated financial statements:

i) Depreciation and useful lives of property plant and equipment

Property, plant and equipment are depreciated over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values are based on the Group's historical experience with similar assets and take into account anticipated technological changes. The depreciation for future periods is adjusted if there are significant changes from previous estimates.

ii) Recoverability of trade receivable:

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

iii) Provisions:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

iv) Impairment of non-financial assets:

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transaction are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

v) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default

Notes forming part of consolidated financial statements

and expected cash loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

vi) Retirement benefit obligations:

The cost of the leave encashment, 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 periodically reviewed at each reporting date.

vii) Fair value measurement of financial instruments:

The fair values of financial instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets are determined using valuation techniques including the Discounted Cash Flow (DCF) model. The Group uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions at regular intervals. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

viii) Deferred tax:

Deferred tax assets are recognised for unused tax losses (carry forward of earlier years' losses) and unused tax credit to the extent that taxable profit would probably be available against which the losses and tax credit could be utilised. Significant judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. The Group reviews the carrying amount of deferred tax assets and liabilities at each balance sheet date with consequential change being given effect to in the year of determination.

ix) Classification of 0.01% Compulsorily Convertible Preference Shares ("CCPS"):

The Holding Company has issued 0.01% Compulsorily Convertible Preference Shares ("CCPS") pursuant to the approved Resolution Plan entered into with the lenders of the Holding Company. The CCPS are rupee denominated, cumulative, participating, unlisted, mandatorily and compulsorily convertible preference shares containing certain features including cumulative coupon/dividend, conversion into equity shares, put/call option rights and buyback related clauses.

The management has evaluated the classification of the aforesaid instrument in accordance with the principles prescribed under Indian Accounting Standards Ind AS 32 – Financial Instruments: Presentation, including paragraphs 15, 16 and 22 thereof, which require classification of a financial instrument based on the substance of the contractual arrangement and not merely its legal form.

Based on the overall terms of the approved Resolution Plan and the contractual rights and obligations attached to the instrument, the management has concluded that the CCPS are, in substance, equity instruments. While the CCPS contain a cumulative coupon/dividend feature of 0.01% per annum, the management has assessed that the aforesaid dividend feature is merely incidental to the legal form requirements applicable to preference shares and the financial impact of such dividend obligation over the tenure of the instrument is negligible and not material to the consolidated financial statements. Accordingly, the group has not separately recognised any liability component in respect of the aforesaid dividend feature and the entire instrument has been classified and presented as Equity in the consolidated financial statements.

The management has further evaluated the put/call option and buyback related clauses attached to the CCPS and noted that such rights are contingent in nature and exercisable

Notes forming part of consolidated financial statements

only subject to availability of surplus funds and compliance with applicable provisions of the Companies Act, 2013. Accordingly, the management has concluded that the aforesaid clauses do not create any substantive unavoidable contractual obligation requiring separate financial liability classification under Ind AS 32.

The management has also considered the commercial substance of the conversion feature attached to the CCPS. The conversion price cap of ₹ 5.12 per equity share is significantly lower than the prevailing market price of the Group's equity shares as at the reporting date and accordingly the conversion feature provides substantial equity participation upside to the holders of CCPS. In the management's assessment, the put option rights attached to the CCPS are protective and contingent in nature, whereas the overall commercial substance and economic intent of the arrangement is aligned towards long-term equity participation through conversion into equity shares of the Group.

x) Insurance claims:

Recognition of insurance claim receivables involves significant judgement regarding admissibility and expected realisation of claims. The Group assesses the amount recoverable based on policy terms, surveyor assessments, status of claim discussions with insurers and past experience of successful settlement of similar claims. Actual settlement may differ from the amount recognised.

xi) Lease:

The Group applies judgement in determining whether an arrangement contains a lease and in assessing lease classification. Significant assumptions include determination of lease term, likelihood of exercising renewal/termination options and assessment of transfer of risks and rewards in lessor arrangements. Based on the nature and tenure of underlying arrangements, management has concluded that such leases qualify for the practical expedients available under Ind AS 116 and accordingly lease payments are recognised as an expense over the lease term.

xii) Material uncertainty about going concern:

In preparing consolidated financial statements, management has made an assessment of the Group's ability to continue as a going concern. Consolidated Financial statements are prepared on a going concern basis. The Management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the Group's ability to continue as a going concern. Further details on going concern are disclosed in note no. 49.

4 Recent accounting pronouncements

In May 2025, MCA notified amendments to Ind AS 21 – The Effects of Changes in Foreign Exchange Rates, applicable with effect from April 1, 2025. The Group has evaluated the amendment and concluded that the same does not have any impact on its consolidated financial statements.

In August 2025, MCA notified amendments to Ind AS 7 – Statement of Cash Flows and Ind AS 107 – Financial Instruments: Disclosures, applicable with effect from April 1, 2025. The amendments require disclosure of supplier finance arrangements, including their nature, carrying amount of related liabilities and range of payment due dates. Further, Ind AS 107 includes supplier finance arrangements as a factor that may give rise to concentration of liquidity risk. The Group has evaluated the amendments and determined that they do not have any material impact on its consolidated financial statements.

MCA also notified amendments to Ind AS 12 – International Tax Reform – Pillar Two Model Rules, effective immediately. The amendments provide a temporary mandatory exception from accounting for deferred taxes arising from implementation of the Pillar Two model rules and require specified related disclosures. The Group does not have any impact of the said amendment on its consolidated financial statements.

Notes forming part of consolidated financial statements

5 (a) Property, Plant and Equipment

(In ₹ Crore)

Particulars	Land freehold	Land leasehold	Buildings	Plant & machinery	Furniture, fixtures & office equipment	Vehicles	Total	Capital work in progress	Grand total
Gross block									
Balance as at April 1, 2024	**4,779.91**	**1.06**	**1,303.63**	**5,636.11**	**50.20**	**127.09**	**11,898.00**	**8.05**	**11,906.05**
Additions	-	-	0.16	7.86	1.36	0.18	9.56	14.25	23.81
Disposals & adjustments	0.10	-	0.01	63.44	5.67	0.37	69.59	9.72	79.31
Balance as at March 31, 2025	**4,779.81**	**1.06**	**1,303.78**	**5,580.53**	**45.89**	**126.90**	**11,837.97**	**12.58**	**11,850.55**
Additions	-	-	0.63	86.12	1.09	-	87.84	116.05	203.89
Disposals & adjustments	-	-	(0.03)	-	0.07	0.25	0.29	87.50	87.79
Transferred to assets held for sale	-	-	93.90	251.79	1.51	0.07	347.27		347.27
Balance as at March 31, 2026	**4,779.81**	**1.06**	**1,210.54**	**5,414.86**	**45.40**	**126.58**	**11,578.25**	**41.13**	**11,619.38**
Accumulated depreciation									
Balance as at April 1, 2024	**-**	**0.47**	**485.93**	**3,696.36**	**45.46**	**88.12**	**4,316.34**	**-**	**4,316.34**
Depreciation for the year	-	0.03	28.73	180.16	1.15	5.43	215.50	-	215.50
Disposals & adjustments	-	-	-	13.43	5.55	0.35	19.33	-	19.33
Balance as at March 31, 2025	**-**	**0.50**	**514.66**	**3,863.09**	**41.06**	**93.20**	**4,512.51**	**-**	**4,512.51**
Depreciation for the year	-	0.03	28.68	180.12	1.28	5.42	215.53	-	215.53
Disposals & adjustments	-	-	(0.01)	-	0.06	0.18	0.23	-	0.23
Transferred to assets held for sale	**-**	-	53.12	231.09	1.46	0.07	285.74		285.74
Balance as at March 31, 2026	**-**	**0.53**	**490.23**	**3,812.12**	**40.82**	**98.37**	**4,442.07**	**-**	**4,442.07**
Net block									
Balance as at March 31, 2025	4,779.81	0.56	789.12	1,717.44	4.83	33.70	7,325.46	12.58	7,338.04
Balance as at March 31, 2026	**4,779.81**	**0.53**	**720.31**	**1,602.74**	**4.58**	**28.21**	**7,136.18**	**41.13**	**7,177.31**

5 (b) Right-of-use asset

(In ₹ Crore)

Particulars	Right-of-use Asset	Total
Gross Block		
Balance as at April 1, 2024	**3.21**	**3.21**
Additions	-	-
Disposals & adjustments	3.21	3.21
Balance as at March 31, 2025	**-**	**-**
Additions	-	-
Disposals & adjustments	-	-
Balance as at March 31, 2026	**-**	**-**
Accumulated depreciation		
Balance as at April 1, 2024	**3.18**	**3.18**
Depreciation for the year	0.03	0.03
Disposals & adjustments	3.21	3.21
Balance as at March 31, 2025	**-**	**-**
Depreciation for the year	-	-
Disposals & adjustments	-	-
Balance as at March 31, 2026	**-**	**-**
Net block		
Balance as at March 31, 2025	-	-
Balance as at March 31, 2026	**-**	**-**

5 (c) Other Intangible assets

(In ₹ Crore)

Particulars	Goodwill on Consolidation	Computer Software	Total
Gross block			
Balance as at April 1, 2024	**78.27**	**0.02**	**78.29**
Additions	-	0.12	0.12
Disposals & adjustments	-	0.01	0.01
Balance as at March 31, 2025	**78.27**	**0.13**	**78.40**
Additions	-	-	-
Disposals & adjustments	-	-	-
Balance as at March 31, 2026	**78.27**	**0.13**	**78.40**
Accumulated amortisation			
Balance as at April 1, 2024	**78.27**	**0.02**	**78.29**
Amortization for the year	-	0.01	0.01
Disposals & adjustments	-	0.01	0.01
Balance as at March 31, 2025	**78.27**	**0.02**	**78.29**
Amortization for the year	-	0.03	0.03
Disposals & adjustments	-	-	-
Balance as at March 31, 2026	**78.27**	**0.05**	**78.32**
Net block			
Balance as at March 31, 2025	-	0.11	0.11
Balance as at March 31, 2026	**-**	**0.08**	**0.08**

Note:

(i) Assets pledged as security refer note no. 19.5

(ii) The Group has clear title of all the immovable properties, except for leasehold land and RoU, as presented in the note 5(a) & 5(b) above.

Notes forming part of consolidated financial statements

5 (d) Capital Work-in-Progress (CWIP)

Ageing of Capital Work-in-Progress

As at March 31, 2026					(In ₹ Crore)
Particulars	< 1 year	1 - 2 year	2 - 3 year	> 3 year	Total
Miscellaneous equipment in distillery	6.63	0.28	-	-	6.91
Other Miscellaneous	26.13	2.50	0.80	0.50	29.93
Mining Exploration and Evaluation Assets Project	-	-	-	4.29	4.29
Total	**32.76**	**2.78**	**0.80**	**4.79**	**41.13**
As at March 31, 2025					
Particulars	**< 1 year**	**1 - 2 year**	**2 - 3 year**	**> 3 year**	**Total**
Miscellaneous equipment in distillery	0.55	-	-	-	0.55
Other Miscellaneous	6.76	0.80	0.50	-	8.06
Mining Exploration and Evaluation Assets Project	-	-	-	3.97	3.97
Total	**7.31**	**0.80**	**0.50**	**3.97**	**12.58**

Note: There is no capital work in progress whose completion is overdue or has exceeded its cost compared to its original plan at March 31, 2026 and March 31, 2025.

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
6	**Non-current investments**		
	Investments classified at fair value through other comprehensive income (OCI)		
	In Equity Shares of other companies Unquoted, fully paid up		
(i)	18,35,38,230 (PY 18,35,38,230) Equity shares of Bajaj Power Ventures Private Limited of ₹10/- each (refer note 6.1 below)	**2,394.26**	2,120.97
(ii)	84,45,327 (PY 1,54,39,900) Equity shares of Lalitpur Power Generation Company Ltd. of ₹10/- each (refer note 6.1, 6.2 and 6.3 below)	**1,174.79**	2,147.76
	Total investments	**3,569.05**	4,268.73
	Aggregate value of unquoted investment	**3,569.05**	4,268.73
	Aggregate diminution in investment	**-**	-

Note:

6.1 Refer note 45 for details of fair valuation methodology and related disclosures.

6.2 During the year, Lalitpur Power Generation Company Limited ("LPGCL"), a group company, announced buyback of its equity shares through the Letter of Offer / Tender Offer route at a price of ₹ 938.75 per share. Pursuant thereto, the Parent Company tendered 67,19,573 equity shares held as investments and received consideration aggregating to ₹ 630.80 crores.

Further, during the year, the Parent Company entered into a definitive and irrevocable share purchase agreement for sale of its investment comprising 275,000 equity shares of LPGCL ("Sale Shares") for an aggregate consideration of ₹ 28.11 crore, which has been fully received by the Parent Company. Pursuant to the terms of the agreement, beneficial ownership together with associated risks and rewards in respect of the Sale Shares has been transferred to the buyer with effect from the execution date of the agreement. Accordingly, the Parent Company has recognised the sale/disposal of the aforesaid investment during the year ended 31 March 2026.

Notes forming part of consolidated financial statements

As at 31 March 2026, transfer of the Sale Shares in the records of the depository participant remains pending completion of certain procedural and operational formalities in relation to release of pledge and dematerialised transfer process. The Parent Company is in the process of completing the aforesaid formalities. Consequent to disposal of the aforesaid shares, cumulative gain of ₹ 311.03 crores recognised in other comprehensive income has been transferred to retained earnings.

6.3 The investments in Lalitpur Power Generation Company Limited (LPGCL) are pledged against loans taken by the Parent Company and LPGCL.

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
7	**Other non-current financial assets**		
	(Unsecured considered good)		
	Fixed deposits *	**6.85**	6.07
		6.85	6.07
	* Earmarked ₹ 6.85 crore (P.Y. ₹ 6.07 crore) for specific purposes.		
8	**Other non-current assets**		
	(Unsecured considered good unless otherwise stated)		
	Capital Advances	**2.37**	4.05
	Taxes paid under protest	**129.38**	117.76
	Other advances	**0.06**	0.07
	Security deposits to related parties (refer note 42)	**1.28**	1.28
	Security deposits - Good	**2.72**	3.00
	Security deposits - Doubtful	**0.30**	0.30
	Provision for bad and doubtful - Security deposit	**(0.30)**	(0.30)
		135.81	126.16
9	**Inventories**		
	(At cost or net realisable value whichever is lower, unless otherwise stated)		
	Raw materials	**0.77**	0.28
	Stores, spares & packing materials	**56.20**	86.18
	Finished goods	**2,129.93**	2,401.07
	By-products	**219.39**	171.35
	Work-in-process	**18.49**	20.71
		2,424.78	2,679.59
	- Includes inventories of ₹ 646.55 crore (P.Y. ₹ 555.60 crore) carrying at fair value less costs to sale.		
	- Inventories pledged as a securities - refer note no 19.5.		
10	**Trade receivables**		
	(Unsecured considered good unless otherwise stated)		
	Considered good	**107.85**	121.53
	Less: Allowance for expected credit loss	**(9.22)**	(14.00)
	Total Trade receivables considered good	**98.63**	107.53
	Credit impaired	**6.99**	3.92
	Less: Allowance for credit impairment	**(6.99)**	(3.92)
		-	-
		98.63	107.53

Notes forming part of consolidated financial statements

10.1 Information about the Group's exposure to credit risk and loss allowances are disclosed in the note 44A

10.2 Includes ₹ 7.97 crore (P.Y. ₹ 1.24 crore) due from related parties. refer note 42 for details.

10.3 Amount of ₹ 0.64 crore due from Bajaj Energy Private Limited, being a private limited company in which a director of Parent Company is also a director. Refer note 42 for details.

