Date: August 13, 2026

To,
The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Scrip Code: 539984

Sub: Integrated Annual Report for Financial Year (FY) 2025-26 along with Notice convening the 66th Annual General Meeting ("AGM") of the Company

This is in furtherance to our intimation dated July 21, 2026 wherein it was informed that the 66th Annual General Meeting ("AGM") of the Company is scheduled to be held on Tuesday, September 08, 2026 through Video Conferencing/Other Audio Visual Means, in compliance with the applicable provisions.

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements), please find enclosed herewith the Integrated Annual Report of the Company for the financial year 2025-26 along with the Notice of 66th AGM, which are being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent (RTA)/Depository Participants (DPs) as on Friday, August 07, 2026.

The Integrated Annual Report including the Notice of 66th AGM is also available on the Company's website at:

https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=8

The same is for your intimation and records.

Thanking you,

Yours Faithfully,

For Hindusthan Insulators & Industries Limited

NEHA KEJRIWAL Digitally signed by NEHA KEJRIWAL Date: 2026.08.13 13:25:36 +05'30'

(Neha Kejriwal)
Company Secretary & Compliance Officer
M. No: F12381

Encl. as above

HINDUSTHAN INSULATORS & INDUSTRIES LIMITED
(Formerly known as Hindusthan Urban Infrastructure Limited)
(An Enterprise of The Hindusthan Group)

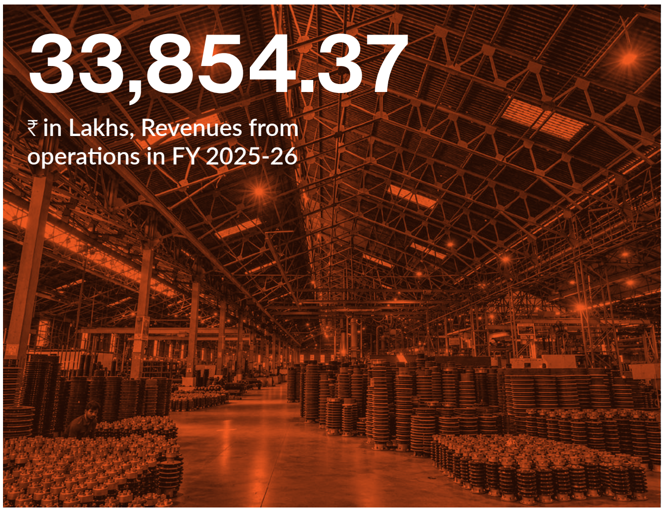
DECISIVE TURNAROUND

TAKING THE COMPANY INTO A **NEW ORBIT**

Annual Report for Financial Year 2025-26

Disclaimer

This document contains statements about expected future events and financials of Hindusthan Insulators & Industries Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the assumptions, predictions and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis of this Annual Report.



Contents

To know more visit:
www.hindusthaninsulators.com

Corporate Information

Board of Directors

Mr. Raghavendra Anant Mody
Chairman & Whole-time Director

Mr. Deepak Kejriwal
Managing Director

Mr. Shyam Sunder Bhuwania
Non-Executive, Non Independent Director

Mr. Ratan Lal Nangalia
Independent Director

Mr. Shiv Shanker Aggarwal
Independent Director

Ms. Deepika Agrawal
Independent Director

Key Managerial Personnel (KMP)

Mr. Shailendra Jhalani
Chief Financial Officer

Ms. Neha Kejriwal*
Company Secretary & Compliance Officer

Statutory Auditors

M/s. K.N. Gutgutia & Co.
Chartered Accountants

Bankers

Canara Bank
HDFC Bank
Yes Bank
State Bank of India

Registered Office

Kanchenjunga (7th Floor) 18, Barakhamba Road, New Delhi - 110001

Works

Insulators & Electricals Company
(Mandideep, Madhya Pradesh)

Faridabad Warehouse (Haryana)
Guwahati Warehouse (Assam)
Bangalore (Karnataka)
Gwalior (Madhya Pradesh)

Listing of Equity Shares

BSE Limited

Registrar & Share Transfer Agent

Skyline Financial Services Private Limited
D-153/A, 1st Floor, Okhla Industrial Area, Phase - 1, New Delhi - 110020

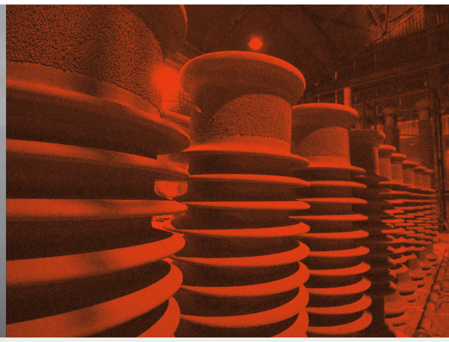
*Appointed with effect from April 24, 2026

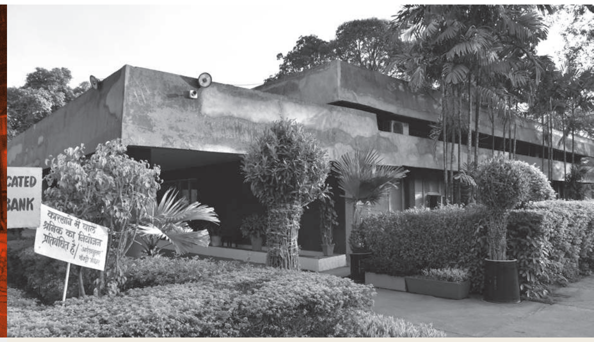
INTRODUCTION

India's power transmission sector is entering a multi-year investment cycle.

This cycle is being driven by renewable energy integration, grid modernisation, industrialisation and rising electricity demand.

How HIIL is attractively placed to capitalise





Industry opportunity
India's transmission infrastructure expansion

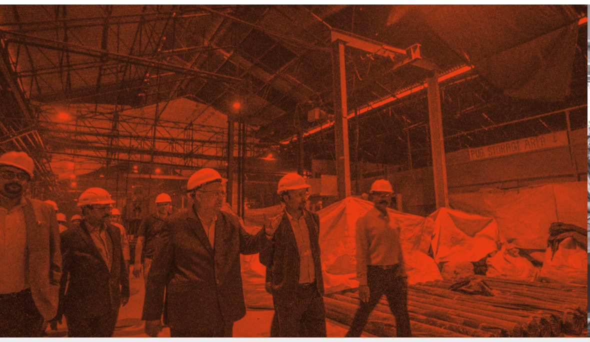
Market leadership
Established player in porcelain insulators

Export growth
175% export growth in FY 2025-26

These positive developments are creating a growing demand for critical power transmission components, including high-tension insulators.

Hindusthan Insulators & Industries Limited (HIIL) is attractively placed to capitalise on this unprecedented sectorial opportunity.

The Company has established itself as one of India's leading manufacturers of electro-porcelain high-tension insulators (used in power transmission networks).



Capacity expansion
21,780 MT, Kiln loading capacity expansion

Strong Balance Sheet
Debt-free

Financial position
Returned to operating profitability.

CORPORATE SNAPSHOT

Hindusthan Insulators & Industries Limited.

Possesses a rich experience of more than six decades. Reflected in consistently reliable products.

The result is that the Company has established itself as a trusted partner to power utilities, EPC contractors and industrial customers.

HIIL is entering a new phase in its existence. The Company is enhancing its manufacturing capacity and capabilities to address the evolving needs of modern high-voltage transmission networks.

A new era begins now.

Vision

To be a leading company in the insulator industry by providing quality products and creating long-term value for customers, shareholders, employees, and society. The Company aims to grow its business through continuous improvement, customer satisfaction, and efficient operations.

Going forward, the Company also plans to diversify into related businesses and undertake backward integration to strengthen its supply chain, reduce costs, and support sustainable growth.

Mission

- To provide high-quality products and solutions to the power transmission and distribution sector.
- To achieve operational excellence through continuous improvement and innovation.
- To create long-term value for stakeholders through sustainable growth and responsible business practices.

Background

Hindusthan Insulators & Industries Limited (HIIL) (formerly known as Hindusthan Urban Infrastructure Limited, incorporated in 1959) enjoys a six-decade track record in India's infrastructure sector.

The Company manufactures electro-porcelain high tension insulators utilised in power transmission and distribution applications for power utilities, EPC contractors and industrial customers.

Business segments

High tension insulators division: The Company's principal business segment comprises the manufacture and supply of electro-porcelain insulators for power transmission and distribution networks. Serving power utilities, EPC contractors and industrial customers across domestic and international markets, the division offers a comprehensive product portfolio for applications ranging from 33 kV to 765 kV. During its journey, the Company expanded its product capabilities to cater to Extra High Voltage transmission networks up to 765 kV, successfully supplied insulators for critical power transmission, railway and infrastructure projects, and established a strong export franchise supported by long-standing relationships with global customers.

Real estate division: This division manages and is focused on the monetisation of the Company's strategic land and infrastructure assets with the objective to generate recurring financial value deployed in the business.

Manufacturing excellence

The Company operates an integrated manufacturing facility at Mandideep (Madhya Pradesh) across 204,000 square metres. The facility houses two production plants equipped with modern machinery, advanced testing laboratories, quality control systems and warehousing infrastructure.

The manufacturing complex comprises the complete production cycle (raw material preparation, shaping, drying, glazing, firing, assembly, testing, packaging and dispatch). Supported by robust quality assurance systems and sophisticated testing capabilities, the facility ensures compliance with national and international standards while delivering reliable, high-performance products to customers worldwide.

Following the ongoing expansion programme (involving the installation of six new kilns), the Company will increase its kiln loading capacity by approximately 21,780 MT per annum, strengthening its ability to address growing demand.

765

kV, insulators supplied for critical power transmission

2,04,000

Square metres. The Company operates an integrated manufacturing facility at Mandideep (Madhya Pradesh)

Real estate and warehousing assets

The Company owns a portfolio of strategically located industrial, warehousing and development properties across India, including:

Location	Asset profile
Faridabad, Haryana	~38,535.93 sq. mtr. modern warehousing facility with strong NCR connectivity.
Guwahati, Assam	~16,468.44 sq. mtr. warehousing infrastructure supporting North-East India logistics.
Bengaluru, Karnataka	~33,386.57 sq. mtr. strategic land parcel in the city's rapidly developing eastern growth corridor.

331.89

₹ in Crores, market capitalisation as on March 31, 2026

Market presence: Top 10 clients

Ge T&D India Ltd	Mehru Elec & Mech Eng. Pvt. Ltd.	Siemens Energy India Limited	CG Power & Industrial Solutions Ltd.	Kalpataru Projects International Limited
Hitachi Energy India Limited	R. S. Infraprojects Private Limited	Angelique International Limited	Maharashtra State Electricity Transmission Company Limited	G. R. Power Switchgear Ltd.

Quality, safety and sustainability

The Company operates under an Integrated Management System and maintains internationally recognised certifications, reflecting its commitment to quality, environmental stewardship and workplace safety.

ISO 9001: Ensures consistent product quality and customer satisfaction through a robust quality management framework.

ISO 14001: Promotes responsible environmental practices and effective management of environmental impacts.

ISO 45001: Strengthens workplace health and safety through a systematic occupational safety management approach.

The Company follows rigorous quality control processes and comprehensive testing protocols to ensure product reliability, safety and performance under diverse operating conditions.

Market capitalisation

As on March 31, 2026, the Company's market capitalisation stood at approximately ₹331.89 Crores based on the closing market price of its equity shares listed on BSE Limited.

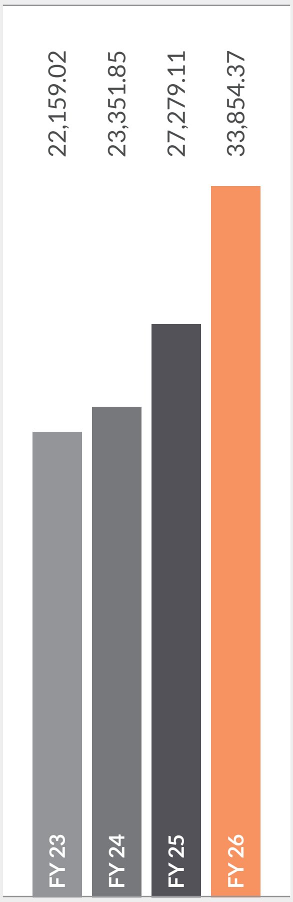
Credit rating

The Company remained debt-free during FY 2025-26 and did not need any credit rating. The Company has since obtained CARE credit rating of BBB (Stable) for FY 2026-27.

The Company will increase its kiln loading capacity by approximately 21,780 MT per annum, following the ongoing expansion programme (involving the installation of six new kilns).

How we have grown across the years

Revenue from operations
(₹ in Lakhs)

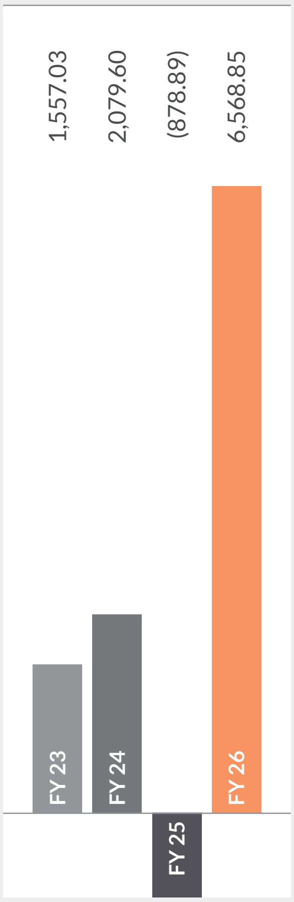


Definition
Revenue represents the total income generated by the Company from the sale of goods and services arising from its principal business activities during the financial year.

Value impact
Revenue reflects the scale and growth of the Company's operations, indicating its ability to capture market opportunities, sustain customer demand and strengthen its competitive position.

Performance
Revenue from operations increased by 24.10% to ₹33,854.37 Lakhs compared with ₹27,279.11 Lakhs in the previous year, driven by strong demand from the High Tension Insulators business, higher capacity utilisation, improved execution and robust order inflow from the power transmission sector.

EBITDA
(₹ in Lakhs)



Definition
EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation, excluding Exceptional Gain/ Loss) represents the Company's operating earnings before the impact of financing costs, taxes, depreciation and amortisation, and exceptional items.

Value impact
EBITDA reflects the Company's operating profitability and efficiency, providing a measure of its ability to generate earnings from core business operations and facilitating comparison across periods and industry peers.

Performance
The Company reported an EBITDA of ₹65.69 crore in FY 2025-26 as compared to an EBITDA loss of ₹8.79 crore in FY 2024-25. The EBITDA margin improved to 19.40% from (3.22%) in the previous year, reflecting higher revenues, improved operating efficiencies and a favourable product mix.

Profit after tax
(₹ in Lakhs)

Definition
Profit After Tax (PAT) represents the net profit earned by the Company after deducting all operating expenses, finance costs, depreciation, amortisation and taxes from total income.

Value impact
Profit after tax reflects the Company's overall profitability and financial performance, indicating how efficiently it converts revenue into actual profit available for shareholders or reinvestment.

Performance
Profit After Tax (Loss) increased by 337.49% from ₹(179.98) Lakhs in FY 2024-25 to ₹(787.40) Lakhs in FY 2025-26, primarily due to the exceptional loss of ₹4,705.30 Lakhs recognised on the divestment of the Company's investment in HSCL. Excluding the impact of this one-time exceptional item, the Company's underlying operating performance improved significantly during the year.

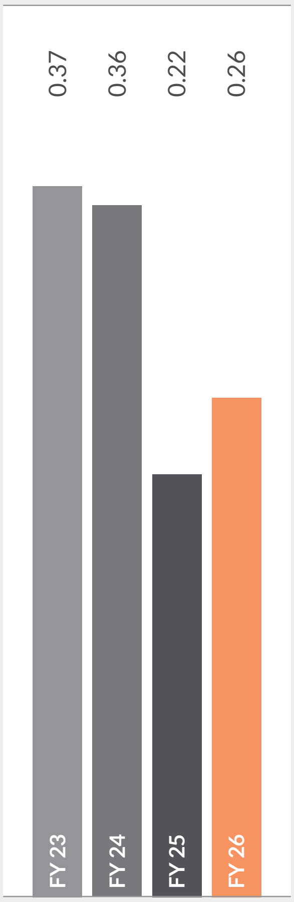
Net profit margin
(%)

Definition
Net Profit Margin shows the percentage of profit the Company earns from its total revenue after all expenses, including interest and taxes, have been deducted.

Value impact
PAT reflects the Company's overall profitability and financial performance, indicating its ability to generate returns from its operations and create value for shareholders while supporting future growth and reinvestment.

Performance
Net Profit Margin decreased from (0.66%) in FY 2024-25 to (2.33%) in FY 2025-26, primarily due to the exceptional loss of ₹4,705.30 Lakhs recognised on the divestment of the Company's investment in HSCL. Excluding this one-time exceptional item, the Company's underlying operating profitability improved significantly, supported by higher revenues, improved capacity utilisation and enhanced operating efficiencies.

Debt-to-equity ratio
(x)

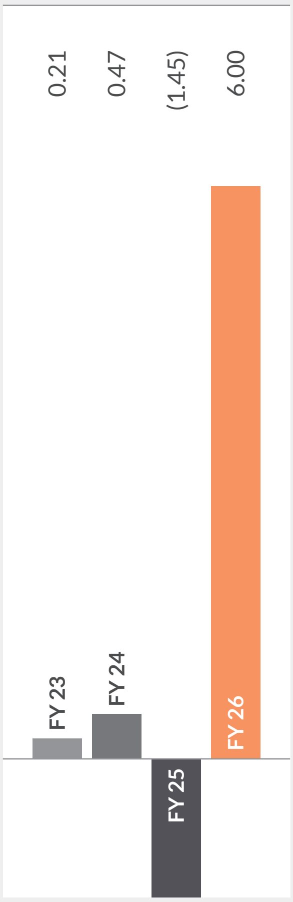


Definition
Debt-to-Equity Ratio is a financial ratio that compares the Company's total borrowings to its shareholders' funds, indicating the proportion of debt used relative to equity in financing the business.

Value impact
It helps understand the Company's financial structure by indicating the balance between borrowed funds and owned funds that reflects financial risk and stability.

Performance
The Company reported a debt-to-equity ratio of 0.26x at the end of FY 2025-26 compared to 0.22x in the previous year. Despite the marginal increase, the ratio remained at a comfortable level, reflecting a prudent capital structure and the Company's ability to maintain a balanced mix of debt and equity to support its growth initiatives.

Interest coverage ratio
(x)

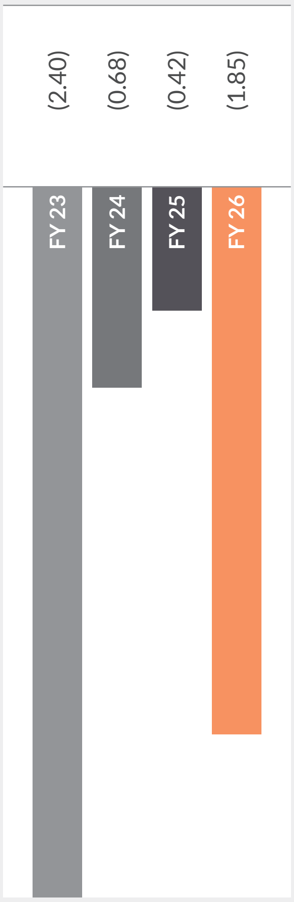


Definition
Interest Coverage Ratio is a financial ratio that measures the Company's ability to meet its interest obligations from its operating earnings.

Value impact
It indicates the financial strength of the Company by showing how comfortably it can service its debt, and is commonly used by lenders and investors to assess credit risk.

Performance
The Interest Coverage Ratio stood at 6.00x in FY 2025-26, reflecting a strong improvement in the Company's ability to service its interest obligations, driven by higher operating earnings and lower finance costs.

RoE
(%)

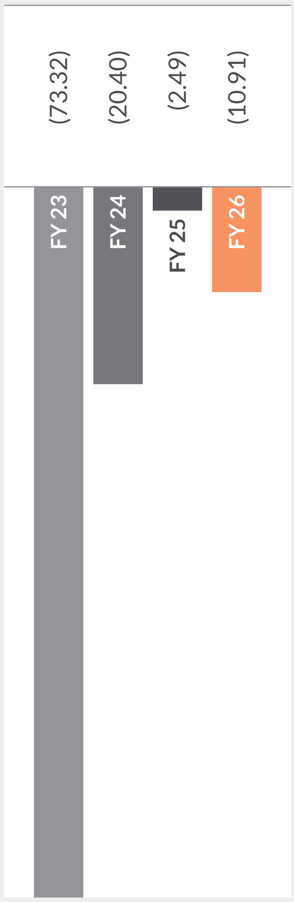


Definition
Return on Equity (RoE) is a financial ratio that measures the Company's ability to generate profit from the equity invested in the business.

Value impact
RoE reflects the effectiveness of equity utilisation and provides insight into how efficiently the Company generates returns from the equity funds.

Performance
RoE decreased from (0.42%) in FY 2024-25 to (1.85%) in FY 2025-26, primarily due to the exceptional loss recognised on the divestment of the Company's investment in HSCL, which impacted the reported profitability for the year. Excluding this one-time exceptional item, the Company's underlying operating performance improved significantly, supported by higher revenues, improved capacity utilisation and enhanced operating efficiencies.

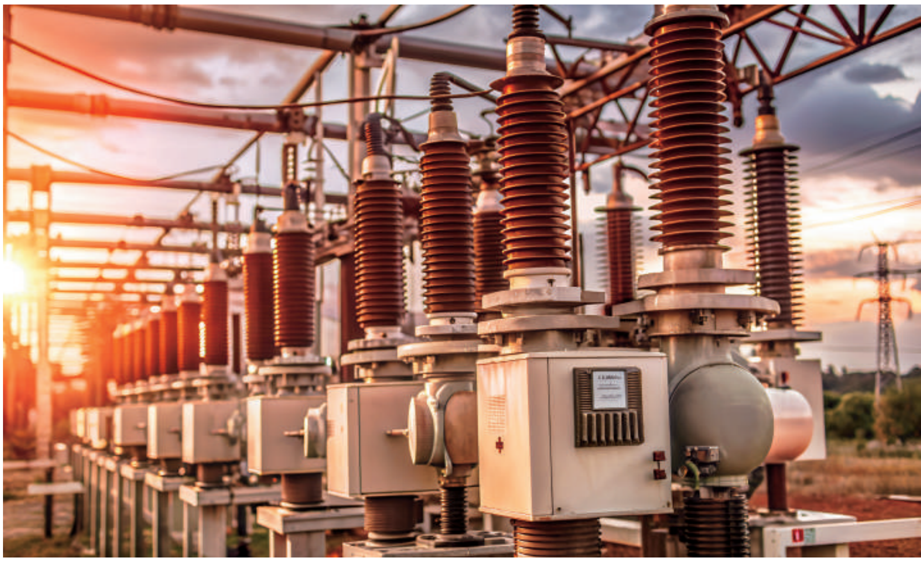
Earnings per share
(₹)



Definition
Earnings Per Share (EPS) is a financial ratio that shows the amount of profit earned by the Company for each outstanding equity share.

Value impact
It indicates the Company's ability to generate returns for its shareholders and is a key measure used by investors to assess profitability on a per-share basis.

Performance
The Company reported an EPS of ₹(10.91) in FY 2025-26 compared to ₹(2.49) in FY 2024-25. The decline in EPS was primarily due to the exceptional loss of ₹4,705.30 Lakhs recognised on the divestment of the Company's investment in HSCL. Excluding this one-time exceptional item, the Company's underlying operating performance improved significantly during the year.



500 GW

Non-fossil energy capacity planned by 2030, creating one of the world's largest power transmission infrastructure opportunities.

THE BIG PICTURE

₹9 Trillion power grid: Why India's biggest infrastructure bet is on wires, not just watts

India's energy story is about moving power from one point to another - one of the largest infrastructure investment cycles in the country's modern history.

India is staring at a ₹9 Trillion transmission infrastructure build-out through 2032 - a number that represents the cost of wiring a clean energy economy committed to 500 GW of non-fossil power by 2030.

As of March 2026, the country had already installed 274.68 GW of renewable energy capacity - nearly 3.6 times the 76.38 GW recorded in 2014. FY 2025-26 alone added 55.29 GW of non-fossil capacity, the highest annual increase in the country's history.

As of March 2026, the country had already installed 274.68 GW of renewable energy capacity - nearly 3.6 times the 76.38 GW recorded in 2014. FY 2025-26 alone added 55.29 GW of non-fossil capacity, the highest annual increase in the country's history. Over the next decade, another 470 GW of solar and wind is expected to be added. Every generated watt needs conductors, substations, insulators and transmission lines before it can reach the consumer.

The scale of the target: annual transmission capital expenditure stands at USD 8-9 Billion; Power Grid Corporation of India has planned capex of ₹1.08 Lakh Crore between FY 2025-26 and FY 2027-28 with a projected business pipeline of ₹3.06 Lakh Crore through FY 2031-32.

The mismatch between generated and distributed power is accelerating power transmission investments.

Around 50 GW of renewable energy capacity remains stranded nationwide due to transmission bottlenecks, resulting in cost overruns, delayed returns and diminished investor confidence. The strain is showing up in real time: in the first quarter of 2026 alone, transmission constraints forced the curtailment of 300 GWh of renewable energy - nearly two-thirds of all curtailment recorded on the national grid - with Rajasthan's pooling stations emerging as the hotspot, where over 12 GW of solar and wind capacity now faces grid-connectivity delays exceeding four months.

The government has now moved beyond the first two phases of the Green Energy Corridor - which enabled 27.45 GW of renewable energy capacity commissioning - and is planning Phases 3 and 4 to evacuate an additional 150 GW, estimated to cost approximately ₹56,000 Crore for Phase 3 alone. Eighty projects are simultaneously under construction under the Regulated Tariff Mechanism, with a total investment of ₹50,973 Crore, while 84 projects in the Tariff-Based Competitive Bidding route represent a ₹2,36,421 Crore of pipeline.

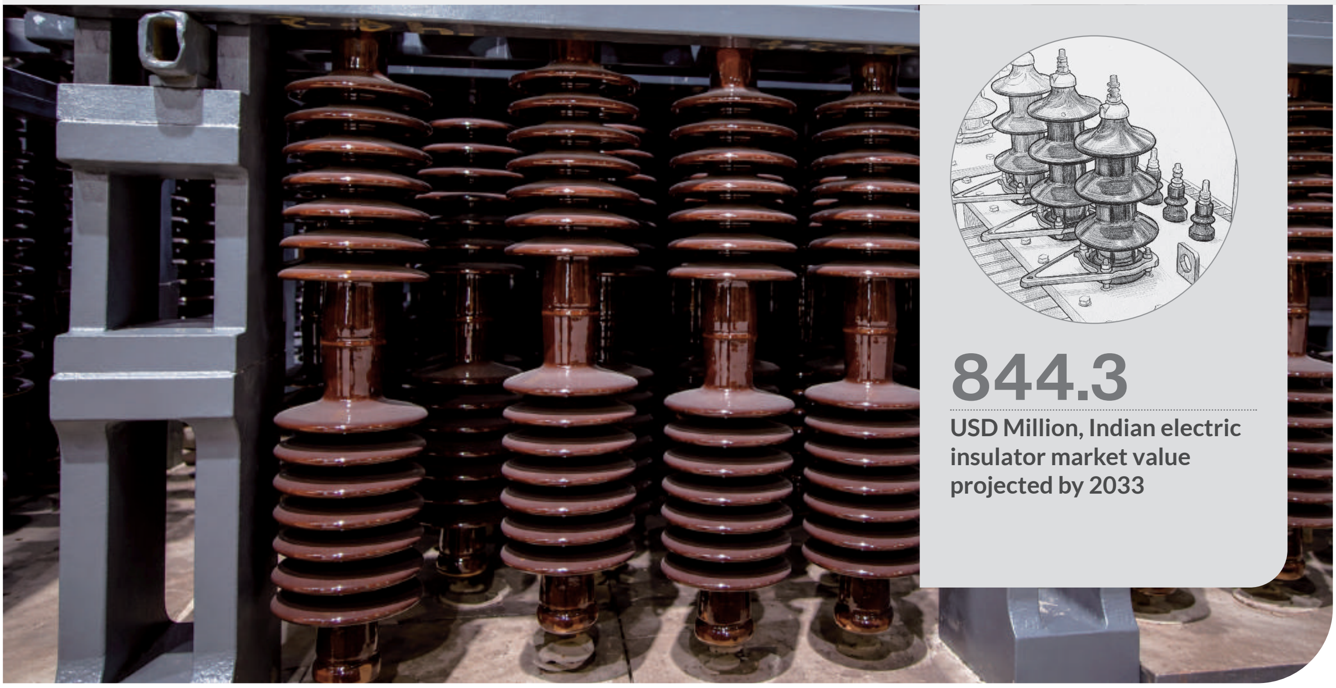
Since large grid projects typically take up to five years to complete, investments made today could sustain transmission equipment demand - including high-tension insulators - into the next decade. For select players, the runway is measured in years.

HIIL possesses a comprehensive product range (33 kV to 765 kV) and is engaged in more than doubling its kiln loading capacity. This will deepen the Company's relevance in what is being acknowledged as the most significant transformation in India's power transmission sector's history.

HIIL possesses a comprehensive product range (33 kV to 765 kV) and is engaged in more than doubling its kiln loading capacity

Over the next decade, another 470 GW of solar and wind is expected to be added.

The invisible backbone: How the global porcelain insulator market has emerged as a multi-billion dollar story



844.3

USD Million, Indian electric insulator market value projected by 2033

Overview

Porcelain insulators - compact, ceramic, and precise - are the load-bearing, current-isolating workhorses of every power grid on earth. Without them, not a single kilometre of high-voltage transmission line would function.

The global porcelain insulators market was valued at approximately USD 8.98 Billion in 2024, projected to grow at a compounded annual growth rate of 6.5%.

A study pegs the broader ceramic insulator market at USD 12.8 Billion in 2026, expected to reach USD 22.37 Billion by 2035 at a 6.40% CAGR.

The high-voltage segment - applications above 69 kV - generated 54.8% of 2024 sales and is projected to grow at a faster 6.7% CAGR, driven by UHV projects in China, India and the East Africa Power Pool.

Asia-Pacific holds approximately 49% of global revenue, where Chinese UHV expansion and India's grid buildout are the primary catalysts.

India's Make in India local content framework - which channels spending towards domestic manufacturing - is redirecting procurement to Indian manufacturers.

In Europe, the EUR 300 Billion Ten-Year Network Development Plan is allocating investments to cross-border interconnectors, while offshore wind expansion in the North Sea is generating specialised demand for pollution-resistant ceramic designs.

In North America, FERC grid reliability mandates are accelerating procurement cycles for high-voltage suspension insulators rated above 230 kV.

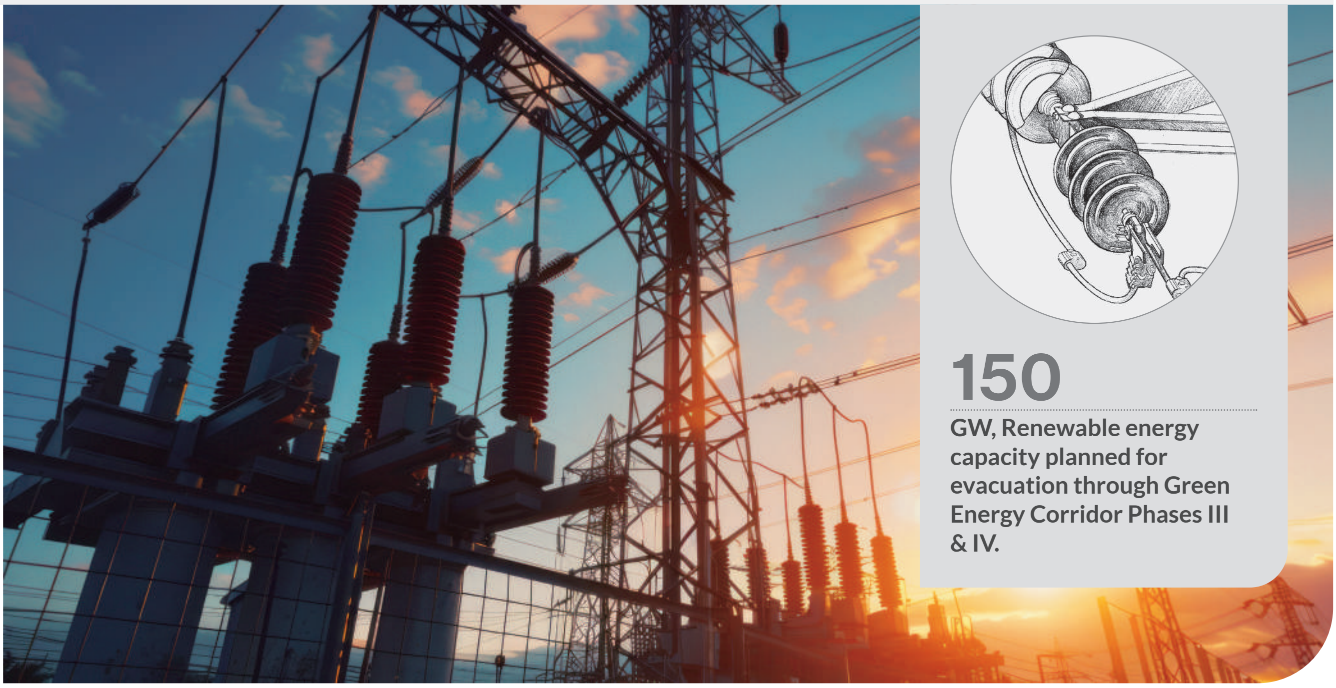
In South America, the Middle East and Africa, rural electrification and infrastructure development are contributing double-digit growth.

The Indian electric insulator market was valued at USD 438.6 Million in 2024 and projected to nearly double to USD 844.3 Million by 2033, growing at a CAGR of 6.59%.

The structural shift: as transmission voltages rise across India, from 220 kV to 400 kV to 765 kV and eventually UHV, demand will migrate towards premium, performance-certified ceramic insulators - HIIL's terrain for over six decades.

The Company's validated capability (across voltage classes from 33 kV to 765 kV), its internationally certified quality systems and its decision to more than double kiln loading capacity to 42,420 MT per annum make it a significant player in a global growth story.

India's green energy corridors: Building the highway for a renewable economy



150

GW, Renewable energy capacity planned for evacuation through Green Energy Corridor Phases III & IV.

Overview

Renewable energy generation without corresponding transmission infrastructure is like building highways without connecting them to cities.

India's Green Energy Corridor that began as an inter-state transmission initiative to evacuate 24 GW of renewable energy from eight States is now evolving into one of the most ambitious grid investment programmes anywhere.

The Inter-State Transmission System GEC Phase I, commissioned in March 2020, covered 3,200 circuit km of inter-state transmission lines and 17,000 MVA of substation capacity.

The Intra-State GEC Phase I followed, targeting 9,700 circuit km of transmission lines and 22,600 MVA of substations, at a project cost of ₹10,141.68 Crore (as of March 2025, 9,161 circuit km of lines and 21,925 MVA of substations had been charged, enabling roughly 20 GW of renewable capacity to be grid-connected).