10.4 Trade Receivables ageing schedule

As at March 31, 2026 (In ₹ Crore)

Particulars	Outstanding for following periods from due date of payment					
	< 6 months	**6 months - 1 year**	**1 - 2 years**	**2 - 3 years**	**> 3 years**	**Total**
(i) Undisputed Trade receivables - considered good	95.97	0.69	1.51	1.26	7.12	**106.55**
(ii) Undisputed Trade receivables - credit impaired	-	-	-	-	2.94	**2.94**
(iii) Disputed Trade receivables - considered good	-	-	-	-	1.30	**1.30**
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	4.05	**4.05**
Total	**95.97**	**0.69**	**1.51**	**1.26**	**15.41**	**114.84**
Less: Allowance for credit loss/ credit impaired	(0.15)	(0.04)	(0.23)	(0.38)	(15.41)	**(16.21)**
Total	**95.82**	**0.65**	**1.28**	**0.88**	**-**	**98.63**

As at March 31, 2025 (In ₹ Crore)

Particulars	Outstanding for following periods from due date of payment					
	< 6 months	**6 months - 1 year**	**1 - 2 years**	**2 - 3 years**	**> 3 years**	**Total**
(i) Undisputed Trade receivables - considered good	100.63	2.70	3.30	3.25	5.55	**115.43**
(ii) Undisputed Trade receivables - credit impaired	-	-	-	-	2.88	**2.88**
(iii) Disputed Trade receivables - considered good	-	-	-	-	6.10	**6.10**
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	1.04	**1.04**
Total	**100.63**	**2.70**	**3.30**	**3.25**	**15.57**	**125.45**
Less: Allowance for credit loss/ credit impaired	(0.08)	(0.14)	(0.50)	(1.63)	(15.57)	**(17.92)**
Total	**100.55**	**2.56**	**2.80**	**1.62**	**-**	**107.53**

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
11	**Cash and cash equivalents**		
	Balance with banks		
	Current account*	**86.30**	70.37
	Cheques, draft on hand	**0.42**	0.42
	Cash on hand	**0.41**	0.39
		87.13	71.18
	* including Cane Price ESCROW A/cs		

Notes forming part of consolidated financial statements

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
12	**Other bank balances**		
	Balance with banks (unpaid dividend ₹ 2,640)	**0.00**	0.00
	Fixed deposits maturing within 12 months from reporting date (including interest accrued thereon)	**0.77**	2.38
		0.77	2.38
13	**Other financial assets**		
	Amount receivable from BHL Security Trust (refer note 17(i))	**67.84**	-
		67.84	-
14	**Current tax assets (net)**		
	Advance income tax (net of provisions)		
	At the start of year	**9.16**	13.70
	Addition during the year	**7.97**	7.48
	Refund received during the year	**-**	(6.18)
	Provided during the year	**(1.80)**	(5.84)
	At the end of year	**15.33**	9.16
15	**Other current assets**		
	(Unsecured considered good)		
	Receivable under SPP (refer note 48)	**592.38**	592.38
	Claim/ refund recoverable in cash or in kind or for value to be received- Good	**27.93**	25.17
	Claim/ refund recoverable in cash or in kind or for value to be received- Doubtful	**0.01**	0.01
	Duty drawback receivable	**-**	0.06
	Other advances* - Good	**37.29**	46.96
	- Doubtful	**0.62**	0.62
		658.23	665.20
	Less: Provision for doubtful advances	**(0.63)**	(0.63)
		657.60	664.57
	* Includes advances given to suppliers, employees and other advances recoverable in cash or in kind. Other advances include advances of ₹ 0.20 crores (PY: ₹ Nil) given to the Key Management Personnel of the Parent Company (refer note no.42)		
16	**Assets classified as held for sale**		
	Plant & machinery and others	**62.45**	**8.26**
	Inventories- Stores, spares and packing material	**0.16**	2.59
		62.61	10.85
	Refer note 53 for detailed disclosure		
17	**Equity share capital**		
(a)	**Authorised:**		
	30,00,00,00,000 (PY 5,00,00,00,000) Equity Shares of Re 1/- each.	**3,000.00**	500.00
	1,00,00,00,00,000 (Nil) Preference Shares Re. 1 each	**10,000.00**	-
		13,000.00	500.00

Notes forming part of consolidated financial statements

	As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
(b) Issued		
243,63,71,208 (PY 1,32,30,31,364) Equity Shares of Re. 1/- each.	**243.64**	132.30
2855,53,68,494 (Nil) Preference Shares of Re. 1/- each.	**2,855.54**	-
	3,099.18	132.30
(c) Subscribed and Paid up:		
237,39,42,476 (PY 1,27,73,59,942) Equity Shares of Re. 1/- each.	**237.39**	127.74
	237.39	127.74
Less:		
Interest in BHL Securities Trust Nil (P.Y. 3,11,00,000) equity share of Re 1/- (refer note no 17(i))	**-**	3.11
Share held by ESOP Trust 17,80,000 (P.Y. 17,80,000) equity share of Re 1/- (refer note no 17(i))	**0.18**	0.18
	0.18	**3.29**
	237.21	124.45
(d) Instruments entirely equity in nature		
28,10,88,20,184 (Nil) Compulsorily Convertible Preference Shares of Re. 1/- each	**2,810.88**	-
	2,810.88	-

(e) Details of shares allotted without payment being received in cash during five years immediately preceding the Balance Sheet date are given below:

(i) Pursuant to the obligations on the Promoters of the Parent Company under the Master Restructuring Agreement executed with the lenders on December 30, 2014, the promoters / promoter group entity granted an unsecured loan of ₹ 200 crores to the Parent Company during the period from November 13, 2014 to September 24, 2015. As per request of the Promoters, consortium of lenders granted their approval for the conversion of loan into equity shares of the Parent Company. Pursuant to the approval of the shareholders of the Parent Company at the extra ordinary general meeting held on July 15, 2021, the board of directors at its meeting held on July 20, 2021, has allotted, 14,38,00,000 equity shares at a price of ₹ 13.28 per share (including premium of ₹ 12.28 per share) to promoters / promoter group entity aggregating to ₹ 190,96,64,000 on conversion of loan.

(ii) Pursuant to the approved resolution plan and the framework agreement entered into with the lenders for restructuring of the outstanding Optionally Convertible Debentures (OCDs) and related financial obligations, including Yield to Maturity (YTM) and Right of Recompense (RoR), the Parent Company increased its authorised share capital from ₹ 500 crore comprising 500 crore equity shares of Re. 1 each, to ₹ 13,000 crore comprising (i) ₹ 3,000 crore divided into 3,000 crore equity shares of Re. 1 each, and (ii) ₹ 10,000 crore divided into 10,000 crore Compulsorily Convertible Preference Shares (CCPS) of Re. 1 each, in accordance with the applicable provisions of the Companies Act, 2013.

During the year ended March 31, 2026, the subscribed and paid-up equity share capital of the Parent Company increased from ₹ 127,73,59,942 comprising 127,73,59,942 equity shares of Re. 1 each to ₹ 237,39,42,476 comprising 237,39,42,476 equity shares of Re.1 each, pursuant to the allotment of 109,65,82,534 equity shares of Re. 1 each to the lenders, at a premium of ₹ 4.12 per share, under the approved restructuring framework. Consequently, the shareholding of the promoters/promoter group reduced from 24.95% to 13.43%. Further, the Parent Company issued 28,10,88,20,184 Compulsorily Convertible Preference Shares (CCPS) of face value Re.1 each, aggregating to ₹ 2,810.88 crore, to the lenders in accordance with the approved resolution plan. Refer note 19.2 for detail.

The equity shares and CCPS allotted to the lenders under the approved restructuring framework on preferential basis shall remain subject to lock-in requirements as prescribed under the applicable provisions of the SEBI ICDR Regulations.

Notes forming part of consolidated financial statements

(f) The reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year:

A) Equity Share Capital

Particulars	As at March 31, 2026 No. of Shares	As at March 31, 2025 No. of Shares
Equity Shares (with voting rights) at the beginning of the year	**1,27,73,59,942**	1,27,73,59,942
Issued during the year (refer note 19.2)	**1,09,65,82,534**	-
Equity Shares at the end of the year	**2,37,39,42,476**	1,27,73,59,942

B) Compulsorily Convertible Preference Shares (CCPS)

Particulars	As at March 31, 2026 No. of Shares	As at March 31, 2025 No. of Shares
CCPS at the beginning of the year	**-**	-
Issued during the year (refer note 19.2)	**28,10,88,20,184**	-
CCPS at the end of the year	**28,10,88,20,184**	-

(g) The rights, preferences and restrictions attached to each class of shares including restrictions on the distribution of dividends and the repayment of capital

A) Terms/ rights of equity shares:-

The Parent Company has one class of equity shares having par value of Re.1/- per share. All equity shares are ranking pari passu in all respects including dividend. In the event of liquidation of the Parent Company, the holders of the equity shares will be entitled to receive the realised value of the assets of the Parent Company, remaining after payment of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

B) Terms/ rights of preference shares:-

The Parent Company has one class of Compulsorily Convertible Preference Shares ("CCPS") of face value Re. 1 each issued pursuant to the approved debt restructuring arrangement entered into with the lenders of the Parent Company. The CCPS are rupee denominated, cumulative, participating, unlisted, mandatorily and compulsorily convertible preference shares and rank pari passu inter se, including with respect to payment of dividend.

The CCPS carry a mandatory fixed cumulative coupon/dividend at the rate of 0.01% per annum. The coupon/dividend is payable annually on the last day of each financial year. The holders of CCPS are entitled to participate in surplus assets and profits of the Parent Company along with equity shareholders in accordance with the terms of issue. In the event of liquidation of the Parent Company, the holders of CCPS shall be entitled to receive, out of the realised assets of the Parent Company remaining after settlement of all preferential dues, payment in priority to the equity shareholders and in proportion to the number of CCPS held by them. The holders of CCPS shall not have any voting rights other than such voting rights as are specifically available to preference shareholders under the Companies Act, 2013.

The CCPS are compulsorily convertible into equity shares of the Parent Company upon occurrence of specified conversion events and mandatorily on or before 31 March 2045 in accordance with the terms of issue. The conversion ratio shall be determined based on the face value of CCPS divided by the applicable conversion price, subject to a conversion price cap of ₹ 5.12 per equity share. Under the terms of issue, the holders of CCPS have been granted a right to require purchase of the CCPS after 31 March 2035, exercisable subject to availability of surplus / excess cash flows and compliance with applicable provisions of the Companies Act, 2013 relating to buyback of securities. The Parent Company also has a discretionary right to purchase the CCPS on mutually agreed terms and in accordance with applicable law.

Notes forming part of consolidated financial statements

(h) The details of Shareholders holding more than 5% shares:

(i) Equity Shares

		As at March 31, 2026		As at March 31, 2025	
S. No.	**Name of Shareholders**	**No. of Shares**	**% held**	No. of Shares	% held
1.	State Bank of India	**27,51,98,907**	**11.59%**	-	0.00%
2.	Punjab National Bank	**25,55,94,612**	**10.77%**	4,13,758	0.03%
3.	Kushagra Bajaj	**9,61,04,867**	**4.05%**	9,61,04,867	7.52%
4.	Bajaj Resources Private Limited	**8,79,71,924**	**3.71%**	8,79,71,924	6.89%

(ii) Compulsorily Convertible Preference Shares

		As at March 31, 2026		As at March 31, 2025	
S. No.	**Name of Shareholders**	**No. of Shares**	**% held**	No. of Shares	% held
1.	State Bank of India	**7,31,36,88,649**	**26.02%**	-	-
2.	Punjab National Bank	**6,34,44,92,409**	**22.57%**	-	-
3.	Indian Bank	**3,26,03,44,983**	**11.60%**	-	-
4.	Central Bank of India	**2,36,96,34,030**	**8.43%**	-	-
5.	IDBI Bank Ltd	**2,07,28,94,732**	**7.37%**	-	-
6.	Bank of Maharashtra	**1,96,28,62,558**	**6.98%**	-	-

(i) The Parent Company held a beneficial interest in BHL Security Trust, which held 3,11,00,000 equity shares of the Parent Company of face value Re.1 each, allotted pursuant to the amalgamation of its erstwhile subsidiary, Bajaj Hindusthan Sugar and Industries Limited, in 2010. In accordance with Ind AS 32, Financial Instruments: Presentation, these shares were treated as treasury shares and presented as a deduction from equity. The excess of the carrying amount of such shares over their face value had been adjusted against Securities Premium.

During the year ended March 31, 2026, the aforesaid 3,11,00,000 treasury shares held through BHL Security Trust, identified as non-core assets under the approved restructuring framework by the consortium of lenders, were sold through SBICAP Securities Limited, the transaction execution agent appointed by the lenders. The shares were sold at an average price of ₹ 21.97 per share, resulting in total realisation of ₹ 68.31 crore. Consequent thereto, the face value amounting to ₹ 3.11 crore has been recognised under Equity Share Capital and the balance amount of ₹ 64.73 crore, net of brokerage and related transaction expenses, has been credited to Securities Premium. Amount receivable from BHL Security Trust of ₹ 67.84 crore has been shown as other current financial assets. (refer note13).

Additionally the Parent Company had formed an ESOP trust under the ESOP scheme. The Parent Company had given an advance of ₹ 8.69 crore to the ESOP Trust, which holds 17,80,000 equity shares. Face value of these shares are treated as treasury shares as per Ind AS 32 – "Financial Instruments – Presentation" and shown as reduction from equity. Excess of carrying value of these shares over the face value is reduced from securities premium.

(j) Shares reserved for issue upon conversion of outstanding convertible securities

As at 31 March 2026, the Parent Company has outstanding 32,15,30,423 Optionally Convertible Debentures (OCDs) of face value of ₹ 100 each and 28,10,88,20,184 CCPS of face value of Re. 1 each outstanding issued pursuant to the approved debt restructuring / resolution framework entered into with the lenders of the Parent Company.

As at 31 March 2026, an aggregate of 7,66,83,94,342 equity shares are reserved for issuance upon conversion of the aforesaid outstanding OCDs and CCPS. The actual number of equity shares to be allotted upon conversion shall be determined in accordance with the applicable terms of conversion prevailing on the date of actual conversion.

Notes forming part of consolidated financial statements

For the purpose of determining the number of equity shares reserved for issue on conversion of the outstanding OCDs, the Parent Company has considered a conversion price of ₹ 14.76 per equity share, being the price for issue of equity shares under the approved restructuring framework in accordance with the applicable pricing guidelines under the RBI circular dated 8 June 2015 on Strategic Debt Restructuring Scheme read with Regulation 70(5) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2015.

For the purpose of determining the number of equity shares reserved for issue on conversion of the outstanding CCPS, the Parent Company considered a conversion price of ₹ 5.12 per equity share, being the conversion price at which equity shares were issued during the current year pursuant to conversion of accrued YTM and allotment of CCPS/equity shares to the lenders under the approved Resolution Plan.

(k) Terms of any securities convertible into equity shares issued along with the earliest date of conversion in descending order starting from the farthest such date

The Parent Company has outstanding 0.01% Compulsorily Convertible Preference Shares ("CCPS") and 0.20% Optionally Convertible Debentures ("OCDs") issued pursuant to the approved debt restructuring / Resolution Plan entered into with the lenders of the Company. Refer note 17(g) for terms of CCPS and note 19(2) for terms of OCDs.

The earliest date of conversion for the aforesaid securities is as under:

(i) CCPS – convertible upon expiry of lock-in period of one year from the date of allotment and mandatorily on or before 31 March 2045.

(ii) OCDs – convertible at the option of lenders upon occurrence of events of default.

(l) Changes in promoters holding during the year ended on March 31, 2026 and March 31, 2025

Sl. No.	Promoter Name	As at March 31, 2026		As at March 31, 2025		%age of Change
		No of Shares	% of total shares	No of Shares	% of total shares	
1	Shishirkumar Bajaj	**83,96,341**	**0.35%**	83,96,341	0.66%	0.00%
2	Kushagra Bajaj	**9,61,04,867**	**4.05%**	9,61,04,867	7.52%	0.00%
3	Minakshi Bajaj	**42,54,556**	**0.18%**	42,54,556	0.33%	0.00%
4	Apoorva Bajaj	**2,31,751**	**0.01%**	2,31,751	0.02%	0.00%
5	Shishir Bajaj & Minakshi Bajaj (As karta of Shishir Bajaj HUF)	**38,74,654**	**0.16%**	38,74,654	0.30%	0.00%
6	Shishir Bajaj, Minakshi Bajaj & Kushagra Bajaj (As trustees of Kushagra Trust No. 2)	**60,623**	**0.00%**	60,623	0.00%	0.00%
7	Bajaj Capital Ventures Pvt. Ltd.	**22,47,142**	**0.09%**	22,47,142	0.18%	0.00%
8	Shishir Bajaj, Minakshi Bajaj & Kushagra Bajaj (As trustees of Shishir Bajaj Family Trust)	**288**	**0.00%**	288	0.00%	0.00%
9	Shishirkumar Bajaj & Kushagra Bajaj (As trustees of Bajaj Hindusthan Limited Employees General Medical Aid Fund)	**20,78,120**	**0.09%**	20,78,120	0.16%	0.00%
10	Shishirkumar Bajaj & Kushagra Bajaj (As trustees of Bajaj Hindusthan Limited Employees Family Planning Welfare Fund)	**17,53,100**	**0.07%**	17,53,100	0.14%	0.00%

Notes forming part of consolidated financial statements

Sl. No.	Promoter Name	As at March 31, 2026		As at March 31, 2025		%age of Change
		No of Shares	**% of total shares**	No of Shares	% of total shares	
11	Shishirkumar Bajaj & Kushagra Bajaj (As trustees of Bajaj Hindusthan Limited Employees Sports & Cultural Activities Welfare Fund)	**17,43,600**	**0.07%**	17,43,600	0.14%	0.00%
12	Shishirkumar Bajaj & Kushagra Bajaj (As trustees of Bajaj Hindusthan Limited Managerial Staff Medical Aid Fund)	**17,39,100**	**0.07%**	17,39,100	0.14%	0.00%
13	Shishirkumar Bajaj & Kushagra Bajaj (As trustees of Bajaj Hindusthan Limited Employees Education Welfare Fund)	**16,09,298**	**0.07%**	16,09,298	0.13%	0.00%
14	Bajaj Resources Private Limited	**8,79,71,924**	**3.71%**	8,79,71,924	6.89%	0.00%
15	A N Bajaj Enterprises Pvt Ltd .	**1,83,07,954**	**0.77%**	1,83,07,954	1.43%	0.00%
16	KNB Enterprises LLP	**110**	**0.00%**	110	0.00%	0.00%
17	SKB Roop Commercial LLP	**6,05,92,279**	**2.55%**	6,05,92,279	4.74%	0.00%
18	Lambodar Stocks Private Limited	**121**	**0.00%**	121	0.00%	0.00%
19	Bajaj International Realty Pvt Ltd	**2,77,77,484**	**1.17%**	2,77,77,484	2.17%	0.00%
20	Bajaj Power Ventures Private Limited	**110**	**0.00%**	110	0.00%	0.00%
	Total	**31,87,43,422**	**13.43%**	**31,87,43,422**	**24.95%**	