GEC Phase II raised the bar: 10,750 circuit km and 27,500 MVA across Seven states, at a project cost of ₹12,031.33 Crore, targeting the integration of 20 GW of additional renewable energy by FY 2026-27.

The Indian government is planning GEC Phases 3 and 4 to evacuate an additional 150 GW of renewable energy - almost eight times the earlier corridors combined. GEC Phase 3, proposed in the Union Budget FY 2025-26, carries an estimated investment of ₹56,000 Crore.

These corridors will require new 765 kV and 400 kV transmission systems, high-voltage direct current links and thousands of substations.

Each substation, each transmission line, each switchyard in this programme will require high-tension insulators - precision-engineered, performance-certified components capable of withstanding the electrical and mechanical stresses of high-voltage operation.

As the Green Energy Corridor infrastructure expands from 27.45 GW enabled to 150 GW in the pipeline, the sustained demand for qualified insulator manufacturers will benefit HIIL (serves utilities, EPC contractors and transmission companies with products).

This reality is not merely a policy initiative; it is a decade-long order visibility embedded in India's infrastructure policy.

One of the world's largest electrified railways: India's 70,000 Km silent revolution

40,000

Km, Railway routes electrified between 2014 and 2025 - more than the total electrified during 1925-2014.

Overview

In the space of a hundred years, India has electrified 70,002 route kilometres of broad-gauge track - 99.6% of its entire network as of May 2026.

This is possibly the world's largest electrified rail network.

About 40,000 route kilometres were electrified between 2014 and 2025 - more than in all the years between 1925 and 2014 combined. The programme accelerated from 1.42 km per day of new electrification to over 15 km per day at peak.

This was enabled by the adoption of the 25-kilovolt alternating current system as the national standard for mainline electrification, empowering every electric locomotive to operate anywhere on the national network.

The energy outcomes: Diesel consumption by Indian Railways fell in FY 2024-25 reduced 62% from the 2016-17 baseline. Every kilometre electrified represented one more kilometre of enhanced national energy security.

Total electricity demand from the Indian Railways system could exceed 10 gigawatts by the end of the decade.

Every kilometre of overhead electrification infrastructure requires insulators to support the 25 kV contact wire system, isolate electrical equipment and maintain system integrity under dynamic mechanical and electrical loads.

India's 70,000 Km electrified network - and its planned expansion to new routes, metro systems, dedicated freight corridors and high-speed rail corridors - represents a captive, recurring demand for specialised insulator products.

HIIL carved out railway electrification insulators as a specific product category. As Indian Railways accelerates modernisation the demand for qualified, performance-tested railway electrification components will grow - and emerge as embedded, long-cycle demand stream.

Atmanirbhar: Why India's manufacturing localisation is reshaping the transmission equipment landscape

75+

Countries to which India exports insulators, demonstrating its globally competitive manufacturing capability.

Overview

As India builds 500 GW of non-fossil power by 2030 and invests ₹9 Trillion in transmission infrastructure through 2032, the question of who makes the necessary equipment is a strategic national priority.

The answer, increasingly, is: domestic manufacturers.

India's electrical equipment imports have been growing at 15% CAGR (China accounting for around 35% of imports). India's Central Electricity Authority identified 73 critical power sector components for localisation.

The Production Linked Incentive programme, applied across sectors, has already begun reshaping this landscape. As of December 2025, the PLI scheme across 14 sectors had approved 836 applications, generating cumulative investments exceeding ₹2.16 Trillion and creating over 1.439 Million jobs.

In the electrical equipment space, the programme prioritised solar PV manufacturing, transformers, cables and switchgear for domestic scale-up.

The insulator industry sits in an interesting position within this landscape. Unlike several heavily import-dependent power equipment categories, India enjoys an established domestic insulator manufacturing base. India exports insulators to more than 75 countries, including the United States, European nations and across Africa and Latin America.

This manufacturing capability - combined with India's localisation agenda and the growing Make in India preference across utility procurement - has created a structural advantage for credible domestic manufacturers.

HIIL - invested over six decades in manufacturing expertise, internationally certified quality systems and now more than doubling its production capacity - is poised to capitalise.

For HIIL, India's Atmanirbhar energy infrastructure push is not a short-term procurement preference; it represents the reshaping of the supply chain for one of the most consequential infrastructure build-outs in the country's history with proven domestic manufacturers at its centre.

(Sources: Kotak Neo Transmission Report; Power Grid Corporation of India; Power Peak Digest; Institute for Energy Economics and Financial Analysis (IEEFA); Government of India Ministry of Power - Green Energy Corridor; Down To Earth; KfW Development Bank; Custom Market Insights; Mordor Intelligence; Allied Market Research; Future Market Insights; IEEMA Industry Update; Indian Railways / Railway-News; McKinsey - Wired for Growth; Asian Development Bank).

FY 2025-26 marked a defining year for your company. An industry tailwind, disciplined execution and strategic investments translated into a significant turnaround.

Dear shareholders,

I am pleased to communicate that the year under review represented a defining chapter in the Company's journey. After years of restructuring, operational discipline and strategic investment, our FY 2025-26 performance reflected all-round growth: 24.10% strong revenue growth, a ₹77.90 Crore swing back from loss to profit and a strengthened position in the domestic power transmission insulator market. This indicates that we did not merely perform creditably during the year; we positioned our business for long-term value creation.

This turnaround was even more creditable as the global business environment during the last financial year was characterised by geopolitical tensions, supply chain realignments and commodity price volatility. What made a decisive difference was India's commitment to infrastructure development, energy security and renewable energy integration, which created an unprecedented platform for India's power transmission ecosystem.

The year reinforced an important conviction: companies that remain focused on execution, quality and long-term capability building will be competently positioned to enhance value in a sustainable way irrespective of external uncertainties.

Tangible turnaround

I am pleased to report that FY 2025-26 represented a genuine operational turnaround for the Company.

Revenue from operations increased by 24.10% to ₹33,854.37 Lakhs compared with ₹27,279.11 Lakhs in the previous year. The High Tension Insulators Division, the cornerstone of our business, delivered an impressive performance, with revenue increasing to ₹33,107.68 Lakhs from ₹26,460.78 Lakhs in FY 2024-25.

The quality of earnings improved as well. Profit before exceptional items and tax increased to ₹4,721.01 Lakhs compared with a loss of ₹3,068.54 Lakhs in the previous year. This was on account of stronger capacity utilisation, higher realisations, improved operating efficiencies, disciplined cost management and a favourable product mix.

What I wish to emphasise is that the turnaround was not driven by any one-time gain but was the outcome of a broad-based improvement in our operating fundamentals and strategic decisions, which should deepen our business sustainability.

Positioned for India's transmission decade

India's power sector is entering a major transmission infrastructure investment cycle, driven by ambitious renewable energy targets, rising electricity demand, industrialisation, urbanisation, electric mobility and digital infrastructure growth.

During the year, the Government accelerated investments in inter-State transmission networks, substations, green energy corridors, battery energy storage systems, pumped hydro projects and renewable energy integration, strengthening demand for transmission equipment. These initiatives reinforced the strategic importance of reliable grid infrastructure and created significant opportunities for manufacturers.

HIIL benefited from strong order inflows across the domestic and export markets, supported by sustained procurement from utilities, power sector undertakings, EPC contractors and infrastructure developers. Backed by over six decades of manufacturing expertise, long-standing customer relationships and capabilities spanning 33 kV to 765 kV, the Company is positioned to capitalise on this long-term growth opportunity.

Strengthening our competitive advantage

FY 2025-26 was not merely a year of financial improvement; it was also a year of strategic capability enhancement.

The Company's installation of six additional kilns represents one of the most important manufacturing investments in years; it is expected to enhance production capacity, improve operating leverage and strengthen our ability to address growing demand.

Our manufacturing operations supported by internationally recognised management systems, including ISO 9001, ISO 14001 and ISO 45001 certifications. These certifications reflect our commitment to quality, environmental stewardship and occupational health and safety.

> "India's energy transition is creating one of the largest transmission infrastructure opportunities in decades, and Hindusthan Insulators is strategically positioned to participate in this growth cycle."

Our testing and quality assurance infrastructure remained a key differentiator in a highly specialised industry. The ability to manufacture and certify high-voltage porcelain insulators for critical transmission applications positions the Company among a select group of qualified manufacturers.

Simultaneously, we expanded our presence across export markets while deepening relationships with domestic utilities, EPC contractors and transmission companies. These long-standing partnerships remain among the Company's most valuable strategic assets.

Discipline amid challenges

The year presented challenges, including commodity price volatility, rising energy and raw material costs, and periodic supply chain disruptions. The Company responded through supplier diversification, strategic procurement, process optimisation and continuous efficiency improvements, preserving competitiveness while maintaining quality and service standards.

Despite intense market competition, the Company remained focused on value-driven growth through technical expertise, reliable execution and strong customer relationships, supporting sustainable profitability.

Building responsibly for the future

Sustainability, governance and responsible business practices remained integral to the Company's operating philosophy.

Environmental management systems aligned with ISO 14001 standards guided our efforts towards responsible resource utilisation and environmental stewardship. Employee health and safety remained a core priority under our ISO 45001-certified framework, helping maintain a strong safety culture across operations.

Governance practices evolved with an emphasis on transparency, accountability and long-term stakeholder value creation. We remain committed to conducting our business responsibly while balancing the interests of shareholders, employees, customers, communities and the environment.

Outlook

As I look ahead, I see a Company that is stronger, more competitive and better positioned than it has been in years. This confidence is grounded in three key strengths.

First, India's transmission infrastructure expansion is a structural, long-term growth opportunity driven by renewable energy integration, rising power demand and grid modernisation, coinciding with the Company's successful financial turnaround.

Second, our comprehensive product portfolio covering voltage classes from 33 kV to 765 kV aligns well with the requirements of utilities and EPC contractors across the transmission value chain.

Third, the commissioning of six new kilns during the year has significantly enhanced our manufacturing capacity, enabling us to meet rising demand and improve execution capability.

Together, these strengths position the Company as a reliable, scaled supplier capable of sustaining long-term growth. With a stronger operational foundation, enhanced capabilities and a clear strategic focus, we are well placed to create lasting value by supporting India's evolving power infrastructure and renewable energy transition while delivering sustainable growth for all stakeholders.

Raghavendra Mody
Chairman

MANAGING DIRECTOR'S MESSAGE

Following our turnaround, we are building a stronger foundation for sustainable long-term growth

"FY 2025-26 marked a defining year. After focused efforts to strengthen operations, improve productivity, enhance competitiveness and expand our market presence, we witnessed tangible positive outcomes: strong operational execution, significant profitability improvement, accelerating exports and additional capacity investments. These position the Company to participate profitably in the unprecedented growth of India's power infrastructure sector."

Dear shareholders,

The global power sector is undergoing a sweeping transformation.

Rising electricity demand, accelerating renewable energy adoption, growing investments in transmission infrastructure and an increasing emphasis on grid reliability are reshaping energy ecosystems across the world.

In India, ambitious renewable energy targets, expansion of transmission networks, development of Green Energy Corridors and the modernisation of grid infrastructure have created unprecedented opportunities for companies working within the power value chain.

At HIIL, we are confident of capitalising extensively on this unprecedented reality. This confidence was manifested in our performance during the last financial year. Our Company reported a swing back of ₹77.90 Crore during the last financial year-from an loss to an profit. This would be among the more transformative performances reported within the country's power ecosystem during the last financial year.

The swiftness and extent of transformation was the result of concurrent multi-year initiatives. These initiatives comprised enhanced manufacturing efficiency, customer engagement, export responsiveness and employee commitment. The result was stronger operational excellence, deeper manufacturing competitiveness, wider market reach and future-readiness.

Financial performance

The Company reported total revenue from Operations of ₹338.54 Crores during FY 2025-26 compared to ₹272.79 Crores in the previous year, a growth of 24.10%.

The profit growth was more encouraging. Profit Before Exceptional Items and Tax improved to ₹47.21 Crores as against a loss of ₹30.69 Crores in FY 2024-25, reflecting stronger revenues, improved efficiencies and higher capacity utilisation. In turn, this indicated a transformed sectorial reality, marked by a greater demand for products manufactured by the Company. The Company also demonstrated its responsiveness to capitalise with speed on a transforming sectorial environment.

During the year, the Company recognised exceptional expenses amounting to ₹47.05 Crores. Following this one-time charge, the Company reported a Profit Before Tax of ₹0.16 Crore.

Our High Tension Insulators Division

The High Tension Insulators Division continued to be the Company's growth engine, capitalising on robust demand from utilities, transmission companies and EPC contractors. Revenue from this division increased 25.12% from ₹264.61 Crores in FY 2024-25 to ₹331.08 Crores during the year under review.

The division capitalised on the robust demand from transmission and distribution projects, increasing investments in renewable energy evacuation infrastructure and grid modernisation. The result was that India's power utilities, EPC contractors and infrastructure developers strengthened their power networks, creating a sustained demand for quality insulator solutions. Higher production volumes, improved capacity utilisation, better manufacturing efficiencies and a favourable product mix widened margins for this business.

Our focus on product quality, operational reliability and customer responsiveness strengthened our relationships with key customers. The successful execution of domestic and export orders reinforced our reputation as a dependable supplier to critical power infrastructure projects.

By the close of the year, the long-term demand outlook remained encouraging as transmission networks expansion, renewable energy integration, grid modernisation and higher voltage infrastructure investments were expected to drive the demand for high-performance insulator solutions. In view of this, the division is positioned to consolidate its leadership and capture a larger market share.

25.12

%, growth in revenue of the High Tension Insulators division, driven by robust demand from utilities, transmission companies and EPC contractors.

Our real estate business

While manufacturing remains our primary growth engine, the importance of the real estate business cannot be discounted. This business plays a critical role in providing stable earnings and positive cash flows.

Revenue from the segment stood at ₹7.19 Crores during FY 2025-26 compared to ₹7.42 Crores in the previous year. Despite the marginal decline in revenue, segment profitability improved from ₹4.43 Crores to ₹5.02 Crores, reflecting effective asset management, prudent cost control and ongoing monetisation.

A key focus area during the year was the redevelopment of aging warehouse facilities. The Company initiated a programme to replace older warehousing assets with modern infrastructure. Upon completion, these upgraded facilities are expected could empower us to capitalise on the growing demand for warehousing and logistics infrastructure.

Navigating challenges through discipline and agility

The year under review was not without challenges.

Like many manufacturing businesses, we operated in an environment characterised by volatility in raw material prices, fluctuations in energy costs and intense competitive pricing pressures across certain markets.

Higher business volumes also required prudent working capital management, while supply chain and logistics disruptions in select regions necessitated deeper planning and coordination. At the same time, maintaining project execution timelines amidst evolving market conditions demanded operational focus.

However, these challenges also reinforced the importance of organisational agility, discipline and execution excellence. Our teams responded proactively by improving production planning, strengthening procurement processes, enhancing manufacturing productivity and maintaining close engagement with customers and suppliers. These efforts helped us mitigate operational risks, improve efficiencies and maintain growth momentum throughout the year.

Investing today for tomorrow's opportunities

One of the most significant strategic initiatives undertaken during the year was the launch of a major capacity expansion programme.

Driven by a strong order pipeline and increasing demand from the power transmission sector, the Company is increasing its kiln loading capacity by approximately 21,780 MT per annum through the installation of six new kilns.

The expansion represents an increase of approx double over its existing capacity. This sizable capacity addition is expected to strengthen operational flexibility, improve delivery capabilities, support export growth and enhance our ability to address the consistently rising demand from the domestic and international markets. The investment reflects our confidence in the long-term prospects of the power infrastructure sector and our commitment to build a scalable platform.

Upon capacity expansion, the Company will possess enhanced production capabilities, improved efficiencies, strengthened delivery and increased ability to serve customers anywhere. More importantly, it will empower the Company to address effectively the substantial opportunities emerging in the global power infrastructure sector.

Export business: A breakthrough year

"Our export business delivered exceptional growth during the year, reflecting the increasing acceptance of our products in the international markets and validating the competitiveness of our manufacturing capabilities."

International markets emerged as one of the most significant growth drivers during FY 2025-26.

The export business has evolved from an emerging opportunity into a meaningful growth driver for the Company. Increasing customer acceptance across international markets, repeat business from existing customers and growing participation in global infrastructure projects have strengthened our confidence in the long-term potential of this segment. Export growth also validates the quality, reliability and competitiveness of our products on a global stage.

Building on the strong foundation established in FY 2024-25, export sales more than doubled during the year, recording growth in excess of 175%.

This achievement was driven by growing global demand for reliable insulation solutions, increasing investments in power infrastructure and our ability to consistently meet international quality standards.

The opportunities ahead remain substantial. Across the world, utilities and transmission companies are investing heavily in renewable energy integration, grid upgrades and transmission infrastructure expansion. These trends are creating sustained demand for high-quality porcelain insulators and related products.

To capitalise on these opportunities, we are aligning our sales, production and quality functions to support higher volumes, shorter lead times and enhanced customer responsiveness.

Global market engagement

To demonstrate our manufacturing capability and strengthen our global market presence, the Company intensified its participation in leading international exhibitions and trade forums during the year. Notable engagements included Hannover Messe in Germany and IEEE PES T&D in Chicago, where our teams received encouraging customer feedback, established new commercial relationships and generated promising business opportunities.

These interactions validated our product positioning, enhanced visibility across key international markets, strengthened new business relationships and provided valuable insights into evolving customer requirements.

Supported by a strong product portfolio, proven manufacturing capabilities and a focused market strategy, the Company entered FY 2026-27 with a strong platform to accelerate export growth and strengthen its position across global markets.

Building a responsible and sustainable enterprise

As we pursue growth, we remain committed to building a business that is responsible, resilient and sustainable. Our focus extends beyond financial performance to include operational safety, resource efficiency, environmental stewardship and employee development. We believe that long-term value creation is inseparable from responsible business practices, and our sustainability agenda includes improving energy efficiency across manufacturing operations, strengthening workplace safety, optimising resource utilisation and enhancing environmental performance.

Positioned at the centre of a structural growth opportunity

The outlook for the power infrastructure sector remains highly promising.

Several long-term structural drivers are expected to support sustained demand growth in the years ahead:

Key growth opportunities

- Expansion of India's transmission and distribution network
- Renewable energy evacuation infrastructure
- Development of Green Energy Corridors
- Smart grid modernisation projects
- Growth in Extra High Voltage transmission systems
- Rising electricity demand driven by industrialisation
- Accelerating urbanisation trends
- Government-led infrastructure investments
- Power sector reforms
- Export opportunities across emerging and developing economies

As countries invest in reliable, resilient and sustainable power infrastructure, demand for high-performance insulator solutions is expected to remain robust.

With our expanding manufacturing capabilities, established customer relationships, strong market reputation and growing international presence, we believe we are well positioned to capitalise on these opportunities.

Strengthening the foundations of sustainable growth

Beyond capacity expansion, we implemented a range of strategic initiatives aimed at strengthening our competitive position and enhancing long-term value creation.

Strategic priorities executed during FY 2025-26

Strategic priorities executed during FY 2025-26

- Operational excellence
- Cost optimisation measures across operations
- Improved manufacturing productivity
- Enhanced operational efficiencies
- Better production planning and execution

Market development

- Strengthened customer engagement programmes
- Expanded focus on export markets
- Increased business development efforts
- Deeper engagement with utilities and EPC customers

Capability enhancement

- Onboarding of experts across key domains
- Strengthening technical capabilities
- Building leadership depth
- Enhancing organisational effectiveness

Infrastructure & reliability

- Continued modernisation initiatives
- Quality improvement programmes
- Strong focus on safety and operational excellence

One of the most valuable investments made during the year was in human capital. The onboarding of experienced professionals across key functional domains has strengthened our ability to execute growth plans, improve decision-making and build a stronger platform for future expansion.

Priorities for FY 2026-27

Scale
Successful commissioning and stabilisation of the ongoing capacity expansion programme.

Growth
Sustaining the momentum of the High Tension Insulators Division while increasing domestic and export market share.

Profitability
Enhancing margins and improving return ratios through operational excellence initiatives.

Financial discipline
Strengthening working capital management and improving cash flow generation.

Market diversification
Expanding customer relationships across domestic and international markets.

Operational excellence
Driving continuous productivity improvements and manufacturing efficiencies.

Long-term value creation
Creating sustainable value for all stakeholders

Expansion progress

The insulator industry is growing steadily due to increasing investments in power transmission lines, substations, renewable energy projects, and railway electrification. Demand for porcelain insulators remains strong in both domestic and export markets.

Considering the strong order book, positive industry outlook, expected profits, and ongoing expansion plans, the management is confident that the Company will continue to achieve good growth and profitability in the coming years.

REDEVELOPMENT FOCUS

Enhancing asset quality

Increasing commercial value

Creating long-term value

Improving operational utility

Attracting higher-quality tenants

Outlook

We enter FY 2026-27 from a position of greater strength than ever before. The foundations built over recent years-stronger operations, improved profitability, expanding export presence, enhanced organisational capabilities and strategic capacity investments-have created a robust platform for future growth.

The opportunities before us are substantial. Across India and the global markets, investments in power infrastructure, renewable energy integration and transmission network expansion are expected to remain strong. As these structural trends unfold, we believe the Company is positioned to participate meaningfully in this growth cycle and strengthen its standing as a trusted supplier of high-performance insulator solutions.

Our expanded capacity, strengthened leadership team, growing export presence, strong customer relationships and proven manufacturing capabilities provide a powerful platform for the future.

Our ambition extends beyond increased scale. We aspire to build a globally respected organisation known for manufacturing excellence, technological capability, customer trust and sustainable value creation. Every investment we make today - whether in capacity, people, processes or markets - is directed towards that long-term objective.

I would like to express my sincere gratitude to our employees for their dedication and commitment, our customers for their trust, our business partners for their collaboration and our shareholders for their unwavering confidence in our vision.

Together, we have laid the foundation for a stronger future, and I look ahead with optimism as we embark on the next phase of our growth journey.

Deepak Kejriwal
Managing Director

CHIEF FINANCIAL OFFICER'S REVIEW

From a financial turnaround to sustainable growth

The Company delivered strong revenue growth during FY 2025-26, supported by healthy market demand, improved production volumes and stronger execution across key markets.

Overview

FY 2025-26 represented an inflection point in the Company's journey. Revenue growth, profitability improvement and stronger cash generation reflected the benefits of sustained operational discipline, strategic investments and focused execution.

Particularly encouraging was the quality of the turnaround. The improvement in profitability was supported by higher capacity utilisation, stronger operating leverage, disciplined cost management and enhanced manufacturing efficiencies - rather than temporary or non-recurring factors. As a result, the Company exited the year with stronger liquidity, healthier profile and a greater financial flexibility.

Revenue from operations increased by 24.10% to ₹33,854.37 Lakhs from ₹27,279.11 Lakhs in FY 2024-25, driven by robust demand across the High Tension Insulators Division, improved execution capabilities and the Company's ability to capitalise on opportunities arising from India's expanding power transmission infrastructure.

The year also witnessed the strategic divestment of the Company's shareholding in Hindusthan Speciality Chemicals Limited (HSCL), resulting in an exceptional loss of ₹4,705.30 Lakhs. While this impacted immediat earnings, the transaction formed a part of the Company's portfolio rationalisation strategy and did not alter the strong improvement in the underlying operating performance.

The sections that follow provide an overview of the Company's financial performance, capital deployment, financial position and priorities for sustainable value creation.

24.10

%, Growth in revenue from operations during FY 2025-26, reflecting stronger market demand, operational discipline and execution excellence.

33,854

₹ in Lakh, revenue from operations achieved during FY 2025-26, reflecting broad-based business growth.

Revenue and business performance

The Company delivered strong revenue growth during FY 2025-26, supported by healthy market demand, improved production volumes and stronger execution across key markets.

The High Tension Insulators Division remained the principal growth driver, with segment revenue increasing by 25.1% on the back of higher order volumes, improved capacity utilisation and robust demand from utilities, transmission companies and EPC contractors.

The Real Estate Division generated a revenue of ₹718.86 Lakhs compared with ₹741.92 Lakhs in the previous year. The marginal decline reflected redevelopment activity at the Faridabad property; however, the business generated stable cash flows while enhancing the long-term value of the Company's strategic assets.

Revenue mix

Particulars	FY 2023-24	FY 2024-25	FY 2025-26
High Tension Insulators Division (₹ Lakhs)	22,457.98	26,460.78	33,107.68
Real Estate Division (₹ Lakhs)	893.87	741.92	718.86
Total Revenue from Operations (₹ Lakhs)	23,351.85	27,279.11	33,854.37

Profitability and margin improvement

The Company's most significant financial achievement during the year was its return to profitability. Profit before Exceptional Items and Tax increased to ₹4,721.01 Lakhs from an loss of ₹3,068.54 Lakhs in FY 2024-25, representing an improvement of more than ₹7,789.54 Lakhs.

The turnaround was driven by:

- Higher capacity utilisation across manufacturing facilities
- Improved product mix and pricing realisations
- Enhanced manufacturing productivity
- Positive operating leverage from higher production volumes
- Disciplined cost management across procurement, logistics and administrative functions

These factors collectively strengthened the Company's operating model and demonstrated its ability to generate improved profitability through scale and operational efficiency.

Exceptional item - HSCL divestment

During the year, the Company recognised an exceptional expense of ₹4,705.30 Lakhs relating to the divestment of its shareholding in Hindusthan Speciality Chemicals Limited. The Share Purchase Agreement with DCM Shriram Limited was executed on June 12, 2025 and completed on August 25, 2025.

An amount of ₹3,859.28 Lakhs remains in Escrow and Fixed Deposit arrangements pending the resolution of specified tax and regulatory matters relating to HSCL, with appropriate provisions recognised in accordance with applicable accounting standards.

After accounting for exceptional items, the Company reported a Profit Before Tax of ₹15.70 Lakhs compared with a Loss Before Tax of ₹468.56 Lakhs in FY 2024-25, underscoring the significant turnaround in the core business.

Profitability trend

Particulars	FY 2023-24	FY 2024-25	FY 2025-26
Profit/(Loss) Before Exceptional Items & Tax (₹ Lakhs)	(1,048.02)	(3,068.54)	4,721.01
Profit/(Loss) Before Tax (₹ Lakhs)	(1,048.02)	(468.56)	15.70

Cash flow and capital allocation

Capital allocation during the year remained focused on strengthening manufacturing capabilities, preserving financial resilience and delivering long-term shareholder value.

Net cash generated from operating activities amounted to ₹498.30 Lakhs compared with a net cash outflow of ₹664.91 Lakhs in the previous year. The improvement reflected stronger operating profitability, improved working capital efficiency and disciplined management of receivables and inventories, demonstrating the Company's growing ability to convert earnings into cash.

The Company invested ₹4,545.04 Lakhs in property, plant and equipment to support future growth and strengthen manufacturing competitiveness.

Capital deployment during FY 2025-26 centred on expanding production capacity while enhancing long-term competitiveness through renewable energy initiatives, backward integration and strategic asset redevelopment.

The kiln expansion programme remained the Company's largest investment initiative. The installation of six additional kilns will increase kiln loading capacity by approximately 21,780 MT per annum. One kiln was commissioned in April 2026, while two additional kilns became operational during the first quarter of FY 2026-27.

The Company also progressed its 5 MW rooftop solar project, established an in-house wood processing facility and advanced redevelopment of the Faridabad warehouse infrastructure. These investments are expected to improve operating efficiencies, strengthen supply chain resilience and support long-term profitability.

Net cash generated from financing activities amounted to ₹402.64 Lakhs. The Company's debt-free capital structure provides the flexibility to fund future expansion primarily through internally generated cash flows.

Capital expenditure trend

Particulars	FY 2023-24	FY 2024-25	FY 2025-26
Capital expenditure (₹ Lakhs)	222.25	33.56	4,545.04

Financial position and liquidity

The Company's financial position strengthened considerably during FY 2025-26, supported by improved profitability, disciplined capital allocation and stronger cash generation.

Cash and cash equivalents increased to ₹1,328.19 Lakhs as at March 31, 2026 from ₹307.89 Lakhs at the beginning of the year, reflecting improved cash flows and prudent working capital management.

The management maintained a disciplined oversight of receivables, inventories and production planning, enabling its transition from a net cash outflow in the previous year to positive cash generation during FY 2025-26. A continued focus on working capital productivity will strengthen cash generation and support future growth requirements.

The Company's aggregate contingent liabilities declined to ₹2,226.62 Lakhs from ₹23,583.97 Lakhs in FY 2024-25, reflecting progress in resolving legacy matters. Based on legal advice and management's assessment, these matters are not expected to have a material financial impact.

In addition, ₹3,859.28 Lakhs remain held in Escrow and Fixed Deposit arrangements relating to the HSCL divestment and will be released upon resolution of the associated tax and regulatory matters.

Liquidity position

Particulars	FY 2023-24	FY 2024-25	FY 2025-26
Cash & Cash Equivalents (₹ Lakhs)	134.63	307.88	1,328.18
Net Increase/(Decrease) (₹ Lakhs)	9.68	173.26	1,020.30

Capital returns and shareholder value

The Board of Directors has recommended a final dividend of 25%, equivalent to ₹0.50 per equity share of face value ₹2 each, subject to shareholder approval.

The Board has allotted bonus shares in the ratio of 2:1, reinforcing management's confidence in the Company's long-term growth prospects while maintaining a balanced approach towards capital allocation and future investments.

Shareholder returns (3 years)

Particulars	FY 2023-24	FY 2024-25	FY 2025-26
Dividend per Share (₹)	-	-	0.50
Dividend Payout (%)	-	-	25%
Bonus Issue	-	-	2:1

Risk management, compliance and governance

The Company remains committed to maintaining high standards of financial governance, statutory compliance and risk management. Tax and regulatory matters under appeal continue to be actively monitored in consultation with legal and professional advisors, while robust financial controls and proactive risk management support business continuity and stakeholder confidence.

Financial outlook

The Company entered FY 2026-27 with measured confidence. The long-term demand outlook for the High Tension Insulators Division remains favourable, supported by investments in power transmission infrastructure, renewable energy integration, grid modernisation and electrification initiatives across India.

The progressive commissioning of additional kiln capacity, together with ongoing investments in renewable energy and backward integration, is expected to improve operating efficiencies and support margin expansion.

Supported by a debt-free Balance Sheet, healthy liquidity and a stronger operating platform, the Company remains focused on sustaining profitable growth, strengthening cash generation, maintaining disciplined capital allocation and creating long-term value for shareholders.

BUSINESS OVERVIEW

High Tension Insulators Division

Powering India's evolving transmission infrastructure

Sectorial overview

The global energy transition, accelerating electrification and growing investments in renewable energy, are driving a substantial expansion of the transmission and distribution infrastructure worldwide.

As power networks become larger, more interconnected and increasingly dependent on renewable energy integration, the demand for reliable, high-performance insulation solutions, capable of operating under demanding electrical and environmental conditions, continues to grow.

High-tension insulators play a critical role in ensuring the safe, efficient and uninterrupted transmission of electricity across transmission lines, substations, switchyards and railway electrification networks.

Our positioning

Hindusthan Insulators & Industries Limited has established itself as one of India's leading manufacturers of high-voltage porcelain insulators, serving utilities, EPC contractors and infrastructure developers across domestic and international markets. Leveraging more than six decades of manufacturing expertise, the business has built a reputation for delivering reliable insulation solutions that support critical power transmission infrastructure.

Its comprehensive product portfolio, covering voltage classes from 33 kV to 765 kV, internationally-certified manufacturing facilities and long-standing customer relationships have enabled the Company to strengthen its presence across the domestic and export markets. With capacity expansion underway and continued investments in product development and manufacturing excellence, the division is positioned to address the growing demand arising from transmission network expansion, renewable energy integration and grid modernisation.

Business division at a glance, FY 2025-26

264.61
₹ Crores, revenues in FY 2024-25

331.08
₹ Crores, revenues in FY 2025-26

25.1%
Revenue growth

19,706
MT, order book position

20,640
MT, Existing kiln loading capacity

21,780
MT, Additional kiln loading capacity under expansion

Comprehensive product portfolio

The division offers a comprehensive portfolio of porcelain insulators engineered to meet the diverse requirements of modern power transmission and distribution infrastructure. Designed for reliable performance under demanding electrical and environmental conditions, the products support critical applications across transmission lines, substations, switchgear, transformers, railway electrification systems and industrial power installations.

The Company's broad product range enables it to cater to multiple voltage classes and customer requirements while supporting utilities, EPC contractors, renewable energy developers and industrial customers through application-specific insulation solutions. This diversified portfolio not only expands market reach but also strengthens the Company's ability to participate across the entire power transmission value chain.

Product ecosystem

Long Rod Insulators	Disc Insulators	Hollow Insulators	Solid Core Insulators	Railway Electrification Insulators
for transmission lines	for substations & switchyards	for switchgear & transformers	for high voltage infrastructure	for railway electrification systems

Growth drivers and industry outlook

The long-term outlook for the high-tension insulator industry remains favourable, supported by structural growth drivers across the power and infrastructure sectors.

Expansion of India's transmission network: Large-scale investments in transmission infrastructure drives demand for insulation solutions across voltage classes. New inter-state and intra-state transmission corridors are creating sustained opportunities for high-performance insulator products.

Renewable energy integration: India's renewable energy ambitions require extensive transmission infrastructure to evacuate power from generation clusters to demand centres. Green Energy Corridor projects are expected to remain a key demand driver for the industry.

Rising adoption of EHV and UHV systems: The increasing deployment of EHV and UHV transmission systems is generating demand for advanced insulation products capable of operating under elevated voltage and performance requirements.

Railway electrification: Investments in railway electrification are creating opportunities for specialised insulator products used in overhead equipment and traction infrastructure.

Export opportunities: Growing infrastructure investments across emerging economies provide opportunities for the Company to expand its export footprint and diversify revenue streams.

Broadbased customer ecosystem

The Division serves a diversified customer base across the power transmission value chain, enabling it to participate in multiple infrastructure segments while reducing dependence on any single customer category.

Customer segments

- Central power utilities
- State transmission & distribution utilities
- Private power utilities
- EPC contractors
- Railway electrification projects
- Renewable energy developers
- Export customers

The diversified customer mix reduces dependence on any single segment while enabling participation across multiple growth opportunities within the power infrastructure ecosystem.

Revenue visibility

The Division maintained a healthy order pipeline as on March 31, 2026, reflecting sustained demand across domestic and export markets and providing strong revenue visibility for the coming months. The robust order book underscores customer confidence in the Division's product quality, execution capabilities and long-standing market presence.

Order book, March 31, 2026

19,022.90

MT, Domestic orders

683.56

MT, Export orders

Supported by its existing manufacturing infrastructure and ongoing capacity expansion programme, the Company is well positioned to execute these orders efficiently while addressing incremental demand from both domestic and overseas markets.

Delivering dependable execution

Execution capability remains one of the Division's key differentiators. With integrated manufacturing facilities, stringent quality assurance systems and a disciplined production planning process, the Company is able to deliver consistent product quality while adhering to customer delivery schedules. Its experienced workforce, established supply chain and continuous process improvements enable efficient execution of both domestic and export orders, strengthening customer confidence and reinforcing long-standing business relationships.

Manufacturing excellence and quality assurance

Product reliability remained central to the Division's value proposition. Every stage of the manufacturing process-from raw material inspection and formulation to production, glazing, firing, testing and final dispatch was governed by stringent quality control systems designed to ensure consistent product performance and adherence to customer specifications.