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
18	**Other equity**		
i)	**Capital redemption reserve**		
	Opening balance	**0.05**	0.05
	Closing balance	**0.05**	0.05
ii)	**Securities premium**		
	Opening balance	**4,361.90**	4,361.90
	Addition due to Issue of equity shares (refer note 19.2)	**451.79**	-
	Addition due to Sale of treasury shares held by BHL Security Trust (refer note 17(i))	**64.73**	-
	Closing balance	**4,878.42**	4,361.90
iii)	**Capital reserve on consolidation**		
	Opening balance	**41.69**	41.69
	Closing balance	**41.69**	41.69
iv)	**Equity component of compound financial instrument**		
	Opening balance	**100.23**	100.01
	Change during the year	**16.87**	0.22
	Transferred to retained earnings (refer note (ii) below)	**(0.58)**	-
	Closing balance	**116.52**	100.23

Notes forming part of consolidated financial statements

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
v)	**General reserve**		
	Opening balance	**156.25**	156.05
	Transferred from retained earnings	**-**	0.20
	Closing balance	**156.25**	156.25
vi)	**Reserve for molasses storage tanks**		
	Opening balance	**1.89**	3.34
	Transferred from retained earnings	**0.46**	0.57
	Utilisation of fund for maintenance of molasses tank	**(0.90)**	(2.02)
	Closing balance	**1.45**	1.89
vii)	**Gain / (loss) on investment through FVOCI**		
	Opening balance	**2,002.65**	2,252.02
	Change during the year	**10.44**	(249.37)
	Transferred to retained earnings	**(629.41)**	-
	Closing balance	**1,383.68**	2,002.65
viii)	**Actuarial gain / (loss)on employee benefit plans**		
	Opening balance	**(20.35)**	(15.31)
	Change during the year	**5.92**	(5.04)
	Closing balance	**(14.43)**	(20.35)
ix)	**Foreign currency translation reserve**		
	Opening balance	**0.46**	(0.32)
	Change during the year	**0.19**	0.78
	Closing balance	**0.65**	0.46
x)	**Statement of profit and loss (retained earnings)**		
	Opening balance	**(6,617.96)**	(2,548.74)
	Effect of restatements due to prior period error (refer note 54)	**-**	(3,315.03)
	Restated Opening Balance	**(6,617.96)**	(5,863.77)
	Profit/(loss) for the year	**126.63**	(779.09)
	Impact of change in tax rate of PPE (refer note no. (i) below)	**-**	25.67
	Appropriations:		
	Transferred to reserve for molasses storage tanks	**(0.46)**	(0.57)
	Transferred from FVOCI	**629.41**	-
	Transferred from Equity Component of compound financial instruments	**0.58**	-
	Acquisition of additional interest in subsidiary (refer note 52)	**7.01**	-
	Transferred to general reserve	**-**	(0.20)
	Closing balance	**(5,854.79)**	(6,617.96)
xi)	**Share application money pending for allotment**		
	Opening balance	**-**	-
	Change during the year (refer note19.2).	**53.14**	-
	Closing balance	**53.14**	-
		762.63	26.81

Notes forming part of consolidated financial statements

Nature and description of reserves:

- Capital Redemption Reserve: Whenever the Group redeems its preference shares or buy back its own shares which reduces its share capital, then capital redemption reserve is created by face value of its shares.
- Securities Premium: The amount received in excess of face value of the equity shares is recognised in securities premium.
- General Reserve: General reserve was created by transferring a portion of the net profit of the Group as per the requirements of the Companies Act, 2013.
- Molasses storage reserve fund is created as per provisions under Molasses Control (Regulation of Fund and Erection of Storage Facilities) Order,1976.
- Retained Earnings: Remaining portion of profits earned or accumulated losses by the Group till date after appropriations.
- Remeasurements of defined benefit liability (asset) comprises actuarial gains and losses and return on plan assets (excluding interest income)
- Gain / (loss) on Investment through FVOCI represents the cumulative gains and losses arising on the revaluation of equity and debt instruments measured at fair value through other comprehensive income that have been recognized in other comprehensive income, net of amounts reclassified to retained earnings when such assets are disposed off and impairment losses on such instruments, if any.
- Foreign currency translation reserve: Exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. Indian rupees) are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve. Exchange differences previously accumulated in the foreign currency translation reserve are reclassified to profit or loss on the disposal of the foreign operation.
- Capital Reserve on consolidation: The excess of fair value of net assets acquired over the consideration paid in a business combination is recognised as capital reserve on consolidation (bargain purchase). The reserve is not available for distribution.

Note:-

(i) On Ind AS transition, a subsidiary company Phenil Sugars Limited (PSL) had fair valued certain PPE as deemed cost under Ind AS 101, with the resulting fair valuation gain and the related deferred tax liability adjusted through opening retained earnings. During the previous year, due to a change in the tax rate, the deferred tax liability has reduced, and the corresponding adjustment has been made to opening retained earnings in accordance with Ind AS 12.

(ii) During the year, a subsidiary company Bajaj Aviation Pvt. Ltd (BAPL) partially redeemed optionally convertible debentures having face value of ₹ 0.95 crore. Consequently the proportionate balance of ₹ 0.58 crore relating to the equity component of redeemed debenture has been transferred from equity component of compound financial instruments to retained earnings as the conversion option in respect of the redeemed portion ceased to exist. This transfer represents a reclassification within equity and has no impact on the consolidated profit for the year.

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
19	**Non-current borrowings**		
	At amortised cost		
(a)	**From banks**		
	Secured debentures (refer note 19.2,19.4 and 19.5)	**3,090.18**	3,483.25
		3,090.18	3,483.25
(b)	**From related parties**		
	- Unsecured (refer note 19.1 and 19.6)	**5.56**	11.38
		5.56	11.38

Notes forming part of consolidated financial statements

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
(c)	**Liability component of compound financial instruments (Unsecured) (refer note 19.3)**		
I	**Zero Coupon Optionally Convertible Debentures (ZOCD)**		
(i)	**From related parties**		
	1,10,20,000 (P.Y. 1,10,20,000) ZOCD of ₹ 10/- each	**6.51**	5.81
(ii)	**From others**		
	61,16,795 (P.Y. 58,85,795) ZOCD of ₹ 100/- each	**49.62**	43.45
	80,40,000 (P.Y. 83,90,000) ZOCD of ₹ 10/- each	**4.13**	3.85
II	**Redeemable Non Cumulative Convertible Preference Shares**		
	From related party		
	Nil (PY 14,38,500) 6% Preference Shares of ₹ 100/- each	**-**	13.43
	14,38,500 (PY Nil) 0.1% Preference Shares of ₹ 100/- each	**1.89**	-
		62.15	66.54
		3,157.89	3,561.17

19.1	**Movement in loan from promoters/related parties**		
	Opening balance	**11.38**	10.16
	Less: amount transferred to other equity	**(6.79)**	1.22
	Add: notional interest added during the year	**0.97**	-
	Closing balance	**5.56**	11.38

19.2 The Parent Company had issued 34,83,24,626 unlisted, unrated, redeemable optionally convertible debentures ("OCDs") of ₹ 100 each, aggregating to ₹ 3,483.25 crore, on December 18, 2017, to the lenders under the Scheme for Sustainable Structuring of Stressed Assets (S4A). Under the original terms, the OCDs were redeemable in 13 equal annual instalments commencing from March 31, 2025, and carried a structured coupon along with a redemption premium linked to the weighted average cost to ensure no net present value loss to the lenders.

The Parent Company was unable to service the first instalment of the OCDs and the related financial obligations due on March 31, 2025. Accordingly, the Parent Company submitted a resolution plan to the consortium of lenders under the Reserve Bank of India Prudential Framework for Resolution of Stressed Assets. Pursuant thereto, the lenders executed an Inter-Creditor Agreement ("ICA") on April 28, 2025, and the resolution plan was subsequently approved by all the lenders. The restructuring agreement, namely the Framework Agreement, with the lenders was executed on March 26, 2026 and, in respect of Bank of India, approval to the Resolution Plan was accorded vide sanction letter dated March 30, 2026 and the Deed of Accession to the Framework Agreement was executed on April 1, 2026. Accordingly, upon completion of the stipulated conditions precedent, the resolution plan became effective from April 1, 2025.

As part of the condition's precedent to the restructuring, promoters/promoter group entities infused ₹ 1,000 crores into the Parent Company. Of this, ₹ 630.80 crore was brought in through buyback of 67,19,573 equity shares of Lalitpur Power Generation Company Limited ("LPGCL") held by the Parent Company, and the balance ₹ 369.21 crore was infused by LPGCL in the form of an inter corporate deposit, proposed to be converted into equity or an equity-like instrument, subject to applicable approvals and compliances. These funds were utilised towards repayment of the first instalment of OCDs, overdue coupon obligations and part repayment of the Yield to Maturity ("YTM") obligation.

The principal terms of the approved restructuring are set out below:

a. After repayment of the first instalment of ₹ 267.94 crore, the outstanding OCD liability of ₹ 3,215.31 crore continues as the same instrument, subject to revised terms and conditions.

Notes forming part of consolidated financial statements

b. The coupon rate on the OCDs stands revised to 0.20% per annum from the earlier rate of 2.50% per annum.

c. No further YTM shall accrue on the outstanding restructured OCDs.

d. The revised repayment schedule provides for repayment of the OCDs in 10 annual instalments commencing from March 31, 2031, and ending on March 31, 2040, after a moratorium period of five years.

e. Under the applicable restructuring documents, upon the occurrence of specified events of default, the lenders have the right to convert the outstanding OCDs, in whole or in part, into equity shares of the Parent Company.

f. The accrued YTM obligation amounting to ₹ 3,584.95 crore as of March 31, 2025, has been recognised as prior period error (refer note 54). Out of the aforesaid amount, ₹ 645.09 crore, including related tax deduction at source obligations, was paid during the year and the balance was settled in the following manner:

   i) ₹ 570.01 crore was converted into equity share capital through issuance of 1,11,33,06,099 equity shares of face value Re. 1 each at an issue price of ₹ 5.12 per share, including securities premium of ₹ 4.12 per share. The aforesaid allotment includes 1,67,23,565 equity shares allotted to Bank of India on April 1, 2026.

   ii) The balance YTM liability of ₹ 2,369.85 crore was settled through issuance of 23,69,85,06,606 compulsorily convertible preference shares ("CCPS") of face value Re. 1 each carrying a coupon dividend of 0.01% per annum. The aforesaid allotment includes 35,59,90,361 CCPS allotted to Bank of India on April 1, 2026.

g. The accrued Right of Recompense ("RoR") payable to the lenders amounting to ₹ 485.60 crore as of March 31, 2025, in accordance with the terms of the Master Restructuring Agreement executed in December 2014 under the Joint Lenders' Forum restructuring framework, was settled through conversion into 485,59,80,947 CCPS of face value Re. 1 each. The aforesaid allotment includes 8,96,77,008 CCPS allotted to Bank of India on April 1, 2026. The accrued RoR has been recognised as a prior period error (refer note 54).

h. In respect of Bank of India (BOI), 1,67,23,565 equity shares aggregating to ₹ 8.57 crore and 44,56,67,369 CCPS of face value Re. 1 each aggregating to ₹ 44.57 crore were allotted on April 1, 2026. As the underlying conversion of YTM and RoR under the approved Resolution Plan had been accepted by BOI prior to March 31, 2026 vide sanction letter dated March 30, 2026, the aggregate amount of ₹ 53.14 crore relating to the aforesaid allotment has been disclosed as Share Application Money Pending Allotment as at March 31, 2026.

i. The approved resolution plan also stipulates, inter alia, the following key covenants and conditions:

   - The Parent Company is required to monetise identified non-core assets aggregating to a minimum of ₹ 150 crores within two years from the implementation date of the resolution plan. The proceeds from such monetisation are to be utilised towards repayment of the OCDs in inverse order of maturity. In case of any shortfall in the stipulated realisation from monetisation of non-core assets, the promoters/promoter group entities are required to infuse the shortfall amount within the prescribed timeline in accordance with the terms of the approved resolution plan.

   - The Parent Company is required to create and maintain a dedicated sinking fund for servicing coupon and redemption obligations relating to the OCDs. From financial year 2026-27 onwards, the Company is required to deposit amounts equivalent to the coupon obligations into such sinking fund, which may be invested in Government securities, Treasury Bills and other statutory liquidity ratio (SLR) securities approved by the lenders.

j. The Parent Company has incurred restructuring costs aggregating to ₹ 138.81 crore, which are being amortised over the revised tenure of the OCDs using the effective interest rate (EIR) method in accordance with Ind AS. During the year ended March 31, 2026, an amount of ₹ 13.68 crore has been amortised and recognised as finance cost, and the balance unamortised amount of ₹ 125.13 crore has been adjusted against the carrying amount of the OCDs.

Notes forming part of consolidated financial statements

19.3 Refer standalone financial statements of subsidiary companies for terms and conditions of debentures and preference shares.

19.4 Maturity profile of optionally convertible debentures are set out below :-

(In ₹ Crore)

Period	Repayment %age	Annual Repayment	Aggregated repayment
Year 1-5 (up to FY 2030)	Moratorium	-	-
Year 6-12 (from FY 2031 to FY 2037)	11% of Outstanding OCD P.A.	353.68	2,475.79
Year 13-14 (from FY 2038 to FY 2039)	8% of Outstanding OCD P.A.	257.22	514.45
Year 15 (up to FY 2040)	7% of Outstanding OCD P.A.	225.07	225.07
Grand Total			**3,215.31**

19.5 Details of securities

The Optionally Convertible Debentures ("OCDs") issued to the banks are secured on a first pari passu basis by way of mortgage/hypothecation over the entire immovable and movable property, plant and equipment of the Parent Company, both present and future, and further secured by a first pari passu charge by way of hypothecation over all current assets of the Parent Company, both present and future.

The aforesaid borrowings are additionally secured by personal guarantee of the Chairman (Promoter), corporate guarantees provided by promoter group company, Bajaj International Realty Private Limited, and subsidiary company, Phenil Sugars Limited, pledge of the entire shareholding held by the promoters in the Parent Company, pledge of 21,82,870 equity shares of Lalitpur Power Generation Company Limited ("LPGCL") held by the Parent Company and pledge of 3,63,00,011 equity shares of Bajaj Energy Private Limited held by a promoter group company. Further secured by first pari-passu charge over the Property, plant and equipment of Phenil Sugars Limited ("PSL"), a subsidiary of the Parent Company. Additionally, equitable mortgage over the land owned by PSL shall be created in favour of the lenders / debenture trustee in the event the envisaged monetisation of identified non-core assets, including sale of land, building and plant & machinery owned by PSL, is not completed within two years from the implementation date of the approved Resolution Plan.

All the aforesaid charges have been duly created and filed with the Registrar of Companies ("ROC"). There are no charges or satisfactions pending for registration with the ROC beyond the statutory period.

Bajaj Energy Private Limited, a group company, has provided an irrevocable, unconditional and continuing corporate guarantee in favour of the Debenture Trustee of an aggregate limit of ₹ 300 crore and annual limit of ₹ 150 crore per financial year up to Financial Year 2031-32, towards ensuring compliance with the financial and capital expenditure covenants stipulated under the framework agreements.

19.6 Loan from promoters

In accordance with the terms of the debt restructuring approved by the lenders, the Promoters had infused an amount of ₹ 200 crore as unsecured loans in lieu of their stipulated contribution. In accordance with Ind AS 32, this amount has been classified as a compound financial instrument and bifurcated into ₹ 64.22 crore as debt and ₹ 135.78 crore as equity, based on a discounted cash flow method using a discount rate of 12% per annum over a tenure of 10 years. This loan carries an option to convert into equity shares or similar instruments of the Parent Company.

Further, under the S4A Scheme, the Promoter Group transferred 11,99,87,344 equity shares to lenders towards partial settlement of the unsustainable debt. The corresponding consideration of ₹ 11.99 crore has been recognised as an unsecured loan from the Promoters. In accordance with Ind AS 32, this has been classified as a compound financial instrument and bifurcated into ₹ 10.76 crore as debt and ₹ 1.24 crore as equity, based on a discounted cash flow method using a discount rate of 12% per annum over a tenure of 20 years.

The unwinding of discount on the aforementioned loans is recognised in the Statement of Profit and Loss over the respective loan tenures.

Notes forming part of consolidated financial statements

During the financial year 2021–22, a portion of the above loan amounting to ₹ 190.97 crore was converted into equity shares of the Parent Company upon approval of the lenders. Refer Note 17(e) for further details.

During the current financial year, consequent to the restructuring of outstanding OCDs and considering the binding repayment restrictions under the restructuring arrangement, whereby the Parent Company is not permitted to repay the promoter loan prior to settlement of the OCD obligations, the management reassessed the expected repayment tenure of the outstanding promoter loan balance of ₹ 9.03 crore. Accordingly, the liability component has been remeasured based on discounted cash flow method considering an additional tenure of 10 years. Pursuant to such reassessment, the liability component amounting to ₹ 2.25 crore has been recognised at present value and the resultant adjustment of ₹ 6.79 crore has been adjusted against the equity component of the compound financial instrument in accordance with Ind AS 32.