The manufacturing facilities were equipped with robust process controls and comprehensive testing capabilities to evaluate the electrical, mechanical and dimensional performance of products before dispatch. Continuous process monitoring and adherence to internationally recognised manufacturing practices enabled the Division to consistently deliver products that met demanding operating requirements across diverse applications.

The Division operated under an Integrated Management System certified to ISO 9001, ISO 14001 and ISO 45001, reinforcing its commitment to quality excellence, environmental responsibility and occupational health and safety. These certifications, together with a culture of continuous improvement, strengthened customer confidence and supported the Company's reputation as a reliable supplier to the power transmission industry.

Competitive strengths

The Division's competitive strength lies in its ability to combine deep industry experience with robust manufacturing capabilities and continuous product innovation. Over six decades, the Company developed enduring relationships with utilities, EPC contractors and infrastructure developers by consistently delivering products that met demanding technical and quality standards.

Its ability to manufacture porcelain insulators across voltage classes ranging from 33 kV to 765 kV, supported by internationally certified quality systems and expanding manufacturing capacity, provided a strong competitive advantage. The Company's growing export presence, diversified customer base and ongoing investments in technology and process improvements strengthened its ability to address evolving market requirements while creating long-term value for stakeholders

Strategic capacity expansion programme

To address growing market demand, the Company is undertaking a significant capacity expansiion that will more than double its manufacturing capacity upon completion.

The expansion programme represents one of the division's most significant growth initiatives in recent years. One kiln was successfully commissioned in April 2026, while two additional kilns are expected to become operational during the first quarter of FY 2026-27. The remaining kilns will be commissioned in a phased manner thereafter.

Upon completion, the expanded manufacturing capacity will enhance the Company's ability to cater to increasing domestic demand, improve production flexibility, reduce lead times and strengthen its competitiveness in international markets. The investment also reflects management's confidence in the long-term growth prospects of India's transmission infrastructure sector and the increasing global demand for high-quality porcelain insulators.

CUSTOMER SEGMENTS

20,640	21,780	42,420
MT, current kiln loading capacity	MT, expansion kiln loading capacity	MT, future kiln loading capacity

Navigating industry challenges

The high-tension insulator industry operates in a dynamic environment characterised by fluctuations in raw material prices, rising energy costs, competitive bidding conditions and evolving customer expectations relating to quality, performance and delivery timelines. Periodic supply chain disruptions and increasing technical requirements for higher-voltage transmission systems have intensified the need for operational agility and manufacturing efficiency.

The Company has proactively addressed these challenges through strategic sourcing initiatives, disciplined cost management, process optimisation and continuous investments in manufacturing infrastructure and technology. A focus on quality assurance, operational excellence and customer-centric execution has enabled the division to maintain product reliability, improve manufacturing efficiency and strengthen its competitive position despite a challenging operating environment.

The ongoing capacity expansion programme and continuous enhancement of manufacturing capabilities are expected to improve production flexibility, optimise resource utilisation and support timely execution of growing customer requirements across domestic and export markets.

Innovation and product development

Innovation is a key enabler of the division's long-term competitiveness and an important driver of product differentiation. As transmission networks evolve towards higher voltage systems and more demanding operating environments, the Company will deepen investments in product engineering, advanced manufacturing processes and technology development to deliver reliable, high-performance insulation solutions.

The Company's product development initiatives are focused on improving electrical performance, mechanical strength, contamination resistance and service life while meeting evolving utility specifications and international quality standards. Close collaboration with customers and continuous investments in engineering capabilities enable the Division to develop application-specific products that address changing industry requirements.

By combining engineering expertise with manufacturing excellence, the division has strengthened its product portfolio and enhanced its ability to support the next generation of power transmission infrastructure in India and the overseas markets.

Product innovation spotlight - RG Glaze 320

During the year, the Division developed RG Glaze 320, an advanced high-voltage, high-creepage porcelain insulator engineered to deliver superior performance under demanding operating conditions.

The product was developed to address evolving utility requirements for enhanced pollution resistance, improved electrical insulation and long-term operational reliability. Its advanced glazing technology provides better protection against contamination, moisture and harsh environmental conditions, making it suitable for transmission networks operating in coastal, industrial and high-pollution regions.

The development of RG Glaze 320 reflects the Company's engineering capabilities and customer-centric product development approach, while reinforcing its commitment to delivering technologically advanced solutions that support the evolving needs of modern power infrastructure.

Outlook

India's transmission infrastructure is entering a multi-year investment cycle driven by renewable energy integration, expanding electricity demand, interstate transmission projects and continued railway electrification. These structural trends are expected to create a sustained demand for technologically advanced insulation solutions across the domestic and international markets.

The Company's ongoing capacity expansion programme, diversified product portfolio and established relationships with utilities, EPC contractors and export customers provide a platform to capitalise on these opportunities. As new capacities become operational, the division will be positioned to improve production responsiveness, expand its market presence and strengthen export competitiveness.

Going forward, the Company will focus on manufacturing excellence, product innovation, customer-centric solutions and operational efficiency while supporting India's evolving power infrastructure and creating sustainable long-term value for all stakeholders.

Our real estate business division

Managing strategically located investment properties to generate recurring income and create long-term value.

Key performance, FY 2025-26

719	435
₹ Lakh, Rental income	₹ Lakh, Net income

Recurring rental-based revenue model.

Portfolio overview

The Company's real estate division manages a portfolio of strategically located investment properties comprising land and commercial assets across Bengaluru, Faridabad, Guwahati and Banera. The portfolio is positioned to generate recurring rental income coupled with long-term value appreciation potential.

As on March 31, 2026, the Division's investment property portfolio comprised a carrying value of ₹21,958.97 Lakh and an estimated fair value of ₹95,749.68 Lakh, reflecting the significant long-term value embedded within these assets.

Investment property portfolio

21,959
₹ Lakh, net carrying value as on March 31, 2026

95,750
₹ Lakh, fair value as March 31, 2026

4.4x
Higher than carrying value

Financial performance

During FY 2025-26, the division generated a rental income of ₹718.86 Lakh and a net income from investment properties of ₹434.76 Lakh. The business provided steady cash flows and remained an important contributor to the Company's overall profitability.

Asset enhancement and value creation

As a part of the asset enhancement strategy, the Company undertook the redevelopment of select aging warehouse facilities into modern warehousing infrastructure. These initiatives were aimed at improving asset quality, enhancing commercial attractiveness and positioning the Company to benefit from the growing demand for warehousing and logistics facilities.

Going forward, the Company will focus on improving asset utilisation, enhancing rental yields and unlocking value through redevelopment, strategic partnerships and selective monetisation of suitable properties.

Outlook

Demand for Grade-A warehousing, logistics infrastructure and industrial real estate is expected to remain favourable, supported by manufacturing expansion, e-commerce growth and infrastructure development. The Company intends to enhance the commercial potential of its investment portfolio through phased redevelopment, improved asset utilisation and selective monetisation opportunities.

OUR VALUE CREATION ROADMAP

Strategic value of the portfolio

The Company's investment property portfolio represents a strategic long-term asset that complements its core businesses by generating stable rental income while preserving significant capital appreciation potential.

Located across established industrial and emerging logistics corridors, these assets are well positioned to benefit from increasing demand for warehousing, industrial infrastructure and commercial real estate. Beyond providing recurring cash flows, the portfolio offers flexibility to unlock value through redevelopment, strategic partnerships, joint development initiatives and selective monetisation, thereby strengthening the Company's financial resilience and supporting future growth opportunities.

PORTFOLIO SNAPSHOT

Location	Asset type	Strategic advantage
Bengaluru	Land parcel	High-growth corridor
Faridabad	Warehouse	NCR connectivity
Guwahati	Warehouse	North-East logistics
Banera	Land	Future development potential

HUMAN RESOURCE **MANAGEMENT**

Empowering talent. Advancing manufacturing excellence.

Key workforce highlights, FY 2025-26

1,393 Total workforce	**555** Workforce trained	**2,418.5** Training hours delivered

Building capability for sustainable growth

Every milestone achieved by Hindusthan Insulators & Industries Limited begins with the expertise, discipline and commitment of its people. From producing high-performance insulators to maintaining stringent quality standards and ensuring timely deliveries, the Company's workforce plays a defining role in creating lasting value for customers and stakeholders.

As India's power transmission infrastructure expands and manufacturing technologies evolve, the demand for specialised skills, operational agility and a culture of continuous improvement has become increasingly important.

Recognising this, the Company has invested in developing technical capabilities, strengthening leadership, promoting workplace safety and creating an environment where employees can grow alongside the business.

By combining engineering excellence with a people-first culture, the Company is building a resilient organisation equipped to meet evolving customer expectations and support sustainable long-term growth.

Our people priorities

The Company's human capital strategy is aligned with its long-term business objectives and focuses on creating a skilled, engaged and future-ready workforce.

Strengthen technical expertise
Enhance manufacturing, engineering and quality capabilities through focused talent development.

Develop future leaders
Build leadership depth by identifying and nurturing high-potential employees.

Drive performance excellence
Promote a culture of accountability through goal alignment, feedback and merit-based recognition.

Invest in learning
Create opportunities for technical, behavioural and functional development across all levels.

Enhance employee experience
Foster an engaging workplace that encourages collaboration, inclusion and long-term retention.

Prioritise safety and wellbeing
Provide a safe, healthy and supportive work environment that enables employees to perform at their best.

The culture that drives performance

The Company's culture is founded on values that guide everyday decision-making and strengthen organisational performance.

Value	What it means
Integrity	Upholding the highest standards of ethics, transparency and responsibility.
Respect	Creating an inclusive workplace where every individual is valued and heard.
Collaboration	Encouraging teamwork across functions to achieve shared business goals.
Ownership	Taking responsibility for outcomes while striving for continuous improvement.

Workforce overview

People remain one of the Company's strongest competitive advantages. Across manufacturing, engineering, quality assurance, sales, supply chain and corporate functions, employees work together to uphold the precision, reliability and quality that define Hindusthan Insulators' products.

The manufacturing facility at Mandideep serves as the operational backbone of the business, supported by the corporate office in New Delhi, which provides strategic and functional leadership. Together, this blend of technical expertise, operational experience and collaborative working enables the Company to consistently deliver products that support India's growing transmission infrastructure.

Workforce composition

Permanent employees - 333
Contractual workforce - 1,060
Total workforce - 1,393

Employee distribution by function, FY 2025-26

188
Production

46
Technical / Engineering / R&D

17
Sales & marketing

70
Corporate & support functions

12
Other operational functions

Attracting and retaining critical talent

Building manufacturing excellence begins with attracting and retaining the right talent. During FY 2025-26, the Company strengthened its workforce by recruiting 59 employees across key manufacturing, engineering, quality and commercial functions, while maintaining a low attrition level of 17 employees.

Beyond hiring, the Company remained focused on creating long-term career opportunities through structured development discussions, role-specific capability enhancement and competitive reward practices. These initiatives have helped strengthen employee engagement, preserve critical technical knowledge and build a stable workforce capable of supporting future business growth.

Rewarding performance, enabling growth

The Company believes that a high-performance culture is created when individual aspirations are aligned with organisational goals. Its performance management framework provides employees with clear objectives, regular feedback and transparent evaluations, encouraging continuous improvement and accountability at every level.

Performance outcomes are linked to variable pay, career progression and development opportunities, ensuring that contribution, capability and business impact are appropriately recognised. Supported by market-aligned compensation and a structured review process, the framework reinforces meritocracy while motivating employees to deliver sustained operational excellence

Building skills for tomorrow

Manufacturing excellence begins with workforce excellence. Every improvement in product quality, process reliability and operational efficiency is driven by employees equipped with the right knowledge and skills.

The Company's learning ecosystem combines technical training, on-the-job exposure and behavioural development to build competencies across manufacturing, engineering, quality, safety and support functions. Guided by a structured Skill Matrix and periodic training needs assessments, learning initiatives remain closely aligned with business priorities and emerging industry requirements.

During FY 2025-26, the Company delivered 2,418.5 training hours, benefiting 555 workforce across multiple functions and organisational levels. These interventions strengthened technical proficiency while preparing employees to adapt to evolving technologies, manufacturing practices and customer expectations.

Learning focus areas

- Manufacturing process excellence
- Material science and product knowledge
- Quality systems and productivity improvement
- Electrical and workplace safety
- Personal Protective Equipment (PPE) compliance
- Functional and behavioural development
- Supervisory and leadership capabilities

Creating an engaged and high-performance workplace

The best ideas often emerge closest to the shop floor. By encouraging open communication and active employee participation, the Company builds a workplace where collaboration, innovation and continuous improvement thrive.

During the year, employees actively participated in town halls, shop-floor interactions, suggestion schemes, engagement surveys and recognition programmes. These platforms strengthened dialogue between employees and leadership, encouraged knowledge sharing and fostered a greater sense of ownership and belonging across the organisation.

By recognising contributions and empowering employees to participate in organisational improvement, the Company nurtures a workplace where people feel valued, heard and inspired to perform at their best.

Employee engagement initiatives

- Town hall interactions
- Shop-floor communication sessions
- Employee suggestion programmes
- Employee engagement surveys
- Employee of the Month recognition
- Safety Excellence Awards

These initiatives not only recognised individual and team contributions but also promoted knowledge sharing, innovation and a sense of belonging.

Fostering an inclusive workplace

The Company believes that diversity of thought, equal opportunity and mutual respect strengthen organisational capability and support long-term business success. Employment decisions guided by merit, competence and fairness ensure that every employee has access to opportunities for growth and development.

During the year, the Company strengthened its inclusive workplace practices through equitable hiring processes, gender-sensitive workplace facilities, supportive infrastructure for differently abled individuals and awareness programmes promoting dignity and respect at work.

While the workforce continues to be predominantly male due to the specialised nature of manufacturing operations, the Company remains committed to expanding opportunities for a diverse talent pool and nurturing a workplace where every individual is treated with fairness, respect and professionalism.

Prioritising health, safety and wellbeing

A safe and healthy workforce is fundamental to operational excellence. The Company invests in creating a workplace where employee wellbeing extends beyond regulatory compliance to encompass physical health, workplace safety and overall quality of work life.

A comprehensive wellbeing framework supports employees through preventive healthcare initiatives, robust safety systems and welfare programmes designed to create a secure and supportive working environment.

Safety first: Safety remains deeply embedded across manufacturing operations through regular audits, hazard identification, incident reporting mechanisms, emergency preparedness drills and mandatory use of Personal Protective Equipment (PPE). Awareness programmes reinforce safe work practices and strengthen a proactive safety culture across the organisation.

Supporting employee health: The Company organised periodic health check-ups, occupational health services and awareness programmes focused on preventive healthcare, nutrition, diabetes management and employee wellness. These initiatives encouraged healthier lifestyles while supporting employee productivity and overall wellbeing.

Employee welfare: To enhance employee comfort and workplace satisfaction, the Company provided a comprehensive range of welfare measures, including:

- Canteen facilities
- Rest and recreation areas
- Provident Fund benefits
- ESI coverage
- Gratuity benefits
- Employee insurance coverage
- Flexible shift arrangements, wherever operationally feasible

By integrating safety, healthcare and employee welfare into its people practices, the Company builds a workplace that supports both employee wellbeing and sustainable business performance.

Upholding trust through responsible governance

Trust is strengthened when employees are empowered to speak up, act responsibly and work in an environment founded on fairness and respect. The Company reinforces these principles through robust governance practices that promote ethical conduct, transparent communication and employee protection.

Well-defined grievance redressal mechanisms, supported by multiple reporting channels and timely resolution processes, enable employees to raise concerns with confidence. The Company also maintains a comprehensive framework for preventing workplace harassment through its POSH Policy, Internal Complaints Committee, awareness programmes and confidential investigation procedures, ensuring that every employee works in a safe, respectful and inclusive environment

Promoting a respectful workplace:The Company remains committed to providing a workplace that is free from discrimination, harassment and unfair practices. In compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, a comprehensive POSH framework is implemented across the organisation.

The framework is supported by:

- A formal POSH Policy
- An Internal Complaints Committee (ICC)
- Confidential reporting and investigation procedures
- Regular awareness and refresher programmes
- Sensitisation sessions to reinforce respectful workplace behaviour

All complaints, if any, are addressed in accordance with statutory requirements and established organisational processes, reinforcing a culture of fairness, dignity and accountability.

Sustaining harmonious industrial relations

Healthy industrial relations represent the cornerstone of operational stability. Throughout FY 2025-26, the Company maintained a constructive and collaborative relationship with its workforce, supported by transparent communication, mutual trust and regular employee-management interactions.

This positive engagement enabled uninterrupted operations, strengthened workplace harmony and reinforced a shared commitment towards safety, productivity and manufacturing excellence.

Outlook

As India's power sector expands, the Company's greatest competitive advantage will remain its people. Continued investments in technical capability, leadership development, digital learning and employee engagement will strengthen workforce readiness while supporting higher productivity and manufacturing excellence.

By nurturing skilled professionals, fostering a culture of continuous learning and providing a safe and inclusive workplace, HIIL is building a future-ready organisation equipped to create long-term value for customers, stakeholders and the nation's evolving power infrastructure.

Employees

Year	FY 2024-25	FY 2025-26
Employees	312	333

Employees by gender (%)

Year	FY 2024-25	FY 2025-26
Male	98.40	96.99
Female	1.60	3.01

Employees by age group (%)

Year	FY 2024-25	FY 2025-26
Age group 22-35	13.78	17.42
Age group 36-45	24.36	31.83
Age group 46-60	61.22	48.95
Above 60	0.64	1.80

Revenue per employee

Year	FY 2024-25	FY 2025-26
Revenue / employee (₹, Lakhs)	89.38	103.80

ESG

Environment, Social & Governance at our company

ESG at a glance, FY 2025-26

45.47
%, Renewable energy contribution

1,187
Units/ MT, energy intensity

139.50
₹ in Lakhs, savings through renewable energy

5
MW, planned rooftop solar capacity

0
Whistle blower complaints

Overview

In a rapidly evolving business environment, success is increasingly measured not only by financial performance but also by an organisation's ability to manage its environmental and social impact.