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
20	**Non-current provisions**		
	Provisions for employee benefits		
	Gratuity (refer note 32.1)	**84.97**	84.34
	Leave encashment	**24.74**	29.87
		109.71	114.21
21	**Deferred tax liabilities/ (assets) (net)**		
	Deferred tax liabilities		
	Property, plant and equipment	**416.65**	455.59
	Fair valuation of property, plant and equipment	**915.78**	915.78
	Fair valuation of debt securities	**6.05**	4.12
	Fair valuation of investments	**226.10**	277.33
		1,564.58	1,652.82
	Deferred tax assets		
	Provision for employee benefits	**45.13**	43.58
	Provision for doubtful debts/ advances	**22.36**	22.91
	Carry forward losses and unabsorbed depreciation*	**356.48**	396.96
		423.97	463.45
	Deferred tax liabilities/ (assets) (net)	**1,140.61**	1,189.37

* Deferred tax assets on unabsorbed depreciation and losses of Parent Company is ₹ 1544.24 crore. However, it is recognised to the extent of deferred tax liabilities other than those arising on PPE and Investment on conservative basis.

The Parent Company has recognised a Deferred Tax Liability (DTL) of ₹ 775.60 crores in respect of temporary differences related to property, plant and equipment, based on the previous applicable tax rate. Although the applicable tax rate has been reduced during the previous year, the Parent Company on principle of conservatism and prudence has retained the previously recognised DTL, considering the uncertainty regarding timing and tax implications of any potential future transaction. This treatment is consistent with the Group accounting policy on deferred taxes and the guidance under Ind AS 12.

Notes forming part of consolidated financial statements

21 (a) Tax expense recognised in the Statement of Profit and Loss

(In ₹ crore)

	Year ended March 31, 2026	Year ended March 31, 2025
Current tax		
Current year	**-**	-
Total Current Tax	**-**	-
Deferred tax		
Origination and reversal of temporary difference through profit and loss	**(0.93)**	4.77
Origination and reversal of temporary difference through other comprehensive income	**(51.23)**	(77.78)
Origination and reversal of temporary difference through other equity	**(3.40)**	26.13
Total deferred income tax expense/(credit)	**(55.56)**	(46.88)
Tax relating to earlier year	**0.01**	-
Total income tax expense/(credit)	**(55.55)**	(46.88)

21 (b) A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

(In ₹ crore)

Reconciliation of effective tax rate	Year ended March 31, 2026	Year ended March 31, 2025
Profit before Tax (continuing and discontinued operations)	**125.22**	(775.53)
Enacted income tax rate in India	**31.20%**	31.20%
Income tax expenses as per enacted rate	**39.07**	(241.97)
Differences due to:		
Income / Expenses not considered for tax purpose and adjustment with b/f losses	**(39.07)**	241.97
Total Income tax	**-**	-
Deferred Tax expenses / (credit)	**(55.56)**	(46.88)
Tax relating to earlier year	**0.01**	-
Total Tax Expenses/ (credit)	**(55.55)**	(46.88)

21 (c) The movement in deferred tax assets and liabilities during the year ended March 31, 2025 and March 31, 2026:

(In ₹ crore)

Particular	As at April 1, 2024	Credit/ (charge) in statement of profit and loss	Credit / (charge) in OCI	Credit / (charge) in Other equity	As at March 31, 2025	Credit / (charge) in statement of profit and loss	Credit / (charge) in OCI	Credit / (charge) in Other equity	As at March 31, 2026
Deferred tax assets/ (liabilities)									
Property, plant and equipment	(478.79)	23.20	-	-	(455.59)	38.94	-	-	**(416.65)**
Fair valuation of property, plant and equipment	(941.98)	-	-	26.20	(915.78)	-	-	-	**(915.78)**

Notes forming part of consolidated financial statements

Particular	As at April 1, 2024	Credit/ (charge) in statement of profit and loss	Credit / (charge) in OCI	Credit / (charge) in Other equity	As at March 31, 2025	Credit / (charge) in statement of profit and loss	Credit / (charge) in OCI	Credit / (charge) in Other equity	As at March 31, 2026
Fair valuation of debt securities	(5.48)	1.44	-	(0.07)	(4.12)	1.47	-	(3.40)	**(6.05)**
Provision for employee benefits	40.11	3.47	-	-	43.58	1.55	-	-	**45.13**
Provision for doubtful debts/ advances	23.49	(0.58)	-	-	22.91	(0.55)	-	-	**22.36**
Fair valuation of investments	(355.11)	-	77.78	-	(277.33)	-	51.23	-	**(226.10)**
Carry forward losses and unabsorbed depreciation	429.26	(32.30)	-	-	396.96	(40.48)	-	-	**356.48**
Total	**(1,288.50)**	**(4.77)**	**77.78**	**26.13**	**(1,189.37)**	**0.93**	**51.23**	**(3.40)**	**(1,140.61)**

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
22	**Current borrowings**		
	At amortised cost		
	From others (Unsecured)	**4.09**	3.57
	From related parties (Unsecured) (refer note 22.1)	**383.03**	9.90
		387.12	13.47

22.1 Pursuant to the restructuring arrangement entered into during the year, the Parent Company has received unsecured inter corporate deposit (ICD) aggregating to ₹ 369.21 crores from M/s Lalitpur Power Generation Company Limited (LPGCL), a group entity, in the nature of promoter contribution. This ICD is non-interest bearing, not repayable in cash and is contractually required to be settled only through issuance of equity shares or equity like instruments, including CCPS, in accordance with applicable SEBI regulations and valuation guidelines prevailing at the time of conversion.

Since the conversion price and number of securities to be issued will be determined at the time of conversion based on applicable regulatory pricing guidelines, the arrangement does not satisfy the "fixed-for-fixed" criterion prescribed under Ind AS 32 – Financial Instruments: Presentation. Accordingly, the ICD has not been classified as equity and are presently classified as financial liabilities measured at amortised cost in accordance with Ind AS 109. Management expects conversion of the said ICD into equity/equity-like instruments within a short period of time.

23	**Trade payables**		
	Micro and small enterprises	**1.49**	0.05
	Others	**3,195.84**	3,545.15
		3,197.33	3,545.20

The details of amount outstanding to micro and small enterprises based on available information with the Group are as under :

Notes forming part of consolidated financial statements

Particulars	As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
The amounts remaining unpaid to micro and small suppliers as at the end of the year		
–– Principal	**1.49**	0.05
–– Interest (PY ₹ 29,278/-)	**0.02**	0.00
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	**-**	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	**-**	-
The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	**-**	-
The amount of interest accrued and remaining unpaid at the end of each accounting year. (PY ₹ 29,278/-)	**0.02**	0.00
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006.	**-**	-

Note : The Information has been given in respect of such vendors to the extent they could be identified as, "Micro and small enterprises" on the basis of confirmation and Udyam certificate provided by the vendors to the Group.

23.1 Trade Payables ageing schedule

As at March 31, 2026 (In ₹ Crore)

Particulars	Outstanding for following periods from due date of payment				Total
	< 1 year	1 - 2 years	2 - 3 years	> 3 years	
(i) Micro & Small Enterprises	1.49	-	-	-	**1.49**
(ii) Others	3,156.28	16.27	5.34	17.95	**3,195.84**
(iii) Disputed dues - Micro & Small Enterprises	-	-	-	-	**-**
(iv) Disputed dues - Others	-	-	-	-	**-**
Total	**3,157.77**	**16.27**	**5.34**	**17.95**	**3,197.33**

As at March 31, 2025 (In ₹ Crore)

Particulars	Outstanding for following periods from due date of payment				Total
	< 1 year	1 - 2 years	2 - 3 years	> 3 years	
(i) Micro & Small Enterprises	0.05	-	-	-	**0.05**
(ii) Others	3,470.84	30.19	6.69	37.43	**3,545.15**
(iii) Disputed dues - Micro & Small Enterprises	-	-	-	-	**-**
(iv) Disputed dues - Others	-	-	-	-	**-**
Total	**3,470.89**	**30.19**	**6.69**	**37.43**	**3,545.20**

Notes forming part of consolidated financial statements

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
24	**Other financial liabilities**		
	Interest accrued and due on borrowings	**-**	87.08
	Yield to maturity on optionally convertible debentures (OCD) (refer note 54)	**-**	3,584.95
	Right to recompense to lenders (refer note 54)	**-**	485.60
	Payable to employees	**34.58**	42.66
	Unclaimed dividends (C.Y. and P.Y. ₹ 2,640) #	**0.00**	0.00
	Deposits from agents/ customers/vendors	**8.75**	11.28
	Other Payable	**2,377.27**	2,366.66
		2,420.60	6,578.23
	# These figures do not include any amount due and outstanding to be credited to Investor Education and Protection fund (IEPF).		
	Unclaimed dividends of ₹ 2,640 of FY 2010-11 and 2011-12 could not be transferred to IEPF due to a dispute pending in Court of law.		
24.1	The Parent Company has received ₹ 1,000 crore in FY 2021-22 and ₹ 1,361 crore in FY 2023-24 aggregating to ₹ 2,361 crore, from Uttar Pradesh Power Corporation Ltd, originally payable to M/s Lalitpur Power Generation Company Limited (LPGCL), through Cane Commissioner Uttar Pradesh by operation of Law under UP Sugar Cane (Regulation of Supply and Purchase) Act, 1953. The said amount was directly transferred to the cane price escrow accounts for cane dues payment. During the previous year, M/s LPGCL had filed a writ petition before the Hon'ble Allahabad High Court, seeking an appropriate order declaring the said amendment as unconstitutional and void, along with a direction for refund of the amount transferred, together with applicable interest, from the Government of Uttar Pradesh and the Cane Commissioner. The Parent Company has been impleaded as a respondent in the said proceedings. Further, in connection with the restructuring arrangements entered into with the lenders, M/s LPGCL has provided an irrevocable and unconditional undertaking, inter alia, that in the event of any order of the Hon'ble High Court requiring the Parent Company (BHSL) to refund or repay any amount in relation to the aforesaid transferred amount, M/s LPGCL shall not seek recovery of such amount from the Parent Company and, subject to obtaining requisite approvals from its lenders and other necessary consents, shall invest the said amount into the Parent Company by way of equity contribution and/or equity-like instruments. The matter continues to be sub judice and, pending final adjudication, the aforesaid amount continues to be disclosed under "Other Current Financial Liabilities".		
25	**Other current liabilities**		
	Other payables	**42.01**	94.35
		42.01	94.35
	The other payables includes statutory dues, advance from customers and other liability.		
26	**Current provisions**		
	Provisions for employee benefits		
	Gratuity (refer note 32.1)	**25.74**	13.15
	Leave encashment	**9.76**	14.13
		35.50	27.28
27	**Liability associated with assets held for sale**		
	Earnest money deposit (EMD)	**0.97**	-
	Advance from buyer	**0.05**	0.46
		1.02	0.46
	Note- Refer note no 53 for detail		

Notes forming part of consolidated financial statements

		Year ended March 31, 2026 (In ₹ Crore)	Year ended March 31, 2025 (In ₹ Crore)
28	**Revenue from operations**		
	Sale of products/ services	**5,397.95**	5,514.67
	Other operating revenues	**56.81**	58.00
		5,454.76	5,572.67
28.1	**Particulars of sale of products/ services**		
	Sugar	**4,683.77**	4,656.13
	Alcohol	**548.51**	682.42
	Power	**77.90**	53.48
	By products	**50.78**	89.84
	Aircraft services	**36.99**	32.80
		5,397.95	5,514.67
	The Uttar Pradesh Electricity Regulatory Commission, vide notification dated October 17, 2025, notified the Uttar Pradesh Electricity Regulatory Commission (Captive and Renewable Energy Generating Plants) Regulations, 2024 (CRE Regulations, 2024), whereby the tariff applicable to power supplied from the Parent Company's captive energy generating plants to Uttar Pradesh Power Corporation Limited was revised with retrospective effect from April 1, 2024, for a period of five years. Consequently, revenue from power for the year includes ₹ 13.82 crore pertaining to the financial year 2024–25.		
28.2	**Particulars of other operating revenues**		
	Sale of Export Quota	**7.69**	-
	Sale of scrap	**13.21**	9.92
	Others	**35.91**	48.08
		56.81	58.00
29	**Other income**		
	Profit on sale of property plant and equipment	**0.02**	0.09
	Gain due to foreign exchange fluctuation (net)	**0.87**	-
	Other non-operating income	**18.46**	17.86
	Interest income	**2.85**	2.17
		22.20	20.12
30	**Cost of materials consumed**		
	Opening stock	**0.28**	0.35
	Purchases	**4,138.58**	4,402.19
		4,138.86	4,402.54
	Less: Closing stock	**0.77**	0.28
	Cost of raw material consumed	**4,138.09**	4,402.26
31	**Changes in inventories of finished goods, by-products and work-in-progress**		
	Opening stock		
	Finished goods	**2,401.07**	2,422.47
	By-products	**171.35**	169.94
	Work-in-process	**20.71**	27.26
		2,593.13	2,619.67

Notes forming part of consolidated financial statements

		Year ended March 31, 2026 (In ₹ Crore)	Year ended March 31, 2025 (In ₹ Crore)
	Less: Closing stock		
	Finished goods*	**2,129.93**	2,401.07
	By-products	**219.39**	171.35
	Work-in-process	**18.49**	20.71
		2,367.81	2,593.13
		225.32	26.54
	* Includes ₹ 61 crore (P.Y. ₹ 59.30 crore) towards the write down of inventories.		
32	**Employee benefits expense**		
	Salaries & wages	**345.51**	366.26
	Gratuity expenses (refer note 32.1)	**14.49**	13.52
	Contributions to provident and other funds	**27.82**	26.29
	Employee's welfare expenses	**1.58**	1.72
		389.40	407.79

32.1 Defined benefit plan

Liability for employee benefits (Gratuity) has been determined by an actuary, appointed for the purpose, in conformity with the principles set out in the Ind AS 19 the details of which are as hereunder:

Funded scheme - gratuity

(In ₹ Crore)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(a)	**Liability to be recognised in balance sheet**		
	Present value of funded obligations	**110.85**	100.03
	Fair value of plan assets	**(0.14)**	(2.55)
	Net liability / (asset)	**110.71**	97.48
	Current (refer note 26)	**25.74**	13.15
	Non-current (refer note 20)	**84.97**	84.34
(b)	**Change in plan assets (reconciliation of opening and closing balances)**		
	Fair Value of plan assets at the beginning	**2.55**	0.69
	Expected return on plan assets	**0.09**	0.11
	Actuarial gain / (losses)	**(0.10)**	0.09
	Contributions	**4.62**	8.56
	Benefits paid	**(7.02)**	(6.90)
	Fair value of plan assets at the end	**0.14**	2.55
(c)	**Change in obligation (reconciliation of opening and closing balances)**		
	Defined benefit obligation at the beginning	**100.03**	88.13
	Current service cost	**8.19**	7.56
	Past Service Cost (refer note 37)	**9.61**	-

Notes forming part of consolidated financial statements

(In ₹ Crore)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	Interest cost	**6.29**	6.30
	Actuarial losses / (gain)	**(6.02)**	5.12
	Benefits paid by the Company	**(0.28)**	(0.48)
	Benefits paid by LIC	**(6.97)**	(6.60)
	Closing obligation	**110.85**	100.03
(d)	**Expenditure to be recognised during the year**		
	Current service cost	**8.19**	7.56
	Past service cost	**9.61**	-
	Interest cost	**6.29**	6.30
	Expected return on plan assets	**(0.09)**	(0.11)
	Total expenses recognised in the statement of profit and loss	**24.00**	13.75
	- In employee benefit expenses	**14.39**	13.75
	- In exceptional item	**9.61**	-
(e)	**In Other comprehensive income**		
	Actuarial (Gain) / Loss - Plan liabilities	**(6.02)**	5.12
	Actuarial (Gain) / Loss - Return On Plan Assets	**0.10**	(0.09)
	Net (Income)/ Expense For the period Recognised in OCI	**(5.92)**	5.03
(f)	**Investment Details**		
	Insurance Policies - Amount	**0.14**	2.55
	- %	**100%**	100%
(g)	**Assumptions**		
	Discount rate (per annum)	**6.97% to 7.10%**	6.53% to 6.54%
	Expected rate of return on assets (per annum)	**7.10%**	6.53%
	Withdrawal Rate	**1% to 8%**	1% to 8%
	Mortality Table	**IALM(2012-14) Table Ultimate**	IALM(2012-14) Table Ultimate
	Salary escalation rate (per annum)	**6.00%**	6.00%
(h)	**Sensitivity**		
	Under base scenario	**110.85**	100.03
	Salary escalation (up by 1%)	**117.41**	107.19
	Salary escalation (down by 1%)	**104.72**	93.49
	Withdrawal rates (up by 1%)	**111.10**	100.14
	Withdrawal rates (down by 1%)	**110.35**	99.78
	Discount rates (up by 1%)	**104.34**	93.51
	Discount rates (down by 1%)	**117.97**	107.30
(i)	**Maturity Profile of defined Benefit Obligations**		
	Within 1 Year	**25.74**	15.68
	Between 2 to 5 Years	**34.22**	32.91
	Between 6-10 years	**25.51**	24.58

Notes forming part of consolidated financial statements

This is a defined benefit plan and statutory liability of the Group. The Group has to pay the Gratuity to the employees as per the provisions of Code on Social Security 2020 irrespective of the availability of the funds with the Gratuity Fund.

The Gratuity Liability is computed on actuarial valuation basis done at year end using the Project Unit Credit Method is provided for in the books of account and is based on a detailed working done by a certified Actuary. Past service cost is recognized immediately to the extent that the benefits are already vested.

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The Parent Company manages Gratuity obligation through Trust. The Parent Company arranges the fund based on the actuarial valuation and requirement of the Trust.

The expected contributions for Defined Benefit Plan for the next financial year will be ₹41.06 crore (PY ₹27.65 crore).

The average duration of the defined benefit plan obligation for the Company at the end of the period is 3.95 (PY 4.27).

These gratuity plan typically expose the Group to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

Investment risk

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. For other defined benefit plans, the discount rate is determined by reference to market yield at the end of reporting period on high quality corporate bonds when there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit.

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

32.2 Defined contribution plan
Provident fund

The Group's contribution are made to a Employee Provident Fund Trust. The interest rate payable by the trust to the beneficiaries is notified by the Government. The Group has an obligation to make good the shortfall, if any, between the return on the investments of the trust and the notified interest rate. The actuary has provided a valuation based on the below provided assumptions and there is no shortfall at March 31, 2026.

Notes forming part of consolidated financial statements

(In ₹ Crore)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Plan assets at period end, at fair value	**464.14**	420.94
Present value of benefit obligation at year end	**452.56**	418.36
Cost of short fall in interest rate guarantee	**-**	-
Discount rate	**6.92%**	6.83%
Average remaining tenure of the investment portfolio (years)	**9.00**	13.00
Expected guaranteed interest rate	**8.25%**	8.25%
The Group's contribution to defined contribution plan is as below:		
Pension fund	**10.70**	10.14
Employees deposit link insurance	**0.60**	0.59
Superannuation	**0.06**	0.08
Total	**11.36**	10.81

		Year ended March 31, 2026 (In ₹ Crore)	Year ended March 31, 2025 (In ₹ Crore)
33	**Finance costs**		
	Interest expense on:		
	Borrowings	**0.03**	4.77
	Notional interest on promoter loan & debt securities	**8.16**	7.95
	Interest on lease liabilities (₹ 35,839 for previous year)	**-**	0.00
	Others	**0.28**	2.69
	Debentures	**9.69**	87.08
	Compulsorily Convertible Preference Shares	**0.29**	-
	Yield to maturity on optionally convertible debentures (OCD) (refer note 54)	**-**	699.56
	Right to recompense to lenders (refer note 54)	**-**	55.96
	Other borrowing costs	**14.60**	0.41
		33.05	858.42
34	**Depreciation and amortisation expense**		
	Depreciation on property plant and equipment (refer Note 5(a))	**215.53**	215.50
	Depreciation on right of use assets (refer Note 5(b))	**-**	0.03
	Amortisation of intangible assets (refer Note 5(c))	**0.03**	0.01
		215.56	215.54

Notes forming part of consolidated financial statements

		Year ended March 31, 2026 (In ₹ Crore)	Year ended March 31, 2025 (In ₹ Crore)
35	**Other expenses**		
	Stores, spares chemicals and consumables	**56.11**	62.48
	Packing materials consumed	**40.93**	48.98
	Power and fuel	**18.41**	18.65
	Rent (refer note no.47)	**2.66**	2.80
	Rates and taxes	**3.46**	6.47
	Repairs to building	**2.22**	3.34
	Repairs to machinery	**70.27**	145.26
	Repairs to others	**5.49**	5.77
	Payment to auditors (refer note 35.1)	**0.79**	0.74
	Insurance	**15.72**	14.91
	Selling commission	**10.62**	10.85
	Selling & distribution	**34.89**	44.54
	Director fees	**0.28**	0.16
	Donations	**-**	0.01
	Loss due to foreign currency fluctuation (net)	**1.23**	1.02
	Bad debts written off	**1.80**	1.22
	Provision for doubtful debts	**0.08**	1.13
	Misc. balance written off	**0.11**	0.29
	Loss on assets sold / scrapped/ written off	**-**	0.42
	Miscellaneous expenses	**71.24**	79.39
		336.31	448.43
35.1	**Payment to auditors**		
	For statutory audit fees	**0.74**	0.69
	For tax audit fees	**0.04**	0.03
	For certification work	**0.01**	0.02
		0.79	0.74
36	**Profit / (loss) from discontinued operation**		
	Gain / (Loss) on sale of discontinued operation	**(0.15)**	(9.34)
	Income tax on above	**-**	-
	Profit / (loss) from discontinued operation, net of tax	**(0.15)**	(9.34)
37	**Exceptional items**		
	Impact on new labour codes on gratuity and leave provision (refer note 37.1)	**13.86**	-
		13.86	-

37.1 Impact of new Labour Code

The Government of India has notified the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Labour Codes"). The Ministry of Labour & Employment has also issued draft Central Rules and related clarifications / FAQs to facilitate implementation and assessment of the financial impact arising from the changes introduced by the Labour Codes. These Codes, inter alia, revise the definition of "wages" and certain employee benefit related provisions, which may impact the measurement of employee benefit obligations of the Group.

Notes forming part of consolidated financial statements

		Year ended March 31, 2026 (In ₹ Crore)	Year ended March 31, 2025 (In ₹ Crore)
	Pursuant to the above, the Group has revised the compensation structure of its employees with effect from April 1, 2026 and, based on an actuarial valuation carried out in accordance with Ind AS 19 – Employee Benefits and applicable guidance in this regard, has recognised an additional provision aggregating to ₹ 13.86 crore towards gratuity and compensated absences liabilities. Considering the materiality of the amount and the regulatory-driven and non-recurring nature of the impact, the aforesaid incremental provision has been disclosed as an Exceptional Item in the consolidated Statement of Profit and Loss for the year. The Group continues to monitor the finalisation of Central / State Rules and further clarifications from the Government in relation to implementation of the Labour Codes and shall appropriately evaluate and account for the consequential impact, if any, in the period in which such developments arise.		
38	**Other comprehensive income**		
a)	**Items that will not be reclassified to profit and loss:**		
	Actuarial gain / (loss) on employee benefit plans	**5.92**	(5.03)
	Gain / (loss) on investment through FVOCI	**(40.79)**	(327.15)
	Less: tax on gain / (loss) on above	**51.23**	77.78
		16.36	(254.40)
b)	**Items that will be reclassified to profit and loss:**		
	Foreign exchange fluctuation	**0.19**	0.78
		0.19	0.78
		16.55	(253.62)

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
39	**Contingent liabilities and commitments**		
(I)	**Contingent liabilities**		
(a)	In respect of disputed demands/claims against the Company not acknowledged as debts:		
(i)	Central excise matters	**26.05**	29.63
(ii)	Trade tax matters	**55.50**	65.68
(iii)	GST Matters	**1.30**	1.30
(iv)	Income tax matters	**98.24**	96.84
(v)	Custom matters	**0.99**	-
(vi)	Other claims	**283.02**	187.00
		465.10	380.45
(b)	Securities - The Parent Company has furnished securities on behalf of related party	**313.12**	661.25
	Fair value of these securities as on 31.03.26 is ₹ 871.14 crore (PY ₹ 1,844.12 crore)		
(c)	Interest payable on promoters contribution (refer note 19.6) is not determinable	**-**	**-**
(d)	All the loans outstanding on balance sheet date have been used for the purpose for which it was taken.		
(II)	**Commitments**		
	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances).	**0.24**	8.01

Notes forming part of consolidated financial statements

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
40	**Earnings per share**		
a)	Net profit/ (loss) after tax from continuing operations as per consolidated statement of profit and loss attributable to equity share holders	**126.78**	(769.94)
b)	Compulsorily Convertible Preference Shares dividend @0.01%	**0.29**	-
c)	Net adjusted profit/ (loss) after tax from continuing operations	**127.07**	(769.94)
d)	Net profit/ (loss) after tax from discontinued operations	**(0.15)**	(9.15)
e)	Net adjusted profit/ (loss) after tax from continuing operations and discontinued operations as per consolidated statement of profit and loss attributable to equity share holders	**126.92**	(779.09)
f)	Weighted average number of equity shares for calculating basic EPS (crore)	**136.76**	124.45
g)	Weighted average number of equity shares for calculating diluted EPS (crore)	**147.14**	124.45
h)	**Basic Earnings per share**		
	i) Earnings ₹ per share from continuing operations	**0.93**	(6.19)
	ii) Earnings ₹ per share from discontinued operations	**(0.00)**	(0.07)
	iii) Earnings ₹ per share from continuing and discontinued operations	**0.93**	(6.26)
i)	**Diluted Earnings per share**		
	i) Earnings ₹ per share from continuing operations	**0.86**	(6.19)
	ii) Earnings ₹ per share from discontinued operations	**(0.00)**	(0.07)
	iii) Earnings ₹ per share from continuing and discontinued operations	**0.86**	(6.26)
	Face value per equity share	**Re 1/-**	Re 1/-
j)	**Equity share reconciliation for EPS**		
	Weighted average equity share outstanding	**127.78**	124.45
	Add: CCPS convertible into Equity shares (i)	**8.98**	-
	Total considered for basic EPS	**136.76**	124.45
	Add: Share application money convertible into CCPS and Equity (ii)	**10.38**	-
	Total considered for Diluted EPS	**147.14**	124.45

Notes:-

i) Conversion of CCPS has been assumed at ₹ 5.12 each, being the value at which equity shares have been issued during the year to lenders.

ii) Share application money pending allotment represents accumulated YTM and RoR obligations relating to Bank of India (BOI), against which equity shares and CCPS are allotted on April 1, 2026 pursuant to the approved Resolution Plan. Considering that the underlying restructuring proposal had been approved by all the lenders, including BOI, the related potential equity shares have been considered for the purpose of computation of diluted earnings per share. (Refer Note 19.2).

iii) Equity shares to be issued on conversion of optionally convertible debentures and on loan from promoters/ promoters group companies (refer note no. 19.2, 19.6 and 22) are not determinable as on balance sheet date.

iv) Refer note 54 for impact on EPS due to retrospective restatement.

Notes forming part of consolidated financial statements

41 Operating Segments/Segment information

The Group has identified its business segments as its primary reportable segments comprising Sugar, Distillery and Power.

The Group monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements.

No operating segments have been aggregated to form the above reportable operating segments. Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

Segment Information (In ₹ crore)

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
1	**Segment revenue**		
	a. Sugar	**5,824.12**	5,905.32
	b. Distillery	**568.41**	705.27
	c. Power	**842.33**	864.48
	d. Others	**37.51**	33.25
	Total	**7,272.37**	7,508.32
	Less : Inter- segment revenue	**1,817.61**	1,935.65
	Net Sales / Revenue from operations	**5,454.76**	5,572.67
2	**Segment results**		
	(Profit/ (loss) before tax and interest)		
	a. Sugar	**60.14**	9.43
	b. Distillery	**72.90**	128.57
	c. Power	**55.69**	(15.18)
	d. Others	**(10.32)**	(22.71)
	Total	**178.41**	100.11
	Add/Less: (i) Finance cost	**(33.05)**	(858.42)
	(ii) Interest income	**2.85**	2.17
	(iii) Other un-allocable income net off un-allocable expenditure	**(9.13)**	(19.39)
	(iv) Exceptional items	**(13.86)**	-
	Total Profit/ (loss) before tax	**125.22**	(775.53)
3	**Capital employed**		
i)	**Segment assets:**		
	a. Sugar	**8,475.50**	8,795.96
	b. Distillery	**958.53**	952.15
	c. Power	**2,487.98**	2,330.72
	d. Others	**205.97**	201.72
	Total	**12,127.98**	12,280.55
	Add: Unallocated corporate assets	**2,175.81**	3,003.82
	Total assets	**14,303.79**	15,284.37

Notes forming part of consolidated financial statements

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
ii)	**Segment liabilities:**		
	a. Sugar	**3,477.73**	3,843.83
	b. Distillery	**42.63**	67.43
	c. Power	**8.43**	11.38
	d. Others	**31.11**	24.62
	Total	**3,559.90**	3,947.26
	Add: Unallocated corporate liabilities	**6,931.89**	11,176.48
	Total liabilities	**10,491.79**	15,123.74
4	**Capital expenditure:**		
	a. Sugar	**71.78**	7.53
	b. Distillery	**15.93**	3.90
	c. Power	**28.29**	1.93
	d. Others*	**0.34**	(0.07)
	e. Unallocated	**0.05**	0.92
	Total	**116.39**	14.21
	* Includes increase/ (decrease) due to forex fluctuation		
5	**Depreciation and amortisation:**		
	a. Sugar	**123.29**	123.64
	b. Distillery	**19.07**	18.84
	c. Power	**56.31**	56.11
	d. Others	**8.49**	8.53
	e. Unallocated	**8.40**	8.42
	Total	**215.56**	215.54
6	**Non cash expenditure other than depreciation:**		
	a. Sugar	**Nil**	Nil
	b. Distillery	**Nil**	Nil
	c. Power	**Nil**	Nil
	Total	**Nil**	Nil

Other disclosures:

1. The Group caters mostly to Indian markets. No single customer contributes more than 10% of the revenue.
2. Operating segments have been identified on the basis of the nature of products and have been identified as per the quantitative criteria specified in the Ind AS.
3. The expenses and incomes which are not directly attributable to any business segment are shown as unallocable expenditure (net of unallocated income).
4. Segment assets include all operating assets used by the operating segment and mainly consist of property plant and equipment, trade receivables, cash and cash equivalents and inventories. Segment liabilities primarily include trade payables and other liabilities. Common assets and liabilities which cannot be allocated to any of the segments are shown as a part of unallocable assets / liabilities.
5. financial information of discontinued operation have been included in sugar and other segment.

Notes forming part of consolidated financial statements

42 The disclosures in respect of Related Parties as required under Ind AS 24 'Related Party Disclosures' is stated herein below.

a)	**Name of related parties**		
A.	**Directors / Key Management Personnel and their relatives**		**Description of relationship**
	1.	Mr. Kushagra Bajaj	Chairman
	2.	Mr. Ajay Kumar Sharma	Managing Director
	3.	Mr. Sunil Kumar Ojha	Chief Financial Officer (CFO)
	4.	Mr. Kausik Adhikari	Company Secretary
	5.	Mrs. Pragya Ojha	Wife of Mr. Sunil Kumar Ojha
	6.	Mrs. Susmita Adhikari	Wife of Mr. Kausik Adhikari
	7.	Mrs. Kuljyotsna	Wife of Mr. Ajay Kumar Sharma
	8.	Mr Satish Nagpal	Director (wef 18.07.2025)
	9.	Mr. Ashok Mukand	Director (up to 23.08.2024)
	10.	Mr. Vinod C. Sampat	Director
	11.	Mrs. Shalu Bhandari	Director
	12.	Mr. Atul Hasmukhrai Mehta	Director
	13.	Mr. Ramani Ranjan Mishra	Director
	14.	Mr. Shyam Sunder Jangid	Director
	15.	Mr. Manik Trambak Hire	Whole Time Director in subsidiary company
	16.	Mr. Pradeep Kumar Srivastava	Whole Time Director in subsidiary company
	17.	Mr. Siddha Narayan Shukla	CFO in subsidiary company
	18.	Ms. Pranjali Gupta	Company Secretary (upto 10.08.2025) in subsidiary company
B.	**Enterprises over which any person described in (A) above is able to exercise significant influence**		
	1.	Abhitech Developers Pvt. Ltd.	
	2.	Bajaj Capital Ventures Private Ltd.	
	3.	Anand Engineering Limited (Amalgamated with Ma Multi-Infra Development Private Limited, NCLT order dated 24-02-2026)	
	4.	Bajaj Energy Private Limited (BEPL)	
	5.	Bajaj Resources Private Limited	
	6.	Bajaj Power Ventures Private Ltd. (BPVPL)	
	7.	Bajaj International Realty Private Ltd.	
	8.	Shishir Bajaj Family Trust	
	9.	SKB Roop Commercial LLP	
	10.	Lambodar Stocks Private Limited	
	11.	Lalitpur Power Generation Company Ltd. (LPGCL)	
	12.	Global Power Project Singapore Pte Ltd.	

b) Details of related party transactions:

(In ₹ Crore)

	Particulars	March 31, 2026			March 31, 2025		
		Directors/ Key Management Persons	Enterprises described in (B) above	Total	Directors/ Key Management Persons	Enterprises described in (B) above	Total
(i)	**Transactions During The Year**						
	Sale of materials / services	**-**	**14.71**	**14.71**	**-**	**13.79**	**13.79**
	Lalitpur Power Generation Company Ltd.	-	13.45	13.45	-	12.78	12.78
	Bajaj Energy Private Limited	-	1.26	1.26	-	1.02	1.02

Notes forming part of consolidated financial statements

(In ₹ Crore)