Environmental, Social and Governance (ESG) principles have emerged as critical pillars of sustainable business growth, helping organisations strengthen resilience, build stakeholder trust and effectively navigate evolving risks and opportunities.

Environmental considerations focus on how organisations manage their impact on natural resources through responsible energy use, emissions management, waste reduction and environmental conservation.

Social factors encompass employee well-being, workplace safety, diversity, community engagement and the creation of positive societal impact.

Governance relates to the systems, processes and ethical standards that guide decision-making, ensure accountability and promote transparency across the organisation.

During FY 2025-26, the Company strengthened its ESG framework through improved resource efficiency, increasing renewable energy use, enhanced workplace safety, increased stakeholder engagement and reinforced ethical practices.

By integrating sustainability considerations into business decisions and processes, the Company sought to create enduring value for stakeholders while contributing positively to society and the environment.

ESG framework

Environment
Reducing environmental impact through energy efficiency, renewable energy adoption, wastewater management and ecological conservation.

Social
Creating a safe, inclusive and empowering workplace while contributing positively to communities.

Governance
Strengthening accountability, transparency, ethical conduct and effective risk management to support sustainable growth.

Environment

Driving resource efficiency and environmental responsibility

The Company recognised that responsible environmental management was critical to sustainable growth. In FY 2025-26, we optimised energy consumption, increased renewable energy utilisation, managed wastewater responsibly and enhanced our locational green cover.

Energy management and conservation

Energy efficiency remained an important operational focus area during FY 2025-26. The Company optimised power consumption in our manufacturing operations through the efficient utilisation of available resources, process improvements and energy monitoring use patterns.

These efforts aimed at reducing energy intensity, improving productivity and ensuring cost-effective utilisation of resources. Through disciplined energy management practices, the Company enhanced operational efficiency while supporting broader sustainability objectives.

Energy performance snapshot

Particulars	FY 2024-25	FY 2025-26
Total energy consumed (Lakh units)	166.23	175.07
Production volume (MT)	14,689	14,749
Energy Consumption per (Units/ MT)	1132	1,187
Energy cost per MT (₹)	7859	8,154

Big number

1,187

Units consumed per MT of production in FY 2025-26

1132

Units consumed per MT of production in FY 2024-25

Accelerating our transition towards renewable energy

The Company strengthened its renewable energy portfolio during the year, with solar power emerging as a significant contributor to overall energy consumption.

Of the total power consumed during FY 2025-26, around 45.47% was sourced through solar power, reflecting the Company's commitment to clean energy.

Energy mix Share (%)

Source	FY 2024-25	FY 2025-26
Electricity Board	43.25	53.64
Solar power	55.79	45.47
DG Set	0.96	0.89

The utilisation of solar power enabled the Company to achieve estimated savings of approximately ₹139.50 Lakh during the year while simultaneously reducing its environmental footprint.

Building on these achievements, the Company planned the installation of a 5 MW rooftop solar power plant under the net-metering mechanism. The proposed project is expected to increase renewable energy utilisation, improve energy security, reduce operating costs and support the Company's long-term sustainability objectives.

Future readiness

5

MW, proposed rooftop solar power capacity

Water management and wastewater treatment

The Company remained committed to responsible water management practices and compliance with applicable environmental regulations.

To ensure the proper treatment and management of wastewater generated from manufacturing activities, the Company operated an Effluent Treatment Plant (ETP). The facility enabled the treatment of effluents prior to discharge and supported the Company's efforts towards responsible environmental management. The Company monitored its wastewater management processes to ensure operational effectiveness and compliance with prescribed environmental norms.

Preserving and enhancing green cover

The Company recognised the importance of maintaining ecological balance and creating environmentally responsible industrial ecosystems.

During FY 2025-26, efforts were undertaken towards the maintenance of green areas and enhancement of greenery within and around operational premises. Regular plantation and landscaping activities were carried out to improve the environmental quality of the Company's facilities and contribute towards a healthier and greener workplace environment. These initiatives reinforced the Company's commitment to environmental stewardship and biodiversity conservation.

Social

Empowering people and communities

The Company's approach to social responsibility remained centred on creating a safe, inclusive and supportive environment for employees while contributing positively to the communities in which it operated.

The Company believed that employee well-being, workplace safety and community engagement were fundamental to sustainable business growth and long-term stakeholder value creation.

Occupational health and safety

Ensuring the health and safety of employees remained a key priority throughout the year. The Company implemented safety-focused practices aimed at providing a secure and healthy working environment across its manufacturing facilities.

Regular emphasis was placed on maintaining workplace safety standards, promoting safe work practices and fostering a culture of accountability and awareness among employees.

Priority areas

Workplace safety	Employee health	Safe operating practices	Regulatory compliance

Employee welfare and well-being

The Company remained committed to supporting employee welfare through initiatives designed to promote well-being, engagement and workplace satisfaction.

Efforts to focus on creating a positive work environment that encouraged collaboration, professional growth and employee engagement. The Company believed that a motivated and empowered workforce played a critical role in achieving operational excellence and long-term business success.

Employee welfare initiatives remained an integral part of the Company's people management approach during FY 2025-26.

Community engagement

As a responsible corporate citizen, the Company engaged with communities surrounding its operational locations through various social and developmental initiatives.

The Company's community engagement efforts were guided by the objective of creating positive social impact and strengthening relationships with local stakeholders. Through these initiatives, the Company sought to contribute towards community development while supporting inclusive and sustainable growth.

Governance

Strengthening trust through good governance

The Company remained committed to maintaining the highest standards of corporate governance, transparency, accountability and ethical business conduct.

Its governance framework provided the foundation for effective oversight, informed decision-making and responsible management practices while safeguarding the interests of shareholders and other stakeholders.

Board composition and leadership

As on March 31, 2026, the Board comprised six Directors, including one Woman Director. The Board maintained an appropriate balance of Executive, Non-Executive and Independent Directors, ensuring diverse perspectives and effective oversight of the Company's strategic priorities.

The Board composition was fully aligned with the requirements of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Board snapshot

6
Directors on our Board

1
Woman Director

Governance structure

The Company's governance framework was designed to ensure the effective supervision of business operations, regulatory compliance, risk management and stakeholder engagement.

The Board, supported by various committees and senior management, provided strategic guidance and oversight across key areas of business performance, financial integrity, compliance and sustainability.

The Company's key managerial personnel comprised:

- Chairman & Whole-time Director
- Managing Director
- Chief Financial Officer
- Company Secretary & Compliance Officer

Ethics and transparency

Integrity, fairness, and openness underpin our interactions with all stakeholders, reinforcing trust and long-term credibility.

Strategic direction

We prioritise long-term investments in technology, infrastructure, and talent, while partnering organisations that share our values and performance standards.

Financial discipline

A strong net worth and prudent debt helped maintain flexibility and pursue sustainable growth across business cycles.

HINDUSTHAN INSULATORS & INDUSTRIES LIMITED
(FORMERLY KNOWN AS HINDUSTHAN URBAN INFRASTRUCTURE LIMITED)
CIN: L31300DL1959PLC003141
Registered Office: Kanchenjunga, Seventh Floor, 18, Barakhamba Road, New Delhi, 110001, India
Telephone: +91-11-23310001, 02, 04 & 05; **Website:** www.hindusthaninsulators.com;
Email: investors@hindusthan.co.in

Notice of the 66th Annual General Meeting

Notice is hereby given that the 66th (Sixty-Sixth) Annual General Meeting ('AGM') of the Members of Hindusthan Insulators & Industries Limited (Formerly known as Hindusthan Urban Infrastructure Limited) ('the Company') will be held on Tuesday, September 08, 2026 at 11:00 A.M. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), to transact the following businesses:

Ordinary Businesses:

1. **Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2026 and the Reports of the Board of Directors ("the Board") and Auditors thereon.**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended March 31, 2026 and the Reports of the Directors and Auditors thereon for the financial year ended March 31, 2026, as circulated to the members, be and are hereby considered and adopted."

2. **Declaration of Final Dividend on Equity Shares of the Company for the financial year ended March 31, 2026.**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** a dividend at the rate of Rs. 0.50/- (Fifty Paise only) per equity share of Rs. 2/- (Rupees Two only) each fully paid-up of the Company as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2026 and the same be paid out of the sum standing to the credit of General Reserves of the Company."

3. **Appointment of Mr. Deepak Kejriwal (DIN: 07442554) who retires by rotation, as a Director**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** in accordance with the provisions of Section 152(6) of the Companies Act, 2013 and Articles of Association of the Company, Mr. Deepak Kejriwal (DIN:07442554), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Special Businesses:

4. **Re-appointment of Mr. Raghavendra Anant Mody (DIN: 03158072) as Chairman & Whole-time Director of the Company:**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company and subject to such other approvals, permissions and sanctions, as may be required and pursuant to the recommendations of the Nomination and Remuneration Committee, Audit Commitee and Board of Directors, the consent of the members be and is hereby accorded for the re-appointment of Mr. Raghavendra Anant Mody (DIN:03158072) as a Chairman & Whole-Time Director of the Company, whose period of office is liable to expire on October 02, 2026, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Whole-Time Director pursuant to Section 160 of the Companies Act, 2013, for a further period of three years with effect from October 03, 2026 to October 02, 2029 (both days inclusive), liable to retire by rotation, upon the same terms and conditions including remuneration as set out in the explanatory statement attached to this notice ;

   RESOLVED FURTHER THAT where in any financial year during the term of Mr. Raghavendra Anant Mody the Company has no profits or its profits are inadequate, the remuneration as stated in explanatory statement be paid as the minimum remuneration not withstanding that the aforesaid remuneration may be in excess of the limits specified under section 197 and schedule V of the Act;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall deem to include any Committee of the Board) shall have the discretion and authority to modify the aforesaid terms and conditions and remuneration within, however, the limit as approved by the members;

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things including filing of requisite e-forms with the Ministry of Corporate Affairs or such other authority as may be required and to take all such steps including seeking all necessary approvals, if any, to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

5. **Ratification of Cost Auditor's Remuneration for the Financial Year 2026-27**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:-

"**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee and Board, the remuneration payable to M/s. J.K. Kabra & Co., Cost Accountants (Firm Registration No. 000009), who were re-appointed by the Board of Directors on the recommendation of the Audit Committee as Cost Auditors, to conduct the audit of the cost records maintained by the Company for the financial year 2026-27, amounting to Rs. 35,000/- (Rupees Thirty-Five Thousand Only) per annum exclusive of out-of-pocket expenses incurred during the course of audit for visit to Company's work plus applicable taxes, be and is hereby ratified;

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to do all acts and take all such steps as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to this resolution."

6. **To approve the Material Related Party Transaction with Hindusthan Engineering & Industries Limited**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with the rules made thereunder, including any statutory modification(s), amendment(s), re-enactment(s) or substitution(s) thereof for the time being in force, and other applicable laws, circulars, notifications and the Company's Policy on Related Party Transactions, and as per the recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ("the Board") which term shall be deemed to include, unless the context otherwise required, any committee which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board to exercise the powers conferred on the Board by this Resolution), to avail borrowings from Hindusthan Engineering & Industries Limited, a company incorporated under the provisions of the Companies Act, 1956 and validly existing under the Act and having its registered office at Mody Building, 27, SIR R N Mukherjee Road, Kolkata, West Bengal, India, 700001, a related party of the Company, in one or more tranches, for an aggregate amount not exceeding Rs.155,00,00,000 (Rupees one Hundred Fifty Five Crore only) on such terms and conditions as mentioned in the explanatory statement subject to the condition that the same being carried out at arm's length and in the ordinary course of business of the Company;

RESOLVED FURTHER THAT the said approval shall be valid till the date of the next annual general meeting held within the timelines prescribed under Section 96 of the Companies Act, 2013 or rules, notifications, or circulars issued thereunder from time to time;

RESOLVED FURTHER THAT the Board be and is hereby authorised to negotiate, finalise, settle, vary, amend, modify, renew and execute all such contracts, agreements, deeds, writings and other documents and to determine the detailed terms and conditions of the aforesaid transaction(s), including any alteration, modification or variation thereto, as it may, in its absolute discretion, deem fit and expedient, and to do all such acts, deeds, matters and things, including filing of necessary forms, applications and returns with the appropriate statutory, regulatory and governmental authorities, as may be necessary, desirable or expedient for the purpose of giving effect to this resolution;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred by this Resolution to any Committee of the Board, any Director, the Chief Financial Officer, the Company Secretary or any other officer(s) or authorised representative(s) of the Company, on such terms and conditions as the Board may deem fit, for the purpose of giving effect to this resolution;

RESOLVED FURTHER THAT all actions taken or to be taken by the Board or any Committee thereof or any person authorised by the Board in connection with the matters referred to in or contemplated by this resolution be and are hereby approved, ratified and confirmed in all respects.

By Order of the Board of Directors
For Hindusthan Insulators & Industries Limited

Sd/-
(Neha Kejriwal)
Company Secretary and Compliance Officer

Date: July 21, 2026
Place: New Delhi

Notes for Members' Attention

Explanatory Statement and Details of the Directors Seeking Re-Appointment:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ('the Act') read with the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India ('ICSI') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations, 2015'), setting out material facts and rationale relating to the special business under Item No. 4, 5 & 6 of this Notice, is annexed hereto and part of this Notice.

2. Details of the Directors seeking re-appointment as required under Regulation 36(3) of the SEBI Listing Regulations, 2015 and Clause 1.2.5 of SS-2 issued by the ICSI forms part of this Notice.

AGM Conducted Through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'):

3. The Ministry of Corporate Affairs ('MCA') vide its General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and the latest being 03/2025 dated September 22, 2025 ('MCA Circulars'), has permitted holding of the Annual General Meeting ('AGM' or 'Meeting') through VC/OAVM.

   Accordingly, pursuant to applicable provisions of the Act read with MCA Circulars and the SEBI Listing Regulations, 2015, the 66th AGM of the Company is being conducted through VC/OAVM without physical presence of the Members at a common venue. The Deemed Venue for the 66th AGM of the Company shall be the Registered Office of the Company situated at Kanchenjunga, Seventh Floor, 18, Barakhamba Road, New Delhi-110001

4. Since the Meeting is being held through VC/OAVM in accordance with the MCA Circulars and Regulation 44 of the SEBI Listing Regulations, 2015, physical attendance of members has been dispensed with. Accordingly, the facility of appointment of Proxies by the Members under Section 105 of the Act is not applicable for this 66th AGM of the Company. Therefore, Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

5. Pursuant to the provisions of the MCA Circulars, Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

Authorised Representative:

6. Corporate/Institutional Members (i.e., other than Individuals, HUFs, NRIs, etc.) are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/Institutional Members intending to authorise their representatives to participate and vote at the Meeting are requested to send legible scanned certified true copy of the Board resolution/ Authority Letter together with attested specimen signature(s) of the duly authorised representative(s) to the Scrutinizer by email to csneerajsharma7@gmail.com with a copy marked to evoting@nsdl.co.in and to admin@skylinerta.com or info@skylinerta.com and also to the Company at investors@hindusthan.co.in, authorising its representative(s) to attend through VC/OAVM and vote on their behalf at the Meeting, pursuant to section 113 of the Act. Members of the Company under the category of Institutional Shareholders are encouraged to attend and participate in the AGM through VC/OAVM and vote.

Dispatch of the Notice of AGM and Annual Report:

7. In accordance with the MCA Circulars and Regulation 36(1) (b) of the Listing Regulations, the Annual Report of the Company for Financial Year 2025-26, which inter-alia comprises of the Audited Financial Statements along with the Reports of the Board of Directors and Auditors thereon for the Financial Year ended March 31, 2026 pursuant to section 136 of the Act along with other documents and Notice calling the AGM pursuant to Section 101 of the Act read with the Rules framed thereunder are being sent in electronic mode only to those Members whose e-mail address is registered with the Company/Registrar and Transfer Agent (RTA)/ Depository Participant(s) (DP)/ Depositories.

   Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to Members whose e-mail address is registered with Company/RTA/DP/Depositories providing the weblink of Company's website where the Annual Report for financial year 2025-26 is available. The physical copies of Annual Report and Notice of the AGM will be dispatched only to those shareholders who request for the same by writing to investors@hindusthan.co.in.

8. A copy of the Notice of this AGM along with Annual Report for the FY 2025-26 is available on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=6 on the website of the Stock Exchange where the shares of the Company are listed i.e. BSE Limited at www.bseindia.com and on the website of Skyline Financial Services Private Limited, RTA at www.skylinerta.com.

   The link to access the Annual Report and AGM Notice are as follows:

Annual Report

https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=8

AGM Notice

https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=9

Registration of Email IDS:

9. Members who have not registered their Email Ids are requested to register the same in the following manner:

   - Members holding shares in Physical mode:

     Submit a duly filled and signed Form ISR-1 as prescribed by SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 Dated February 06,2026 along with a copy of signed request letter mentioning the name and address of the Member, self-attested copy of the PAN Card & Address Proof such as Aadhaar Card (masked), Driving License, Election Identity Card, Passport and Copy of the Share Certificate (front and back) with the RTA at admin@skylinerta.com. Members may download Form ISR-1 from the Company's website at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=20

   - Members holding shares in Dematerialised mode ('Demat Mode'):

     Members holding shares in Demat Mode are requested to register/update their Email Ids with their respective DPs.