Particulars	March 31, 2026			March 31, 2025		
	Directors/ Key Management Persons	Enterprises described in (B) above	Total	Directors/ Key Management Persons	Enterprises described in (B) above	Total
Rent/ Lease Rent Income	**-**	**3.76**	**3.76**	**-**	**3.71**	**3.71**
Lalitpur Power Generation Company Ltd.	-	0.32	0.32	-	0.28	0.28
Bajaj Energy Private Limited	-	3.43	3.43	-	3.42	3.42
Anand Engineering Ltd.	-	0.01	0.01	-	0.01	0.01
Misc Income	**-**	**-**	**-**	**-**	**0.00**	**0.00**
Bajaj Energy Private Limited	-	-	-	-	0.00	0.00
Remuneration	**4.35**	**-**	**4.35**	**4.15**	**-**	**4.15**
Mr. Ajay Kumar Sharma	1.17	-	1.17	1.02	-	1.02
Mr. Sunil Kumar Ojha	1.91	-	1.91	1.85	-	1.85
Mr. Kausik Adhikari	0.68	-	0.68	0.66	-	0.66
Mr. Manik Trambak Hire	0.22	-	0.22	0.20	-	0.20
Mr. Pradeep Kumar Srivastava	0.11	-	0.11	0.10	-	0.10
Mr. Siddha Narayan Shukla	0.21	-	0.21	0.18	-	0.18
Ms. Pranjali Gupta	0.05	-	0.05	0.14	-	0.14
Salary advance given	**0.25**	**-**	**0.25**	**-**	**-**	**-**
Mr. Sunil Kumar Ojha	0.25	-	0.25	-	-	-
Salary advance received back	**0.05**	**-**	**0.05**	**-**	**-**	**-**
Mr. Sunil Kumar Ojha	0.05	-	0.05	-	-	-
Director's Sitting Fees	**0.28**	**-**	**0.28**	**0.16**	**-**	**0.16**
Mr. Kushagra Bajaj	0.01	-	0.01	0.01	-	0.01
Mr. Ashok Mukand	-	-	-	0.01	-	0.01
Mr. Vinod C Sampat	0.04	-	0.04	0.02	-	0.02
Ms Shalu Bhandari	0.06	-	0.06	0.04	-	0.04
Mr. Atul Hasmukhrai Mehta	0.04	-	0.04	0.02	-	0.02
Mr. Ramani Ranjan Mishra	0.04	-	0.04	0.02	-	0.02
Mr. Shyam Sunder Jangid	0.06	-	0.06	0.03	-	0.03
Mr. Satish Kumar Nagpal	0.03	-	0.03	-	-	-
Rent Expenses	**0.10**	**1.35**	**1.45**	**0.10**	**1.40**	**1.50**
Bajaj Capital Ventures Private Ltd.	-	-	-	-	0.04	0.04
Bajaj Resources Private Ltd.	-	1.34	1.34	-	1.35	1.35
Abhitech Developers Pvt. Ltd.	-	0.01	0.01	-	0.01	0.01
Mrs Pragya Ojha	0.03	-	0.03	0.03	-	0.03
Mrs. Susmita Adhikari	0.03	-	0.03	0.03	-	0.03
Mrs. Kuljyotsna	0.04	-	0.04	0.04	-	0.04
Business Process Services (Exp)	**-**	**0.45**	**0.45**	**-**	**0.45**	**0.45**
Abhitech Developers Pvt. Ltd.	-	0.45	0.45	-	0.45	0.45

Notes forming part of consolidated financial statements

(In ₹ Crore)

Particulars		March 31, 2026			March 31, 2025		
		Directors/ Key Management Persons	Enterprises described in (B) above	Total	Directors/ Key Management Persons	Enterprises described in (B) above	Total
	Redemptions on Debenture Issued	**-**	**14.39**	**14.39**	**-**	**-**	**-**
	Lambodar Stocks Private Limited	-	14.39	14.39	-	-	-
	Loan given received back	**-**	**-**	**-**	**0.01**	**-**	**0.01**
	Mr. Manik Trambak Hire	-	-	-	0.01	-	0.01
	Investment tendered under buyback	**-**	**630.80**	**630.80**	**-**	**-**	**-**
	Lalitpur Power Generation Company Ltd.	-	630.80	630.80	-	-	-
	Investment sold (Equity shares held in LPGCL)	**-**	**28.11**	**28.11**	**-**	**-**	**-**
	Bajaj Power Ventures Private Ltd.	-	28.11	28.11	-	-	-
	Inter Corporate Deposit taken	**-**	**369.21**	**369.21**	**-**	**-**	**-**
	Lalitpur Power Generation Company Ltd.	-	369.21	369.21	-	-	-
	Loan received - (incl forex fluctuation)	**-**	**3.92**	**3.92**	**-**	**0.76**	**0.76**
	Global Power Project Singapore Pte Ltd.	-	3.92	3.92	-	0.76	0.76
(ii)	**Amount Outstanding at Balance Sheet Date**						
	Loans Taken	**0.00**	**34.85**	**34.85**	**0.00**	**30.93**	**30.93**
	Mr. Kushagra Bajaj	0.00	-	0.00	0.00	-	0.00
	SKB Roop Commercial LLP	-	9.03	9.03	-	9.03	9.03
	Shishir Bajaj family Trust	-	6.50	6.50	-	6.50	6.50
	Anand Engineering Ltd.	-	1.39	1.39	-	1.39	1.39
	Lambodar Stocks Private Limited	-	4.11	4.11	-	4.11	4.11
	Global Power Project Singapore Pte Ltd.	-	13.82	13.82	-	9.90	9.90
	Inter Corporate Deposit taken	**-**	**369.21**	**369.21**	**-**	**-**	**-**
	Lalitpur Power Generation Company Ltd.	-	369.21	369.21	-	-	-
	Trade Payable	**0.00**	**5.40**	**5.40**	**0.01**	**5.16**	**5.17**
	Bajaj Resources Private Ltd.	-	0.99	0.99	-	0.82	0.82
	Abhitech Developers Pvt. Ltd.	-	0.10	0.10	-	0.03	0.03
	Shishir Bajaj Family Trust	-	3.71	3.71	-	3.71	3.71
	Bajaj Capital Ventures Private Ltd.	-	0.60	0.60	-	0.60	0.60
	Mrs. Pragya Ojha	0.00	-	0.00	-	-	-
	Mrs. Susmita Adhikari	0.00	-	0.00	0.00	-	0.00
	Mrs. Kuljyotsna	0.00	-	0.00	0.01	-	0.01

Notes forming part of consolidated financial statements

(In ₹ Crore)

Particulars	March 31, 2026			March 31, 2025		
	Directors/ Key Management Persons	Enterprises described in (B) above	Total	Directors/ Key Management Persons	Enterprises described in (B) above	Total
Investments Made (at cost)	**-**	**2,016.15**	**2,016.15**	**-**	**2,364.02**	**2,364.02**
Lalitpur Power Generation Company Ltd.	-	422.27	422.27	-	770.13	770.13
Bajaj Power Ventures Private Ltd.	-	1,593.88	1,593.88	-	1,593.88	1,593.88
Trade Receivables	**-**	**7.97**	**7.97**	**-**	**1.24**	**1.24**
Bajaj Energy Private Limited	-	0.64	0.64	-	1.00	1.00
Lalitpur Power Generation Company Ltd.	-	7.33	7.33	-	0.24	0.24
Deposits Given	**-**	**1.28**	**1.28**	**-**	**1.28**	**1.28**
Bajaj Capital Ventures Private Ltd.	-	0.38	0.38	-	0.38	0.38
Shishir Bajaj family Trust	-	0.90	0.90	-	0.90	0.90
Abhitech Developers Pvt. Ltd.	-	0.00	0.00	-	0.00	0.00
Salary advance	**0.20**	**-**	**0.20**	**-**	**-**	**-**
Mr. Sunil Kumar Ojha	0.20	-	0.20	-	-	-
Debentures / preference shares Issued	**7.00**	**4.02**	**11.02**	**7.00**	**18.41**	**25.41**
Lambodar Stocks Private Limited	-	-	-	-	14.39	14.39
Bajaj Resources Private Ltd.	-	4.02	4.02	-	4.02	4.02
Mr. Kushagra Bajaj	7.00	-	7.00	7.00	-	7.00
Guarantees / Securities Given	**-**	**313.12**	**313.12**	**-**	**661.25**	**661.25**
Lalitpur Power Generation Company Ltd.	-	313.12	313.12	-	661.25	661.25

Notes:

1 Related party relationship is as identified by the Group based on the available information.

2 No amount has been written off or written back during the year in respect of debts due from or to related parties.

3 Restructured outstanding OCDs aggregating to ₹ 3,215.31 crore as at March 31, 2026 (Previous year: ₹ 3,483.25 crore), held by banks, are secured, inter alia, by personal guarantee of Mr. Kushagra Bajaj, Chairman, corporate guarantees provided by Bajaj International Realty Private Limited, a promoter group company, and Phenil Sugars Limited, a subsidiary, and pledge of the entire shareholding held by the promoters of the Parent Company. The aforesaid facilities are further secured by pledge of 3,63,00,011 equity shares of Bajaj Energy Private Limited held by the promoter group companies and 21,82,870 equity shares of LPGCL held by the Parent Company. In addition, Bajaj Energy Private Limited, a group company, has furnished a corporate guarantee towards the specified financial covenants envisaged under the resolution plan. (refer note 19.2 and 19.5)

4 The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances year-end are unsecured except as stated above and settlement occurs in cash.

5 An amount of ₹ 2,361 crore related to LPGCL has been adjusted by UP Government by operation of Law towards the Company's cane dues in respect of which an undertaking has been furnished by LPGCL to the lenders. (refer note 24).

Notes forming part of consolidated financial statements

6 The Parent Company tendered 6719573 equity shares in LPGCL under the buyback arrangement for a consideration of ₹ 630.80 crore; said investment had an acquisition cost of ₹ 334.12 crore.

7 The Parent Company sold 2,75,000 equity shares of LPGCL to BPVPL for a consideration of ₹ 28.11 crore; said shares had an acquisition cost of ₹ 13.75 crore.

43 Capital Management

There has not been any change in its objectives, policies and processes for managing capital from previous year. The Group is not subject to any externally imposed capital requirements.

(In ₹ Crore)

Particulars	March 31, 2026	March 31, 2025	Change in %
Total equity attributable to equity shareholders (including NIC)	3,812.00	160.63	2,273.16
Borrowings - non current	3,157.89	3,561.17	(11.32)
Total Capital (equity + debts)	6,969.89	3,721.80	87.27
Total equity attributable to equity shareholders as percentage of Total Capital	55%	4%	
Total Borrowings as percentage of Total Capital	45%	96%	

44 Financial Risk Management

The Group's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risks which the entity is exposed to and how it mitigates that risk.

A Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. The Group is exposed to credit risk from trade receivables, loan given, advances and deposits with banks. To manage this, the Group periodically assesses the financial reliability of customers, taking into account factors such as credit track record in the market and past dealings with the Group for extension of credit to customers. The Group monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. Concentrations of credit risk are limited as a result of the Group's large and diverse customer base. The Group has also taken advances and security deposits from its customers /agents, which mitigate the credit risk to an extent. The ageing of trade receivable is given in note 10.4

Following table summarises the change in loss allowances measured using life time expected credit loss model. No significant changes in the estimation techniques or assumption were made during the period.

Particulars	(₹ in crore)
As at April 01, 2024	17.34
Provided during the year	0.58
As at March 31, 2025	17.92
Provided during the year	(1.71)
As at March 31, 2026	**16.21**

The Group considers factors such as track record, size of the institution, market reputation and service standards to select the comparative banks with which loan/ term deposits are maintained. Generally, term deposits are maintained with banks with which Group has also availed borrowings.

B Liquidity risk

Liquidity risk is the risk that a Group may encounter difficulties in meeting its obligations associated with financial liabilities that are settled by delivering cash or other financial assets.

Notes forming part of consolidated financial statements

The Group monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs. The table below provides undiscounted cash flows towards financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

(In ₹ Crore)

Particulars	As at March 31, 2026				Total
	Carrying amount	On demand	0-12 months	More than 12 months	
Borrowings	3,545.01	369.21	17.91	3,157.89	**3,545.01**
Trade payables	3,197.33	3,197.33	-	-	**3,197.33**
Other financial liabilities (Includes lease)	2,420.60	2,420.60	-	-	**2,420.60**
Total	**9,162.94**	**5,987.14**	**17.91**	**3,157.89**	**9,162.94**

(In ₹ Crore)

Particulars	As at March 31, 2025				Total
	Carrying amount	On demand	0-12 months	More than 12 months	
Borrowings	3,574.64	-	13.47	3,561.17	3,574.64
Trade payables	3,545.20	3,545.20	-	-	3,545.20
Other financial liabilities (Includes lease)	6,578.23	6,578.23	-	-	6,578.23
Total	**13,698.07**	**10,123.43**	**13.47**	**3,561.17**	**13,698.07**

C Market risk

The Group is exposed to the risk of movements in interest rates, inventory price and foreign currency exchange rates that affects its assets, liabilities and future transactions.

i) Interest rate risk

The Group's exposure to interest rate risk arises from fluctuations in fair value or future cash flows of financial instruments due to changes in market interest rates. The Group's substantial borrowings comprise Optionally Convertible Debentures (OCDs), carrying a fixed coupon rate of 0.20% per annum (PY 2.50% p.a. and applicable YTM) loan from promoters and loans in form of debt securities and other short term borrowing from related parties. Accordingly, the Group is not exposed to material cash flow interest rate risk, as there are no floating rate borrowings outstanding as at the reporting date.

Consequently, sensitivity to changes in market interest rates on the floating rate portion of borrowings is not applicable to the Group.

ii) Inventory Price risk

The Group is exposed to the movement in price of principal finished product i.e. sugar & alcohol. Prices of the sugar cane is fixed by Government. Generally, sugar production is carried out during sugar cane harvesting period from November to April. Sugar is sold throughout the year which exposes the sugar inventory to the movement in the price. The Group monitors the sugar prices on daily basis and formulates the sales strategy to achieve maximum realisation. The sensitivity analysis of the change in sugar price on the inventory as at year end, other factors remaining constant in given in table below:

(In ₹ Crore)

Rate sensitivity	Increase / Decrease in sale price	Effect on Profit before tax	
For year ended March 31, 2026	**Re 1**	**+/(-)**	**0.50**
For year ended March 31, 2025	Re 1	**+/(-)**	0.61

Notes forming part of consolidated financial statements

iii) Foreign exchange risk

Foreign currency risk arises on commercial transactions that recognised assets and liabilities denominated in a currency that is not Group's functional currency (INR). The Group is not exposed to significant foreign exchange risk at the respective reporting dates.

45 Fair value of financial assets and financial liabilities

Financial instruments measured at fair value can be divided into three levels for determining and disclosing the fair value of financial instruments by valuation technique.

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices);

Level 3 – Inputs for the asset or liability that are not based on observable market data.

Following methods and assumptions are used to estimate the fair values:

a) Fair value of cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities and short term borrowings carried at amortised cost is not materially different from it's carrying cost largely due to short term maturities of these financial assets and liabilities.

b) Financial instruments with fixed and variable interest rate fall within level 2 of the fair value hierarchy and are evaluated by the Group based on parameters such as interest rate, credit rating or assessed credit worthiness.

c) Non-listed shares and other securities fall within level 2 of the fair value hierarchy. Valuation is based on the observable market approach EV/EBIDTA multiple

d) Fair value of the borrowing items fall within level 2 of the fair value hierarchy and is calculated on the basis of discounted future cash flows.

e) Unlisted debt instruments fall within level 3 of the fair value hierarchy. Valuation is based on discounted cash flow method.

Set out below is a comparison by class of the carrying amounts and fair value of the Group's financial instruments that are recognised in the consolidated financial statements.

(In ₹ Crore)

	As at March 31, 2026			
Particulars	**Carrying amount**	**Level 1**	**Level 2**	**Level 3**
Financial Assets at amortised cost				
Trade receivables	98.63	-	-	-
Cash and cash equivalents	87.13	-	-	-
Other bank balances & Other financial assets	75.46	-	-	-
Total	**261.22**	**-**	**-**	**-**
Financial assets at fair value through				
Other comprehensive income				
Investments	3,569.05	-	3,569.05	
Total	**3,569.05**	**-**	**3,569.05**	**-**
Financial liabilities at amortised cost				
Borrowings – non current	3,157.89	-	-	-
Borrowing – current	387.12	-	-	-
Trade payables	3,197.33	-	-	-
Other financial liabilities- current	2,420.60	-	-	-
Total	**9,162.94**	**-**	**-**	**-**

Notes forming part of consolidated financial statements

(In ₹ Crore)

Particulars	As at March 31, 2025			
	Carrying amount	Level 1	Level 2	Level 3
Financial Assets at amortised cost				
Trade receivable	107.53	-	-	-
Cash and cash equivalents	71.18	-	-	-
Other bank balances & Other financial assets	8.45	-	-	-
Total	**187.16**	**-**	**-**	**-**
Financial assets at fair value through				
Other comprehensive income				
Investments	4,268.73	-	4,268.73	
Total	**4,268.73**	**-**	**4,268.73**	**-**
Financial liabilities at amortised cost				
Borrowings – non current	3,561.17	-	-	-
Borrowing – current	13.47	-	-	-
Trade payables	3,545.20	-	-	-
Other financial liabilities- current	6,578.23	-	-	-
Total	**13,698.07**	**-**	**-**	**-**

During the year ended March 31, 2026 and previous year March 31, 2025 there is no transfer between level 2 and level 3 fair value hierarchy.

46 The Group has not entered into any transactions with the companies struck off under section 248 of the Companies Act 2013 or under section 560 of the Companies Act 1956, and does not carry any balance/(s) outstanding to or from any such entity except for balance by way of investment in M/s Eastern Medikit Ltd (company under liquidation) which had been already been provided in earlier years.

47 Information about leases

a Group as lessee

1 The expense relating to payments not included in the measurement of the lease liability is as follows:

(In ₹ Crore)

Particulars	March 31, 2026	March 31, 2025
Short-term leases	**2.66**	2.80
Total	**2.66**	2.80

2 Cash flow related information

(In ₹ Crore)

Particulars	March 31, 2026	March 31, 2025
Total cash outflow in respect of leases in the year	**2.66**	2.83

The Group has lease contracts for various items of land, buildings (including godowns), vehicles and other equipment used it its operations. The Group's obligation under its lease are secured by lessor's title to the leased assets. The Group also has certain leases of godowns and vehicles with lease term of twelve months or less and leases of office equipment with low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases. For long term lease arrangements the Group comply with the IND AS 116 and recognise right of use asset (ROU); in the current year and previous year there is no long term lease.