     In case of any queries/difficulties in registering the Email Ids, the Members may write to the Company's RTA at admin@skylinerta.com

Instructions for Attending the AGM through VC/OAVM:

10. Members may attend the Meeting through VC/OAVM by using their E-voting login credentials and selecting the E-voting Event Number i.e., EVEN 140731 for the Meeting. After successful login, click on the 'VC/OAVM link' appearing under 'Join Meeting' tab against EVEN 140731. The facility to join the Meeting will be available 30 minutes before the scheduled time of commencement of the Meeting and shall remain open throughout the proceedings of the Meeting. Members are requested to join the Meeting by following the instructions as set out under Note No. 23 of the Notice.

11. The facility of participation at the AGM through VC/OAVM will be available for 1,000 Members on a first-come-first-served basis. Pursuant to the MCA Circulars, Large Shareholders (Shareholders holding 2% or more shareholding) and Institutional Investors, will not be restricted on account of first-come-first-served basis.

12. Members who do not have their User Id and Password for E-voting or have forgotten their User Id and Password may retrieve the same by following the instructions mentioned in Note No. 24 of the Notice. Alternatively, Members may also use the One-Time Password ('OTP') method for logging into the E-voting system of NSDL.

13. Members are requested to join the Meeting through Desktop/Laptop and use high-speed internet for better experience. Please note that participants connecting from Mobile Device or Tablet connected via mobile hotspot may experience audio/video issues due to fluctuations in their respective networks.

14. Members who require assistance before or during the Meeting, can contact Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com or call on the Helpline No. 022-4886 7000.

Registration as Speakers and Procedure to Raise Queries/Seek Clarifications with Respect to the Annual Report:

15. Members who wish to express their views or ask queries during the Meeting may register themselves as speakers by sending a request along with their queries, if any, from their registered Email Id by mentioning their Name, Folio No./DP Id & Client Id and Mobile Number at investors@hindusthan.co.in on or before August 30,2026. Those Members who have registered themselves as a speaker by the aforementioned date will only be allowed to express their views or ask queries during the AGM. Members are encouraged to submit their queries in advance to ensure the smooth and efficient conduct of the Meeting.

16. Members are encouraged to express their views or send their queries in advance regarding the Annual Report or any other matter being placed at the 66th AGM from their registered Email Id by mentioning their Name, Folio No./DP Id & Client Id and Mobile Number to investors@hindusthan.co.in to facilitate the smooth and efficient conduct of the Meeting. Queries received by the Company on the aforementioned Email Id by on or before August 30, 2026 will be duly considered and responded.

17. In the event that a pre-registered speaker is invited to speak at the Meeting but does not respond, the next registered speaker will be invited to speak. A subsequent attempt will be made to reconnect with the earlier speaker. All the registered speakers are kindly requested to remain connected with a high-speed internet connection throughout the Proceedings to ensure seamless participation.

18. The Company reserves the right to restrict the number of queries and the number of speakers, as may be appropriate, to ensure the smooth conduct of the AGM.

Procedure for Remote E-Voting and E-Voting During the AGM:

19. Pursuant to the Provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the MCA Circulars, SS-2 issued by ICSI and Regulation 44 of the SEBI Listing Regulations, 2015, the Company is pleased to provide the facility of voting through electronic means ('E-voting') to its Members in respect of the businesses to be transacted at the AGM. The Company has engaged NSDL for providing E-voting at the AGM and Remote E-voting (i.e., voting before AGM remotely) during the period given below:

Commencement of Remote E-voting	Friday, September 04, 2026 9:00 A.M. IST
Conclusion of Remote E-voting	Monday, September 07, 2026 5:00 P.M. IST

20. Members whose names appear in the Register of Members/Register of Beneficial Owners as on the **cut-off date i.e., Tuesday, September 01, 2026** shall only be entitled to attend the AGM and cast their votes on the resolutions proposed to be passed at the AGM, through electronic means. A person who is not a Member as on the cut-off date should treat this Notice of the 66th AGM for information purposes only.

    During this period, Members of the Company, holding shares as on the cut-off date, may cast their vote through Remote E-voting. The Remote E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a Resolution is cast by the Members, the Members shall not be allowed to change it subsequently.

    Additionally, the E-voting facility shall be made available during the AGM. Members attending the AGM and who have not cast their vote by remote E-voting shall be eligible to cast their vote through E-voting during the AGM. Members who have voted through Remote E-voting shall be eligible to attend the AGM, however, they shall not be eligible to vote at the Meeting.

21. The voting rights of the Members shall be in proportion to their share in the Paid-up Equity Share Capital of the Company as on the cut-off date i.e., Tuesday, September 01, 2026.

22. Members holding shares as on the cut-off date i.e., Tuesday, September 01, 2026 and any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice may obtain the login Id and password by sending a request to evoting@nsdl.com or follow steps mentioned in the Note No. 23 of the Notice. However, if you are already registered with NSDL for E-voting, then you can use your existing User Id and Password for casting your vote. If you forgot your password, you may reset your password by using 'Forgot User Details/Password' or 'Physical User Reset Password' option available on www.evoting.nsdl.com or call on 022-4886 7000.

Procedures and Instructions For Attending AGM Through VC/OAVM and Voting Through Electronic Means:

23. The detailed instructions for participating in the AGM and voting through electronic means including Remote E-voting are given below:

Step 1: Access to NSDL E-voting System

A) Login method for E-voting and joining Virtual Meeting for Individual Shareholders holding shares in Demat Mode:

Pursuant to SEBI Master Circular No.: HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January 2026, on E-voting facility provided by Listed Companies, Individual Shareholders holding shares in Demat Mode are allowed to vote through their Demat Account maintained with Depositories and DPs. Shareholders are advised to update their Mobile Number and Email Id in their Demat Accounts in order to access E-voting facility.

Login method for Individual Shareholders holding shares in Demat Mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding shares in Demat Mode with NSDL	**A. OTP Based Login Process:** Members who wish to log in using OTP are requested to follow the steps mentioned below: 1. Visit the NSDL E-voting Portal by clicking on the link https://eservices.nsdl. com/ SecureWeb/IdeasDirectReg.jsp. 2. Enter your DP Id/Client Id, PAN and fill in the Verification Code displayed on the screen. 3. Click on Generate OTP. You will receive the OTP on your registered Email Id and/or Mobile Number. 4. Enter the received OTP and click on 'Login'. 5. Upon successful login, you will be redirected to the NSDL website where you can view the E-voting page. 6. Click on the Company Name or the E-voting Service Provider (NSDL). 7. You will then be redirected to the NSDL E-voting website to cast your vote during the Remote E-voting period and join the Virtual Meeting and vote during the AGM, if not casted during the Remote E-voting period. **B. NSDL IDeAS facility** **Members who are registered on NSDL IDeAS facility:** Existing **IDeAS** users can visit the E-services website of NSDL viz., https://eservices.nsdl.com either on a Personal Computer or on a Mobile by following these steps: 1. On the E-services home page click on the '**Beneficial Owner**' icon under '**Login**' under the '**IDeAS**' section. Enter your User Id and Password. 2. After successful authentication, you will be able to see '**E-voting services**' under Value added services. 3. Click on '**Access to E-voting**' to reach the E-voting page. 4. Select the Company Name or E-voting service provider i.e., NSDL which will redirect you for casting your vote during the Remote E-voting period or to join Virtual Meeting & E-voting during the meeting.

Type of shareholders	Login Method
	Members who are not registered on NSDL IDeAS facility: If you are not registered for IDeAS E-Services, option to register is available at https://eservices.nsdl.com. Select '**Register Online for IDeAS Portal**' or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp **C. E-voting website of NSDL** Members can access the NSDL E-voting website by following these steps: 1. Open a web browser and go to https://www.evoting.nsdl.com/ either on a Personal Computer or on a Mobile. 2. On the E-voting system homepage, click on the 'Login' icon under the 'Shareholder/ Member' section. 3. Enter your User Id (your 16 digit Demat Account Number with NSDL), Password/OTP and the Verification Code displayed on the screen. 4. After successful authentication, you will be redirected to NSDL Depository site where you can access the E-voting page. 5. Select the Company Name or E-voting service provider i.e., NSDL which will redirect you for casting your vote during the Remote E-voting period or to join Virtual Meeting & E-voting during the Meeting. **D. 'NSDL Speede' Mobile App for E-voting** Members can also download NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding shares in Demat Mode with CDSL	**A. CDSL Easi/Easiest facility** **Members who are registered on CDSL Easi/Easiest:** If you are already registered/opted for CDSL Easi/Easiest facility, the same can be accessed either on Laptop or Mobile by following these steps: 1. Go to CDSL website at www.cdslindia.com and click on the 'Login' icon, then select the 'New System Myeasi' tab. Log in by entering your existing My easi Username & Password. 2. Once logged in, you will find the E-voting option available for eligible companies where E-voting is currently in progress. Click on the E-voting option to access the E-voting page of the service provider for casting your vote during the Remote E-voting period or joining Virtual Meeting & E-voting during the Meeting.

Type of shareholders	Login Method
	3. Additionally, there are links provided to directly access the systems of all E-voting Service Providers, so that you can visit the E-voting service providers' website directly. **Members who are not registered on CDSL Easi/Easiest:** If the user is not registered for Easi/Easiest, here are the steps to register and access E-voting: 1. Go to CDSL website at www.cdslindia.com and Click on '**Login**' icon and '**New System Myeasi Tab**' and then click on registration option. 2. Alternatively, you can directly access E-voting page by entering your Demat Account Number and PAN from the E-voting link available on the home page of www.cdslindia.com. ▪ The system will authenticate by sending an OTP on your Mobile and Email Id registered in your Demat Account. ▪ After successful authentication, you will be able to view the E-voting option where the E-voting is in progress and also directly access the system of all E-voting Service Providers.
Individual Shareholders holding shares in Demat Mode logging in through their DPs	You can also access the E-voting facility using your Demat Account login credentials through your DPs registered with NSDL/CDSL by following these steps: 1. After logging in, you will find the E-voting option. Click on 'E-voting' and upon successful authentication, you will be directed to the NSDL/CDSL website where you can access the E-voting feature. 2. Select the Company Name or E-voting service provider i.e., NSDL which will redirect you for casting your vote during the Remote E-voting period or to join Virtual Meeting & E-voting during the Meeting.

Important note: Members who are unable to retrieve User Id/Password are advised to use '**Forget User Id**' and '**Forget Password**' option available at respective websites.

Helpdesk for Individual Shareholders holding shares in Demat Mode for any technical issues related to login through Depository i.e., NSDL and CDSL:

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

B) Login Method for shareholders other than Individual Shareholders holding shares in Demat Mode and shareholders holding shares in Physical Mode.

How to Log-in to NSDL E-voting website?

1. Visit the NSDL E-voting website by typing the URL on your web browser: https://www.evoting.nsdl.com/ either on a Personal Computer or on a Mobile.
2. Once the E-voting system homepage is launched, click on 'Login' under 'Shareholder/Member' section.
3. A new screen will appear where you will have to enter your User Id, Password/OTP and a Verification Code displayed on the screen.

Alternatively, if you are registered for NSDL E-services i.e., IDeAS, you can login at https://eservices.nsdl.com/ with your existing IDeAS login. After logging in, click on 'E-voting' and proceed to Step 2 to cast your vote electronically.

4. Details of your User Id are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User Id is:
For Members who hold shares in Demat Account with NSDL	8 Character DP Id followed by 8 Digit Client Id. For example, if your DP Id is IN300*** and Client Id is 12****** then your User Id is IN300***12******.
For Members who hold shares in Demat Account with CDSL	16 Digit Beneficiary Id. For example, if your Beneficiary Id is 12************** then your User Id is 12**************
For Members holding shares in Physical Form	E-voting Event Number (EVEN) Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVEN is 140312 then User Id is 140312001***.

5. Password details for shareholders other than Individual Shareholders are given below:

   a) If you are already registered for E-voting, then you can use the existing password to login and cast your vote.

   b) If you are using NSDL E-voting system for the first time, you will need to retrieve the '**initial password**' which was communicated to you. Once you retrieve your '**initial password**', you need to enter the **'initial password**' and the system will force you to change your password.

   c) How to retrieve your '**initial password**'?

      (i) If your Email Id is registered in your Demat Account or with the Company, your '**initial password**' is communicated to you on your Email Id.

      Trace the Email sent to you from NSDL from your mailbox. Open the Email and open the attachment i.e., a .pdf file. The password to open the '.pdf file' is your 8 digit Client Id for NSDL account, last 8 digits of Client Id for CDSL account or Folio Number for shares held in Physical Form. The '.pdf file' contains your '**User Id**' and your '**initial password**'.

      (ii) If your Email Id is not registered with the Company/Depositories, please follow the steps mentioned below in process for those shareholders whose Email Ids are not registered.

6. If you are unable to retrieve or have not received the **'initial password**' or have forgotten your password:

   a) Click on '**Forgot User Details/Password?**' (for Demat Account holders in NSDL and CDSL) option available on www.evoting.nsdl.com.

   b) '**Physical User Reset Password?**' (for physical shareholders) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your Demat Account Number/Folio Number, PAN, Name and Registered Address, etc.

   d) Members can also use the OTP based login for casting the votes on the E-voting system of NSDL.

7. After entering your password, click on agree to '**Terms and Conditions**' by selecting the checkbox.

8. Click on the '**Login**' button.

9. Once logged in, the homepage of E-voting will appear.

Step 2: Cast your vote electronically and join General Meeting on NSDL E-voting System:

A) How to cast your vote electronically and join General Meeting on NSDL E-voting system?

1. After successfully logging in at Step 1, you will see a list of companies EVEN in which you hold shares and whose voting cycle and General Meetings are active.
2. Select the 'EVEN' of the Company for which you wish to cast your vote during the Remote E-voting period cast your vote during the General Meeting. To join the virtual meeting, click on the 'VC/OAVM' link under 'Join Meeting'.
3. You are now ready for E-voting as the Voting page opens.
4. Cast your vote by selecting the appropriate options i.e., assent or dissent, verify/modify the number of shares you wish to cast your vote for and click on 'Submit'. Confirm your vote when prompted.
5. After confirmation, a message saying 'Vote cast successfully' will be displayed.
6. You can also take a print of the votes casted by clicking on the 'Print' option on the confirmation page.
7. Once you confirm your vote on the Resolution, you will not be allowed to modify it.

B) Process for those Shareholders whose Email Ids are not registered with the Company/Depositories for procuring User Id, Password and registering for E-voting on the Resolutions:

Members may send a request to investors@hindusthan.co.in/admin@skylinerta.com for procuring User Id and Password for E-voting by providing the following details/documents:

1. For Members holding shares in Physical Form:
   - Folio Number;
   - Name of the Shareholder;
   - Scanned copy of the share certificate (front and back);
   - Self-attested scanned copy of PAN card; and
   - Self-attested scanned copy of Aadhaar Card.
2. For Members holding shares in Demat Mode:
   - DP Id-Client Id (16 digit DP Id + CL Id) or 16 digit beneficiary Id;
   - Name of the Shareholder;
   - Client Master List or copy of Consolidated Account Statement;
   - Self-attested scanned copy of PAN card; and
   - Self-attested scanned copy of Aadhaar Card.

   If you are an Individual Shareholder holding shares in Demat Mode, you can refer to the login method explained at Step 1 (A) i.e., Login method for E-voting and joining Virtual Meeting for Individual Shareholders holding shares in Demat Mode.
3. Alternatively, Members may send a request to evoting@nsdl.com for procuring User Id and Password for E-voting by providing aforementioned documents.

C) Instructions for Members for E-voting on the day of the AGM:

1. The procedure for E-voting on the day of the AGM is same as the instructions mentioned above for Remote E-voting.
2. Only those Members who will be present in the AGM through VC/OAVM facility and have already not cast their vote on the Resolutions through Remote E-voting and are otherwise not barred from doing so, shall be eligible to vote through E-voting System in the AGM.
3. Members who have already voted through Remote E-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The contact details for any grievances related to the E-voting facility on the day of the AGM will remain the same as provided for Remote E-voting.

24. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the E-voting website will be disabled upon five unsuccessful attempts to enter the correct password. In such an event, you will need to go through the '**Forgot User Details/Password?**' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.

    In case of any grievances or queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and E-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022-4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com.

Procedure for Inspection of Documents:

25. Inspection of Documents prior to the date of AGM:

The physical copies of the Notice of the 66th AGM along with all the documents referred to in the accompanying Notice and Annual Report for FY 2025-26 will be available for inspection by the Members electronically and at the Company's Registered Office on all the working days between 9:30 A.M. IST to 5:30 P.M. IST from the date of dispatch of the Notice of AGM up to the date of the 66th AGM. Any Member desirous of inspecting the same may request to the Company at investors@hindusthan.co.in by mentioning their Name, Folio No./DP Id and Client Id.

26. Inspection of Statutory Registers during the AGM:

The following Registers will be available for inspection during the AGM:

- Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act.
- Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act.

All the documents referred to in the Notice will also be available for inspection electronically without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investors@hindusthan.co.in.

Dividend Related Information:

27. The Board of Directors at their Meeting held on May 27, 2026 have recommended a Final Dividend of Rs. 0.50/- (Fifty Paise only) per Equity Share of face value of Rs. 2 (Rupees Two each) for the financial year ended March 31, 2026.

    Pursuant to shareholders' resolution dated November 15, 2018, the Board of Directors at their meeting held on December 12, 2018, have allotted 9,51,89,700 1% Redeemable, Non-Convertible, Non-Cumulative Preference Shares ("NCPS") of Rs. 10/- each to M/s. Hindusthan Engineering & Industries Ltd., redeemable at par at the end of 20 years from the date of allotment and the dividend to the preference shareholder shall be paid prior to any distribution of dividend to the equity shareholders of the Company.

    The key dates and details with respect to the Final Dividend are provided below:

Record Date	**Friday, June 19, 2026**
Entitlement of Dividend	Members whose names appear in the Register of Members/Register of Beneficial Owners as on the Record Date
Date of Payment	On or before September 30, 2026

28. In accordance with Regulation 12 of the SEBI Listing Regulations, 2015 read with SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, Dividend shall be paid only through electronic mode including to those Members holding Shares in Physical Form.