Notes forming part of consolidated financial statements

b Group as lessor

The Group has entered into operating leases for land, aircraft and sub-leases for office premises. These leases have different terms depending upon the agreements with respective lessees . All leases include a clause to enable revision of the rental charge on mutual basis on an annual basis according to prevailing market conditions. Rental income recognised by the Group during the year is ₹ 3.85 Crore (previous year ₹ 3.81 Crore).

48 The Parent Company and its erstwhile subsidiary Bajaj Hindusthan Sugar & Industries Limited (BHSIL, merged with the Parent Company in 2010) had made requisite minimum capital investment and established an aggregate of 11 new sugar mills and 4 distillery units and also expanded capacity of sugar mills during the years 2004 to 2008. All those mills were established & commercial production started within the time prescribed under the policy i.e. 31st March' 2008.

As per the Sugar Industry Promotion Policy, 2004 (SIPP) announced by the Government of Uttar Pradesh, the Parent Company was entitled to various benefits in the form of grant of certain exemptions / incentives as also reimbursements of certain expenses and capital subsidy, available to the eligible entrepreneurs based on the requisite investments in setting up new mills and or on capacity expansion of sugar units in state of U.P. On making the requisite investment within prescribed period of implementation, the "Eligibility Certificate" has already been issued to the Parent Company and further procedural instructions have also been issued by the State authorities to file information through each jurisdictional authority in the respective districts to allow the benefits to the 7 new sugar mills & 3 distilleries on starting their commercial production.

All the claims have been filed by the Parent company within stipulated time as per the scheme. Till date the Parent Company has also availed & received partial benefits including reimbursement of capital subsidy amount. However, due to an abrupt withdrawal / discontinuation of policy in the year 2007, the balance amount of benefits and the eligibility certificate and procedural instructions to file information in respect of these 4 new sugar mills and one distillery and further for expansion of one mill of erstwhile subsidiary BHSIL (subsequently merged with the Company) is held up.

Consequently, the Current Assets include a sum of ₹ 592.38 Crores towards the aforesaid claims under 2004 Policy. Since the authorities started denying the benefits so the Parent Company challenged it in the Hon'ble High Court of Allahabad all such denial orders of the Government based on the abrupt withdrawal / discontinuing the policy with effect from 04.06.2007. Basically, the withdrawal of the policy w.e.f. 04.06.2007 was a preponing process of date of completion of projects i.e. 31.03.2008 which otherwise was not relevant in the case of the Parent Company since it has already completed the installation and started the commercial production within the prescribed date and became eligible to avail the benefits envisaged.

The Hon'ble High Court upheld the stand of the Parent Company and further held that the withdrawal of Sugar Promotion Policy was arbitrary and without the application of mind. The Government of U.P. preferred to file an SLP before the Hon'ble Supreme Court against the said orders of the Hon'ble High Court of Allahabad. The Hon'ble Supreme Court turned down the stand of the Government of U.P. and declined to interfere in the order of the Hon'ble High Court vide its order dated 07.03.2018. Given the series of orders, and finally, from the Hon'ble Supreme Court, the Parent Company again approached the State of U.P. for release of its claims and accordingly re-submitted the required claim papers again.

The Parent Company regularly followed up with the State of U.P. for settlement of its claims, and because of unreasonable delay in settlement of the Parent Company's claims, the Parent Company filed a contempt petition in the Hon'ble Supreme Court. During the pendency of the contempt petition, the Principal Secretary of U.P. (Sugar) declined the claim of the Parent Company on unfounded grounds.

In the contempt petition filed by the Parent Company in Hon'ble Supreme Court, the court expressed the view that the matter involves issues which cannot be determined while exercising contempt jurisdiction. Hence the petitioner (the Parent Company), may approach the Court having original jurisdiction for the matter. The Parent Company has filed the writ petition in the Hon'ble High Court

Notes forming part of consolidated financial statements

of Allahabad; presently the matter sub-judice in the Hon'ble High Court of Allahabad. In the above writ petition, on an application filed by the State of U.P, the Hon'ble High Court vide an interim order dated 31.01.2023 has deferred the hearing of the above writ petition on the ground of pendency of civil appeal filed by State of UP against Mawana Sugar Limited before the Hon'ble Supreme Court, in which action of withdrawal of SIPP, 2004 is sub-judice. Aggrieved by the order dated 31.01.2023, the Parent Company has filed a Special Leave Petition before the Hon'ble Supreme Court, in which the Hon'ble Supreme Court vide an Order dated 23.10.2024 granted liberty to Company to file Contempt Petition.

Consequently, the Parent Company has filed a Contempt Petition (Civil) against the Cane Commissioner and the Secretary to the Sugar Industry and Cane Development, U.P, before the Hon'ble Supreme Court where the matter is sub judice. The management has evaluated the status of the ongoing proceedings and, based on discussion with its legal counsel, expects to realise the aforesaid claim tentatively within twelve months from the reporting date. Accordingly, the related amount has been presented under current assets in the consolidated financial statements.

49 The Group has reported positive EBITDA for the quarter and year ended March 31, 2026, and had a positive net worth as at that date. In earlier periods, the Parent Company's operations and liquidity position were adversely affected by constrained availability of sugarcane and lower sugar recovery, primarily due to delays in payment of cane dues, which led to a reduction in cane area and, consequently, adversely impacted operational cash flows.

During the year, the Parent Company undertook various measures to improve its operational and financial performance. Pursuant to implementation of the approved Resolution Plan (refer note 19.2), the sustainable debt has been repaid, and the unsustainable debt has been restructured. The restructuring, inter alia, provides for a moratorium of five years on repayment of OCDs, reduction in the coupon rate to 0.20% per annum and cessation of further accrual of YTM & RoR. These measures are expected to reduce finance costs, improve liquidity and support operational improvements, including cane development, improved sugar recovery and strengthening of overall operating efficiencies.

The lenders have also acknowledged the initiatives undertaken by the Parent Company to improve plant efficiency, optimise energy usage and strengthen cane development activities. Further, the Parent Company is pursuing its claim aggregating approximately ₹ 1,961 crores (including interest up to March 31, 2026) under the Sugar Industry Promotion Policy, 2004, which is presently sub judice. Management expects a favourable outcome in this matter, which would further strengthen the Parent Company's financial position and liquidity.

Having regard to the above factors, including implementation of the debt restructuring plan, improvement in liquidity position, operational improvements and the industry outlook, management is of the view that the Parent Company will be able to realise its assets and discharge its liabilities in the normal course of business. Accordingly, these Consolidated financial statements have been prepared on a going concern basis.

50 Ratios

The following are analytical ratios for the year ended March 31, 2026 and March 31, 2025

Sr. No.	Ratio	Numerator	Denominator	March 31, 2026	March 31, 2025	% Variance
1	Current Ratio	Current Assets	Current Liabilities	0.56	0.35	60.00%
2	Debt-Equity Ratio	Total Debt*	Shareholder's Equity	0.93	22.25	95.82%
3	Debt-Service Coverage Ratio (DSCR)	Earnings available for debt service**	Debt repayment and interest payment during current year@	0.31	1.07	-71.03%

Notes forming part of consolidated financial statements

Sr. No.	Ratio	Numerator	Denominator	March 31, 2026	March 31, 2025	% Variance
4	Return on Equity Ratio (ROE)	Net profit / (loss) after taxes	Average shareholder's equity	6.36%	-115.87%	105.49%
5	Inventory Turnover Ratio	Sales	Average inventory	2.18	2.12	2.83%
6	Trade Receivable Turnover Ratio	Sales	Average trade receivables	52.37	41.87	25.08%
7	Trade Payables Turnover Ratio	Purchase of material, services and other expenses (as per P&L)	Average trade payables	1.33	1.36	-2.21%
8	Net Capital Turnover Ratio	Sales	Average net working capital	(1.15)	(0.85)	-35.29%
9	Net Profit Ratio	Net profit / (loss) before taxes	Sales	2.32%	-13.89%	116.70%
10	Return on Capital Employed (ROCE)	Earning before interest and taxes (EBIT)	Capital employed***	2.15%	2.47%	-12.96%
11	Return on Investment****			N/a	N/a	N/a

*Total Debt excludes lease liability

**Earnings available for debt service=Net profit before tax+Interest+Depreciation+Loss on sales of assets

***Capital employed=Net worth+Borrowings

**** Not applicable since all investments are investments in group companies.

@ Debt repayment and interest payment during the year other than conversion to equity and CCPS.

Note

1 **Current ratio:** Current ratio improved due to reduction in current liabilities on account of payment / conversion of YTM and RoR obligations into equity or CCPS.

2 **Debt equity ratio:** Debt-equity ratio improved as YTM and RoR liabilities were converted into equity / CCPS.

3 **Debt service coverage ratio:** Debt coverage ratio decreased due to payment of YTM, Its instalment of OCD.

4 **Return on equity Ratio:** Figures are not comparable as YTM and RoR obligations were recognised as a prior period error in finance cost in FY 2024-25.

5 **Trade Receivable Turnover Ratio:** The ratio improved in the current year due to improved realisation from alcohol and sugar customers.

6 **Net Capital Turnover Ratio:** The ratio improved due payment/conversion of YTM and RoR obligation into equity and CCPS

7 **Net Profit Ratio:** Previous year net profit ratio changed due to restatement of previous year's finance cost on account of prior period error.

Notes forming part of consolidated financial statements

51 Additional information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiaries and associates

March 31, 2026

Name of Enterprises	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income (OCI)		Share in total comprehensive income	
	As % of consolidated net assets	Amount (₹ crore)	As % of consolidated profit or loss	Amount (₹ crore)	As % of consolidated OCI	Amount (₹ crore)	As % of consolidated total comprehensive income	Amount (₹ crore)
Parent								
Bajaj Hindusthan Sugar Limited	100.11%	3,816.16	109.37%	137.96	-672.51%	(111.30)	18.68%	26.66
Subsidiaries								
Indian								
1. Bajaj Aviation Private Ltd.	-1.50%	(57.23)	2.19%	2.76	0.00%	-	1.93%	2.76
2. Bajaj Power Generation Private Ltd.	0.36%	13.67	1.11%	1.40	1016.50%	168.23	118.88%	169.63
3. Phenil Sugars Limited	11.39%	434.28	-39.92%	(50.36)	7.84%	1.30	-34.38%	(49.06)
Foreign								
1. Bajaj Hindusthan (Singapore) Pte. Ltd.	2.13%	81.11	-0.72%	(0.91)	11.18%	1.85	0.66%	0.94
2. PT. Batu Bumi Persada, Indonesia	-0.05%	(2.03)	-0.21%	(0.26)	-0.85%	(0.14)	-0.28%	(0.40)
3. PT. Jangkar Prima, Indonesia	-0.56%	(21.16)	-0.84%	(1.06)	-9.24%	(1.53)	-1.82%	(2.59)
Non controlling interests								
1. Phenil Sugars Limited	0.03%	1.32	-0.39%	(0.49)	0.00%	0.00	-0.34%	(0.49)
2. PT. Batu Bumi Persada, Indonesia	0.00%	(0.02)	0.00%	(0.00)	0.00%	0.00	0.00%	(0.00)
3. PT. Jangkar Prima, Indonesia	0.00%	(0.02)	0.00%	(0.00)	0.00%	0.00	0.00%	(0.00)
Consolidation adjustments / Eliminations	-11.91%	(454.08)	29.41%	37.10	-252.93%	(41.86)	-3.34%	(4.76)
TOTAL		**3,812.00**		**126.14**		**16.55**		**142.69**

Notes forming part of consolidated financial statements

March 31, 2025

Name of Enterprises	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount (₹ crore)	As % of consolidated profit or loss	Amount (₹ crore)	As % of consolidated OCI	Amount (₹ crore)	As % of consolidated total comprehensive income	Amount (₹ crore)
Parent								
Bajaj Hindusthan Sugar Limited	180.74%	290.32	96.26%	(751.14)	53.02%	(134.47)	85.66%	(885.61)
Subsidiaries								
Indian								
1. Bajaj Aviation Private Ltd.	-37.34%	(59.98)	-0.19%	1.45	0.00%	-	-0.14%	1.45
2. Bajaj Power Generation Private Ltd.	-97.09%	(155.95)	0.04%	(0.29)	65.51%	(166.14)	16.10%	(166.43)
3. Phenil Sugars Limited	294.60%	473.21	7.69%	(60.01)	-0.01%	0.02	5.81%	(59.99)
Foreign								
1. Bajaj Hindusthan (Singapore) Pte. Ltd.	49.91%	80.17	0.03%	(0.26)	-0.14%	0.36	-0.01%	0.10
2. PT. Batu Bumi Persada, Indonesia	(1.01%)	(1.63)	0.04%	(0.34)	-0.01%	0.03	0.04%	(0.31)
3. PT. Jangkar Prima, Indonesia	-11.55%	(18.56)	0.51%	(3.99)	-0.15%	0.39	0.35%	(3.60)
Non controlling interests								
1. Phenil Sugars Limited	5.86%	9.41	0.15%	(1.20)	0.00%	0.00	0.12%	(1.20)
2. PT. Batu Bumi Persada, Indonesia	-0.01%	(0.02)	0.00%	(0.01)	0.00%	0.00	0.00%	(0.01)
3. PT. Jangkar Prima, Indonesia	-0.01%	(0.02)	0.00%	(0.00)	0.00%	0.00	0.00%	(0.00)
Consolidation adjustments / Eliminations	-284.08%	(456.32)	-4.55%	35.49	-18.21%	46.19	-7.90%	81.68
TOTAL		**160.63**		**(780.30)**		**(253.62)**		**(1,033.92)**

Notes forming part of consolidated financial statements

		As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
52	**Non-Controlling Interest**		
	Opening balance	**9.37**	10.05
	Reduction in NCI due to purchase of Shares of Phenil Sugar Ltd. by BPGPL (refer note (i) below)	**(7.63)**	-
	Share in profit / (loss) for the year from continuing operations	**(0.49)**	(1.02)
	Share in profit / (loss) for the year from discontinued operations	**0.00**	(0.19)
	Share in OCI	**0.00**	0.00
	Share in other equity	**0.03**	0.53
	Closing balance	**1.28**	9.37
	Details of non-controlling interests (NCI)		
	The table below shows details relating to NCI in the entities which are not wholly owned by the Group.		
	% of NCI		
	1. Phenil Sugars Limited	**0.30%**	1.99%
	2. PT. Batu Bumi Persada, Indonesia	**1.00%**	1.00%
	3. PT. Jangkar Prima, Indonesia	**0.12%**	0.12%

Summarised financial information in respect of each of the Group's subsidiaries that has non controlling interests is set out below. The amount disclosed for each subsidiary are before inter-company elimination

(In ₹ Crore)

Particular	Phenil Sugars Limited		PT. Batu Bumi Persada, Indonesia		PT. Jangkar Prima, Indonesia	
	As at March 31, 2026	As at March 31, 2025	**As at March 31, 2026**	As at March 31, 2025	**As at March 31, 2026**	As at March 31, 2025
Non-Current assets	**1,144.22**	1,149.21	**3.38**	3.13	**1.24**	1.16
Current assets	**6.94**	17.57	**0.01**	0.01	**3.44**	0.94
Non-Current liabilities	**692.14**	659.65	**-**	-	**-**	-
Current liabilities	**24.74**	33.92	**5.41**	4.78	**25.83**	20.66
Total Equity	**434.28**	473.21	**(2.02)**	(1.64)	**(21.15)**	(18.56)
Attributable to owners of the Company	**432.96**	463.80	**(2.00)**	(1.62)	**(21.13)**	(18.54)
Non-control Interest	**1.32**	9.41	**(0.02)**	(0.02)	**(0.02)**	(0.02)

Notes forming part of consolidated financial statements

Particular	Phenil Sugars Limited		PT. Batu Bumi Persada, Indonesia		PT. Jangkar Prima, Indonesia	
	As at March 31, 2026	As at March 31, 2025	**As at March 31, 2026**	As at March 31, 2025	**As at March 31, 2026**	As at March 31, 2025
Revenue	**0.32**	2.86	**-**	-	**0.87**	-
Expenses	**63.79**	59.87	**0.26**	0.34	**1.93**	3.99
Profit/(Loss) before tax	**(63.47)**	(57.01)	**(0.26)**	(0.34)	**(1.06)**	(3.99)
Tax expenses	**(13.26)**	(6.33)	**-**	-	**-**	-
Profit/(Loss) for the year from continuing operations	**(50.21)**	(50.68)	**(0.26)**	(0.34)	**(1.06)**	(3.99)
Attributable to owners of the Company	**(49.72)**	(49.67)	**(0.26)**	(0.33)	**(1.06)**	(3.99)
Non-control Interest	**(0.49)**	(1.01)	**(0.00)**	(0.01)	**(0.00)**	(0.00)
Profit/(Loss) for the year from discontinued operations	**(0.15)**	(9.34)	**-**	-	**-**	-
Attributable to owners of the Company	**(0.15)**	(9.15)	**-**	-	**-**	-
Non-control Interest	**(0.00)**	(0.19)	**-**	-	**-**	-
Other Comprehensive Income	**1.30**	0.02	**(0.14)**	0.03	**(1.53)**	0.39
Attributable to owners of the Company	**1.30**	0.02	**(0.14)**	0.03	**(1.53)**	0.39
Non-control Interest	**0.00**	0.00	**(0.00)**	0.00	**(0.00)**	0.00
Full figures for values appearing as zero						
Non control interest share in profit for the year (₹)			(25,807)		(12,718)	(47,881)
Non control interest share in OCI (₹)			(13,583)	3,266	(18,393)	4,683

Note:-

i) During the year, the Group through its subsidiary company BPGPL, acquired an additional 1.69% equity interest in subsidiary Phenil Sugar Limited (PSL), for a consideration of ₹ 0.63 crore. As control over PSL remained unchanged, the transaction was accounted as an equity transaction, resulting in reduction of NCI of ₹ 7.63 crore and a corresponding credit to retained earnings attributable to the owner of the company.

53 Non-Current Assets held for sale :

53.1 In respect of Parent Company

Pursuant to the restructuring arrangement with the consortium lenders, certain non-core assets pertaining to the Board Division of Parent Company, comprising mainly plant & machinery and other assets (excluding land) have been identified for sale by the Asset Sale Committee constituted by the lenders. The Parent Company has initiated the process for disposal of the said assets and the sale is expected to be completed within twelve months from the date of classification. Accordingly, Parent Company have classified the aforesaid assets of ₹ 61.53 crore as "Assets Held for Sale" in accordance with Ind AS 105 – Non-current Assets Held for Sale and Discontinued Operations.

Notes forming part of consolidated financial statements

Based on fair valuation report of independent valuer the estimated net realisable value of the aforesaid assets is higher than their carrying amount and accordingly no impairment loss is required to be recognised. Depreciation on the aforesaid assets has not been charged from the date of classification as held for sale in accordance with Ind AS 105. Since no significant operational activities were carried out in the Board Division, the aforesaid assets do not constitute a discontinued operation under Ind AS 105.

53.2 In respect of subsidiary company (Phenil Sugars Limited)

The subsidiary company (Phenil Sugars Limited) has entered into an agreement to sell the block of plant & machinery and stores/spares of its Basti unit, for ₹ 41.51 crore. The buyer is lifting the material; the transaction is expected to be completed by June 2026. The assets, offered for sale, have been classified in the disposal group as assets held for sale and the liabilities directly associated with the disposal group have been disclosed separately in this consolidated financial statement in compliance with IND AS 105 "Non-Current Assets Held for Sale and Discontinued Operations". The income/expenses (losses) relating to the disposal group have been disclosed in the consolidated statement of profit and loss as loss from discontinued operations. Information about the subsidiary companies discontinued operations as tabulated below:

Particulars	**As at March 31, 2026 (In ₹ Crore)**	As at March 31, 2025 (In ₹ Crore)
Assets:		
Plant and Machinery	**0.92**	8.26
Inventory-store and Spare	**0.16**	2.59
Assets classified as held for sale	**1.08**	10.85
Liabilities:		
Advance received from buyer	**0.05**	-
Liabilities associated with Disposal Group	**0.05**	-
Discontinued Operations: -		
The financial results for Discontinued Operations for the year are as follows:		
Revenue from Operations	**-**	-
Other Income	**-**	-
Total Income	**-**	-
Loss on assets held for sale	**-**	8.25
Employee Benefits Expense	**0.15**	0.75
Security Expenses	**-**	0.32
Insurance Expenses	**-**	0.01
Other Expenses	**-**	0.01
Total Expenses	**0.15**	9.34
Profit before tax from Discontinued Operations	**(0.15)**	(9.34)
Tax Expense	**-**	-
Profit after tax from Discontinued Operations	**(0.15)**	(9.34)

Notes forming part of consolidated financial statements

Particulars	As at March 31, 2026 (In ₹ Crore)	As at March 31, 2025 (In ₹ Crore)
Cash Flow Statement for Discontinued Operations		
A. Cash flow from operating activities:	**(0.15)**	(1.09)
B. Cash flow from investing activities:	**7.34**	30.66
C. Cash flow from financing activities:	**-**	-
Net increase/(decrease) in cash and cash equivalents	**7.19**	29.58

54 Prior Period Error and Retrospective Restatement

During the year ended March 31, 2026, the Parent Company implemented the approved Resolution Plan pursuant to which Yield to Maturity (YTM) obligations aggregating to ₹ 3,584.95 crore and Right of Recompense (RoR) obligations aggregating to ₹ 485.60 crore arising under earlier restructuring arrangements were quantified and settled.

Historically, the Parent Company had not recognised YTM obligations in its consolidated financial statements and had disclosed the same as contingent liabilities. Further, under the Master Restructuring Agreement (MRA) and the restructuring framework implemented under the Joint Lenders' Forum ("JLF") mechanism, the lenders were entitled to a contractual Right of Recompense in respect of concessions, reliefs and sacrifices extended to the Parent Company. In earlier years, management had assessed that the RoR obligation was contingent upon the occurrence of future events, including improvement in the Parent Company's financial performance and exercise of such rights by the lenders. Accordingly, the RoR obligation was disclosed as a contingent liability. The amount of potential recompense was capable of estimation and had been quantified and disclosed in the consolidated financial statements of earlier years.

During the course of implementation of the Resolution Plan, management undertook a detailed reassessment of the underlying contractual arrangements, including the MRA, restructuring documentation, lender communications and the basis on which the YTM and RoR obligations were ultimately quantified and settled. Based on such reassessment, management concluded that the Resolution Plan did not create new YTM or RoR obligations but merely provided the mechanism for quantification and settlement of obligations arising from earlier restructuring arrangements.

Management further concluded that the underlying YTM and RoR obligations substantially related to earlier reporting periods and represented obligations arising from the concessions, reliefs and sacrifices granted by lenders under the restructuring framework. Accordingly, management determined that the earlier non-recognition of such obligations did not appropriately reflect the substance of the underlying contractual arrangements and the economic obligations arising therefrom and therefore constituted a prior period error within the meaning of Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors.

Management also assessed that recognition of the entire impact in the Consolidated Statement of Profit and Loss for the year ended March 31, 2026 would not appropriately reflect the financial performance of the current year, as the underlying obligations substantially related to earlier reporting periods. Accordingly, the Parent Company has corrected the aforesaid prior period error by retrospectively restating the comparative financial information in accordance with Ind AS 8 and the recognition principles prescribed under Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets.

Consequently, YTM aggregating to ₹ 2,885.39 crore and RoR aggregating to ₹ 429.64 crore relating to periods up to March 31, 2024 have been adjusted against opening retained earnings as at April 1, 2024. Further, YTM aggregating to ₹ 699.56 crore and RoR aggregating to ₹ 55.96 crore pertaining to the year ended March 31, 2025 have been recognised in the comparative Statement of Profit and Loss as finance cost, with a corresponding increase in other financial liabilities.

Notes forming part of consolidated financial statements

As a result of the aforesaid retrospective restatement, opening retained earnings as at April 1, 2024 stand reduced by ₹ 3,315.03 crore and finance cost for the year ended March 31, 2025 stands increased by ₹ 755.52 crore. Comparative financial information, including earnings per share and other affected disclosures, has been restated accordingly.

Accordingly, comparative financial information for the year ended March 31, 2025 and opening balances as at April 1, 2024 have been retrospectively restated. In accordance with Ind AS 1 – Presentation of Financial Statements, a third Balance Sheet as at April 1, 2024 has been presented.

54.1 Impact of Retrospective Restatement on Consolidated Balance Sheet as at April 1, 2024

₹ Crore

Particulars	As Previously Reported	Adjustment of prior period error	Impact of regrouping	Restated
Other Financial Liabilities - current	52.52	3,315.03	2,399.48	5,767.03
Other current liabilities*	2,515.01	-	(2,399.48)	115.53
Total Current Liabilities	6,476.80	3,315.03	-	9,791.83
Total Liabilities	11,420.92	3,315.03	-	14,735.95
Retained Earnings	(2,548.74)	(3,315.03)	-	(5,863.77)
Total Other Equity	4,350.69	(3,315.03)	-	1,035.66
Total Equity contribution to owners of the company	4,475.14	(3,315.03)	-	1,160.11
Non controlling interest	10.05	-	-	10.05
Total Equity and Liabilities	15,906.11	-	-	15,906.11

54.2 Impact of Retrospective Restatement on Consolidated Balance Sheet as at March 31, 2025

₹ Crore

Particulars	As Previously Reported	Adjustment of prior period error	Impact of regrouping	Restated
Other Financial Liabilities - current	104.02	4,070.55	2,403.66	6,578.23
Other Current Liabilities*	2,498.01	-	(2,403.66)	94.35
Total Current Liabilities	6,188.44	4,070.55	-	10,258.99
Total Liabilities	11,053.19	4,070.55	-	15,123.74
Retained Earnings	(2,547.41)	(4,070.55)	-	(6,617.96)
Total Other Equity	4,097.36	(4,070.55)	-	26.81
Total Equity contribution to owners of the company	4,221.81	(4,070.55)	-	151.26
Non controlling interest	9.37	-	-	9.37
Total Equity and Liabilities	15,284.37	-	-	15,284.37

*Employee-related liabilities of ₹ 42.66 crore (₹ 38.48 crore as on April 1, 2024) and funds of ₹ 2,361.00 crore received from UPPCL, originally receivable by LPGCL from UPPCL, have been regrouped from "Other Current Liabilities" to "Other Financial Liabilities" to align with their nature and presentation requirements. Comparative figures have been regrouped accordingly.

Notes forming part of consolidated financial statements

54.3 Impact of Retrospective Restatement on Consolidated Statement of Profit and Loss for the year ended March 31, 2025

₹ Crore

Particulars	As Previously Reported	Adjustment of prior period error	Restated
Finance Cost	102.90	755.52	858.42
Total Expenses	5,603.46	755.52	6,358.98
Loss Before Tax	(10.67)	(755.52)	(766.19)
Tax Expense / (Credit)	4.77	-	4.77
Loss after tax from continuing operations	(15.44)	(755.52)	(770.96)
Loss from discontinued operations after tax	(9.34)	-	(9.34)
Loss for the Year	(24.78)	(755.52)	(780.30)
Total Comprehensive income/loss	(278.40)	(755.52)	(1,033.92)

54.4 Impact of Retrospective Restatement on Consolidated Earnings Per Share for the year ended March 31, 2025

₹ per share

Particulars	As Previously Reported	Adjustment of prior period error	Restated
Earnings per share - basic and diluted			
Continuing operations -EPS (₹/Share)	(0.12)	(6.07)	(6.19)
Discontinued operations -EPS (₹/Share)	(0.07)	-	(0.07)
Continuing and Discontinued operations	(0.19)	(6.07)	(6.26)

The above tables present the impact of correction of the prior period error arising from non-recognition of YTM and RoR obligations in earlier reporting periods. The corresponding adjustments have been reflected in the comparative financial information and related disclosures presented in these consolidated financial statements.

55 Audit Trail

The Parent Company and its subsidiaries, Bajaj Power Generation Private Limited and Phenil Sugars Limited, maintain their books of account using SAP, which has a feature of recording an audit trail (edit log) for each transaction affecting the books of account. The audit trail feature remained enabled and operative throughout the financial year at the application level, and the audit trail has been preserved in accordance with the statutory record retention requirements.

The subsidiary, Bajaj Aviation Private Limited, maintains its books of account using an Oracle-based ERP system. As on the reporting date, the software does not have an operational audit trail (edit log) feature as prescribed under the applicable statutory requirements. The subsidiary company is in the process of implementing the requisite functionality to enable and preserve the audit trail in compliance with the applicable provisions of law.

56 Additional disclosure requirement as per schedule III:

a) No funds (which are material either individually or in the 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 Group 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

Notes forming part of consolidated financial statements

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

b) No funds (which are material either individually or in the aggregate) have been received by the Group from any person(s) or entity(ies), including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Group shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

d) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

e) The Group does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous year) in the tax assessments under the Income Tax Act, 1961.

57 Events after the reporting date

Subsequent to the reporting date, the Parent Company allotted 1,67,23,565 equity shares aggregating to ₹ 8.56 crore and 44,56,67,369 Compulsorily Convertible Preference Shares (CCPS) of face value Re. 1 each aggregating to ₹ 44.57 crore to Bank of India on April 1, 2026 pursuant to the approved Resolution Plan towards conversion of accumulated Yield to Maturity (YTM) and Right of Recompense (RoR) obligations. The aforesaid amount had been disclosed as Share Application Money Pending Allotment as at March 31, 2026.

58 Previous year figures have been regrouped/ reclassified/restated wherever necessary to correspond with the current year's classification/ disclosures.

59 The consolidated financial statements were approved for issue by the Board of Directors, at its meeting held on May 29, 2026.

Signatures to Notes "1" to "59"

As per our Report of even date

For Sidharth N Jain & Company
Firm Registration No.018311C
Chartered Accountants

Sidharth Jain
Proprietor
Membership No. 134684

Surat, May 29, 2026

Sunil Kumar Ojha
Chief Financial Officer
M. No. ACA 400837

Kausik Adhikari
Company Secretary
M. No. ACS 18556

Atul Hasmukhrai Mehta
Director
DIN 00112451

Shalu Bhandari
Director
DIN 00012556

For and on behalf of the Board

Kushagra Bajaj
Chairman
DIN 00017575

Ajay Kumar Sharma
Managing Director
DIN 09607745

Vinod C. Sampat
Director
DIN 09024617

Satish Kumar Nagpal
Director
DIN 09045584

Shyam Sunder Jangid
Director
DIN 01186353

Mumbai, May 29, 2026

Notes forming part of consolidated financial statements

Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part "A": Subsidiaries

(In ₹ crore)

March 31, 2026

	Sl. No.	1	2	3	4	5	6
	Name of the subsidiary	Bajaj Aviation Pvt. Ltd.	Bajaj Power Generation Pvt. Ltd.	Bajaj Hindusthan (Singapore) Pte. Ltd., Singapore #	PT. Batu Bumi Persada, Indonesia $	PT. Jangkar Prima, Indonesia $	Phenil Sugars Limited
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period				"01-Jan-2025 to 31-Dec-2025"	"01-Jan-2025 to 31-Dec-2025"	
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR	USD	IDR	IDR	INR
3	Share capital	5.00	0.02	188.36	2.79	2.79	357.14
4	Other equity	(62.23)	(15.02)	(52.86)	(4.71)	(24.56)	77.13
5	Total assets	21.31	1,739.14	153.28	3.38	3.89	1,151.15
6	Total Liabilities	78.54	1,725.48	17.78	5.30	25.66	716.88
7	Investments @	-	1,737.81	-	-	-	-
8	Turnover *	36.99	-	-	-	-	-
9	Profit before taxation	2.75	1.63	(1.01)	(0.32)	(3.54)	(63.47)
10	Provision for taxation	-	0.24	-	-	-	(13.26)
11	Profit after taxation	2.75	1.39	(1.01)	(0.32)	(3.54)	(50.21)
12	Proposed Dividend	-	-	-		-	-
13	% of shareholding	100%	100%	100%	99%	99.88%	99.70%

Notes :

* 1 Turnover is net of excise duty and includes other income.

@ 2 Investments excludes investment in subsidiaries.

3 The financial statements are translated at the exchange rate as on 31.03.2026 i.e. 1 USD = INR 94.6543

$ 4 The financial statements are translated at the exchange rate as on 31.03.2026 i.e. (1 USD = IDR 16993) and (1 USD = INR 94.6543)

Notes forming part of consolidated financial statements

(In ₹ crore)
March 31, 2025

	Sl. No.	1	2	3	4	5	6
	Name of the subsidiary	Bajaj Aviation Pvt. Ltd.	Bajaj Power Generation Pvt. Ltd.	Bajaj Hindusthan (Singapore) Pte. Ltd., Singapore #	PT. Batu Bumi Persada, Indonesia $	PT. Jangkar Prima, Indonesia $	Phenil Sugars Limited
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period				"01-Jan-2024 to 31-Dec-2024"	"01-Jan-2024 to 31-Dec-2024"	
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR	INR	USD	IDR	IDR	INR
3	Share capital	5.00	0.02	170.30	2.58	2.58	357.14
4	Other equity	(64.98)	(155.97)	(46.88)	(4.06)	(19.47)	116.06
5	Total assets	16.31	1,540.62	138.84	3.14	2.03	1,166.78
6	Total Liabilities	76.29	1,696.57	15.42	4.62	18.92	693.58
7	Investments @	-	1,539.26	-	-	-	-
8	Turnover *	32.80	-	-	-	-	-
9	Profit before taxation	1.45	1.17	(0.27)	(0.33)	(3.77)	(57.01)
10	Provision for taxation	-	1.46	-	-	-	(6.33)
11	Profit after taxation	1.45	(0.29)	(0.27)	(0.33)	(3.77)	(50.68)
12	Proposed Dividend	-	-	-		-	-
13	% of shareholding	100%	100%	100%	99%	99.88%	98.01%

Notes :

* 1 Turnover is net of excise duty and includes other income.

@ 2 Investments excludes investment in subsidiaries.

3 The financial statements are translated at the exchange rate as on 31.03.2025 i.e. 1 USD = INR 85.5814

$ 4 The financial statements are translated at the exchange rate as on 31.03.2025 i.e. (1 USD = IDR 16588) and (1 USD = INR 85.5814)

NOTE

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NOTE