    Updation of Bank & KYC Details:

    Members holding shares in Demat Mode are hereby informed that bank account details registered with their respective DPs will be considered for payment of dividend. Accordingly, Members are advised to ensure that their bank account details are accurately updated with the DPs where their demat accounts are maintained.

    Members holding shares in Physical Form are requested to furnish/update the PAN and KYC details by submitting the required documents to the Company's RTA at admin@skylinerta.com by Monday, August 31, 2026.

    For further guidance on updating PAN and KYC details, Members may refer to Note No. 31 of this Notice or refer to FAQs available on SEBI's website at https://www.sebi.gov.in/sebi_data/faqfiles/jan-2026/1767611333081.pdf.

TDS Related Information on Dividend

29. Members may note that pursuant to the Income Tax Act, 2025, dividend income will be taxable in the hands of the Members. Accordingly, the Company is required to deduct tax at source (TDS) at the prescribed rates at the time of dividend payment. The tax deduction rates would vary depending upon the residential status and category of Shareholder and will be determined upon verification of the documents submitted by the Shareholder on or before August 28, 2026. The Company shall transfer the amount of dividend payable to the eligible Shareholders after deduction/withholding of applicable taxes, surcharge and cess, as applicable.

30. Detailed communication on the procedure to avail the applicable tax rates, along with drafts of relevant exemption forms and supporting documents, will be made available on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=68

Updation of KYC Details for the Shareholders Holding Shares in Physical Mode:

31. Members holding shares in physical form are requested to update their KYC details and submit the following documents to the Company's RTA at admin@skylinerta.com.

Particulars	Forms
PAN	Form No. ISR-1
Demat Account Number	
Postal Address with PIN	
Email Id	
Mobile Number	
Self-attested Original Cancelled Cheque bearing the name of the Shareholder	
(or)	
Bank Passbook/Statement attested by the Bank	
Bank Account Details (Name of the Bank, branch, account number and IFS Code)	
Confirmation of Signature of Shareholder by the Banker (The Signature of the holders should be attested by Bank Manager.)	Form No. ISR-2
Declaration to Opting out Nomination	Form No. ISR-3
Registration of Nomination	Form No. SH-13
Cancellation or Variation of Nomination	Form No. SH-14

The aforesaid forms can be downloaded from the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=20 or the Website of the RTA at https://www.skylinerta.com/.

Members are encouraged to provide 'choice of nomination' in their own interest, to facilitate smooth transmission of securities held by them and to help prevent the accumulation of unclaimed assets in the securities market.

Declaration of Voting Results

32. The Board of Directors of the Company have appointed Mr. Neeraj Sharma (ACS NO. .: A60713, COP NO. 23057), proprietor of M/s. Neeraj & Associates, Practising Company Secretary, having his office situated at Flat No. 60/2/B, 3rd Floor, Block-C, Vijay Vihar, Phase 2, Rohini Sector-4, Delhi-110085 as the Scrutinizer to scrutinize the Remote E-voting and E-voting process at the AGM in a fair and transparent manner.

33. The Scrutinizer shall after conclusion of the AGM, unblock the votes cast through Remote E-voting & E-voting during the AGM and submit a consolidated Scrutinizer's Report to the Chairman or a person authorised by him, who shall countersign the Report and declare the results.

34. The voting results will be announced within 2 (two) working days from the conclusion of AGM i.e., on or before Thursday, September 10, 2026. Upon receipt of the requisite number of votes, the resolutions shall be deemed to have been passed on the date of the AGM.

35. The results declared along with the Scrutinizer's Report will be available on the website of the:

    i. Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=9

    ii. Stock Exchange i.e., BSE at www.bseindia.com; and

    iii. NSDL at www.evoting.nsdl.com

    The results along with the Scrutinizer's Report will also be displayed at the Registered office of the Company.

Investor Education and Protection Fund (IEPF):

Members may note that pursuant to provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), dividend which remains unpaid or unclaimed for a period of 7 (seven) years from the date of its transfer to the unpaid dividend account of the Company and the Equity Shares, for which the dividend has not been paid or claimed for 7 consecutive years or more are required to be transferred to the IEPF. Further, all benefits (including dividend) accruing on the Equity Shares lying with IEPF are also required to be transferred to the IEPF in accordance with the IEPF Rules.

36. Dividends and Equity Shares transferred to IEPF in FY 2025-26:

Pursuant to Section 124 of the Act read with the IEPF Rules, the Company transferred unclaimed dividend of Rs. 15,686/- pertaining to FY 2017-18 to IEPF and also transferred 2,405 Equity Shares of Rs. 10/- each (post Sub-Division/ split, these shares become 12,025 equity shares of Rs. 2/- each) on which dividends were remaining unclaimed for 7 consecutive years i.e., from FY 2017-18 to IEPF.

Procedure for Claiming Shares and Amounts Transferred to the IEPF:

Members who have not yet claimed their equity shares, dividends, for the previous years and which have been transferred to IEPF are advised to submit their request to issue the Entitlement Letter to the Company's RTA at their address given below:

Skyline Financial Services Private Limited

Unit: Hindusthan Insulators & Industries Limited

D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi - 110020
Phone: 011-40450193;
Email Id: admin@skylinerta.com.
Website: www.skylinerta.com.

Upon receipt of the Entitlement Letter, the concerned shareholder(s)/legal heir(s) may submit an online application in Form IEPF-5, available on the IEPF website (www.iepf.gov.in), for claiming the shares and/or amounts transferred to the IEPF. A duly signed physical copy of the submitted Form IEPF-5, together with the necessary documents, should thereafter be sent to the Company's Nodal Officer for verification and approval.

Members are also advised to refer to the FAQs issued by the IEPF Authority before filing their claims.

Others:

37. Designated Email Id of the Company for Redressal of Investor Grievances:

The Company has a dedicated Email Id for communication and redressal of investors' grievances i.e., investors@hindusthan.co.in.

38. Dematerialisation of Shares held in Physical Form:

Regulation 40 of the SEBI Listing Regulations, 2015 mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in Demat Mode. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 (superseded with the SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026), has clarified that listed companies shall issue the securities only in Demat Mode while processing investor service requests pertaining to issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/ exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission, transposition etc.

In view of the above and to eliminate all risks associated with physical shares, Members holding shares in physical form are advised to consider converting their shareholdings into Demat Mode for improved security. Members who are desirous of dematerialising their shares may write to the RTA at admin@skylinerta.com.

Further, SEBI vide Circular No. HO/38/13/(3)2026-MIRSD-POD/I/3763/2026 dated January 30, 2026 has discontinued the requirement for issuance of Letter of Confirmation ('LOC') in respect of investor service requests, with effect from April 02, 2026 and has prescribed the procedure to directly credit the securities into the demat account of the Shareholders instead of issuance of LOC. Accordingly, upon receipt of complete documents and verification thereof, the Company/RTA shall directly credit the securities to the Demat Account of the holder or claimant.

The Members are requested to submit their Investor Service Requests to the Company's RTA.

39. Special Window for Transfer and Dematerialisation of Physical Securities:

Pursuant to SEBI Circular No. HO/38/13/11(2)2026 MIRSD-POD/I/3750/2026 dated January 30, 2026, a Special Window is opened for transfer and Dematerialisation of Physical Securities. This window is open for physical securities sold/ purchased prior to April 01, 2019 which have not been lodged for transfer or have been lodged for transfer but the same were rejected/returned/not attended to, due to deficiency in the documents/process/or otherwise. This window shall remain open for a period of one year, i.e., from February 05, 2026 to February 04, 2027.

The securities so transferred shall be mandatorily credited to the transferee only in Demat Mode and shall be under lock-in for a period of one year from the date of registration of transfer. Such securities shall not be transferred/lien-marked/pledged during the said lock-in period.

Members are requested to submit their requests along with requisite documents to the Company's RTA.

40. Details of correspondence with the Company's RTA:

All the documents/requests and other communications pertaining to the securities of the Company shall be sent to the Company's RTA, at the address given below:

Skyline Financial Services Private Limited

Unit: Hindusthan Insulators & Industries Limited

D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi - 110020
Phone: 011-40450193;
Email Id: admin@skylinerta.com.
Website: www.skylinerta.com.

41. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify any change in information to RTA or Company as soon as possible. Members are also advised not to leave their Demat Account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified.

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013 ('The Act'), Secretarial Standards on General Meetings ('SS-2') Issued by The Institute of Company Secretaries of India ('ICSI') and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations, 2015')

Item No. 4

The members of the Company, at the 63rd (Sixty-Third) Annual General Meeting of the Company held on September 30, 2023 based on the recommendation of the Nomination and Remuneration Committee (NRC) and the Board of Directors, had approved the re-appointment of Mr. Raghavendra Anant Mody (DIN: 03158072) as a Chairman & Whole-time Director of the Company for a period of three years with effect from October 03, 2023 to October 02, 2026 at a remuneration not exceeding Rs. 1.85 Crores per annum.

Subsequently, in recognition of the significant contributions made by Mr. Raghavendra Anant Mody (DIN: 03158072), Chairman & Whole-time Director of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the Members of the Company, by way of a Special Resolution passed through Postal Ballot on April 19, 2025, approved the revision of his remuneration from Rs. 1.85 Crores per annum to Rs. 2.10 Crores per annum, with effect from April 01, 2025.

Mr. Raghavendra Anant Mody has played a pivotal role in the overall management, strategic direction and operational performance of the Company. Under his leadership, the Company has strengthened its business operations, enhanced operational efficiencies resulting in the Company delivering improved financial performance during the financial year ended March 31, 2026. He has consistently demonstrated strong leadership, sound business acumen and a deep understanding of the Company's operations.

The Board believes that his continued leadership as Chairman and Whole-time Director will facilitate the execution of the Company's strategic objectives and support sustained business growth and value creation for all stakeholders and is in the best interests of the Company. Accordingly, pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") (including any statutory modification(s) and/or re enactment(s) thereof for the time being in force), the Board of Directors at their meeting held on July 21, 2026, based on the recommendation of the Nomination and Remuneration Committee and Audit Committee have approved the re-appointment of Mr. Raghavendra Anant Mody (DIN:03158072) as a Chairman &Whole-time Director of the Company, liable to retire by rotation, for a further period of three years with effect from October 03, 2026 to October 02, 2029 (both days inclusive) on the same terms and conditions as stated below:

Salary & Perquisites: -

Compensation Details	Annual CTC Breakup (INR)
Fixed Compensation	
i. Monthly Payments	
Basic	7,50,000/-
House Rent Allowance	4,85,369/-
Leave Travel Allowance	62,500/-
Conveyance Allowance (CA)	2,03,911/-
Total Monthly Gross	**15,01,780/-**
Total Annual Gross	**1,80,21,360/-**
ii. Annual Retiral Payments:	
PF Employer Contribution	10,80,000/-
Gratuity Provision (As per Law)	4,32,900/-
Total Annual Retrial Payments (c)	**15,12,900/-**
Other Benefits (Annual)	
Mediclaim Policy	**7,15,750/-**
Other Benefits (Annual)	**7,50,000/-**
Total Fixed Annual Earning	**2,10,00,010/-**

Note:

- **Reimbursements:** He shall be entitled to reimbursement of all reasonable and legitimate expenses actually incurred in the discharge of his official duties. Such reimbursements shall include, but not be limited to, expenses relating to communication, travel, business meetings and entertainment, mobile and data services, internet and residential landline/network connectivity used for official purposes, meals, professional membership and subscription fees, participation in business knowledge enhancement and networking programmes, and any other out-of-pocket expenses incurred wholly and exclusively for the purposes of the Company's business, in accordance with the Company's policies.
- **Statutory Benefits and other Company Benefits:** As per the Company's policy as amended from time to time, including but not limited to contribution to provident fund, gratuity, leave encashment, medical insurance for self and family.
- **Minimum Remuneration:** In the event of absence of profits and/ or inadequacy of profits in any financial year during the tenure of Mr. Raghavendra Anant Mody, Chairman & Whole Time Director of the Company the payment of above remuneration, perquisites, statutory benefits and other Company benefits and stated reimbursements shall be made notwithstanding that such remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act or under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations") or under any other laws for the time being in force, if any.
- The services will be subject to termination on three months' notice on either side or salary in lieu thereof.

Mr. Raghavendra Anant Mody continues to be designated as Key Managerial Personnel of the Company pursuant to provisions of section 203 of the Companies Act, 2013. Mr. Raghavendra Anant Mody satisfies all the conditions set out in Part –I of Schedule V to the Act and also conditions set out under Section 196(3) of the Act for being eligible for re-appointment. He is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act. Mr. Raghavendra Anant Mody has provided his consent for such re-appointment and has also confirmed that he is not debarred from holding the office of Director pursuant to any order issued by the Securities and Exchange Board of India ("SEBI") or any other authority.

Further, the company has not committed any default in payment of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor, as stated in Schedule V of the Companies Act, 2013.

The terms as set out in the resolution and explanatory statement may be treated as an abstract of the terms of employment pursuant to Section 190 of the Act. Disclosures and information as required under Schedule V of the Act and Regulation 36 (3) of the Listing Regulations and Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Draft Letter of Appointment, setting out terms and conditions of his appointment, is available for inspection at the Registered Office of the Company during any working day between 9:30 A.M. IST to 5:30 P.M. IST upto the date of AGM. The Articles of Association of the Company are available for inspection by the Members in electronic form.

The re-appointment of Mr. Raghavendra Anant Mody and his terms and conditions of re-appointment including remuneration is subject to approval by the members of the Company. The Board recommends his re-appointment as a Chairman & Whole-time Director, as proposed in resolution set out at Item No. 4 of this notice by way of a Special resolution.

Mr. Raghavendra Anant Mody is interested in the Special Resolution set out at Item No. 4 with respect to his re-appointment and fixation of remuneration. The relative(s) of Mr. Mody may be deemed to be interested to the extent of their shareholding interest, if any, in the Company. Save and except the above none of the other Directors/ Key Managerial Personnel ("KMP") of the Company /their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of this Notice. Mr. Raghavendra Anant Mody is not related to any other Director/ KMP of the Company.

Item No. 5

The Board of Directors at their meeting held on July 21, 2026, on the recommendation of the Audit Committee, has approved the re- appointment of M/s. J.K. Kabra & Co., Cost Accountants (Firm Registration No. 000009), as Cost Auditors to conduct the audit of the cost records of the Company, for the financial year 2026-27, at a remuneration of Rs. 35,000/- (Rupees Thirty-Five Thousand Only) per annum exclusive of out of pocket expenses incurred during the course of audit for visit to Company's work plus applicable taxes.

As per the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company.

Accordingly the consent of the members is being sought for the proposal contained in the resolution set out at Item No. 5 of this notice. None of the Directors, Key Managerial Personnel and their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution. The Board recommends the Ordinary Resolution set out at Item No. 5 of this Notice, for approval of the members.

Item No. 6

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, all material related party transactions and subsequent material modifications shall require prior approval of the shareholders through ordinary resolution.

Further, in accordance with the materiality thresholds prescribed under Schedule XII of the SEBI Listing Regulations read with the Policy on Related Party Transactions of the Company, where the annual consolidated turnover of the listed entity, as per its last audited financial statements, does not exceed Rs. 20,000 crore, a related party transaction shall be considered material if the value of such transaction(s), individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the listed entity. Accordingly, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is Rs. 33.85 Crores.

The said limits are applicable even if the transactions are in the ordinary course of business and at an arm's length basis and in accordance with Regulation 2(1)(zc) of the SEBI LODR Regulations, the definition of Related Party Transaction ('RPT') includes a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

The Company proposes to avail borrowing from Hindusthan Engineering and Industries Limited ("HEIL"), a related party of the Company, in one more tranches, for an aggregate amount not exceeding Rs. 155,00,00,000 (Rupees One Hundred Fifty five Crores Only). The aforesaid borrowings of Rs. 155 Crores includes the already availed borrowings of Rs. 25 Crores during the quarter ended June 30, 2026. Upto March 31, 2026, the aggregate borrowings from HEIL amounted to Rs. 71.17 Crores. The proposed borrowing from the related party is intended to fund the Company's capital expenditure for expanding its manufacturing capacity and working capital requirement. The expansion is expected to enhance the production capacity, improving operational efficiency and thus growth in revenue and market share in both domestic and international markets.

The management has provided the Audit Committee with all the relevant details of proposed related party transaction as prescribed under the SEBI Industry Standards including material terms and basis of pricing. All Independent Directors on the Audit Committee, after reviewing all necessary information, have granted approval for entering into the RPT with Hindusthan Engineering & Industries Limited ("HEIL") (details of which are set out in the table below). The Audit Committee has noted that the said transaction with HEIL will be in the ordinary course of business of the Company and at an arm's length basis.

The Audit Committee has also reviewed the certificate from the Managing Director and the Chief Financial Officer of the Company, as required under the SEBI Industry Standards.

Since the proposed transaction exceeds the applicable materiality threshold prescribed under the SEBI Listing Regulations, it is required to obtain the approval of the shareholders by way of an Ordinary Resolution. The Audit Committee and the Board of Directors of the Company ("the Board"), at their meeting held on July 21, 2026 had approved and recommended the proposed related party transaction to the Members of the Company for their approval.

Further, the aforesaid borrowing is within the borrowing limits approved by the shareholders pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013.

Details of the proposed material related party transaction between Hindusthan Insulators & Industries Limited and Hindusthan Engineering & Industries Limited including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Master Circular dated January 30, 2026 read with SEBI circular dated June 26, 2025, as amended from time to time ("SEBI Industry Standards") are as follows:

Minimum information to be provided to the shareholders for approval of Related Party Transactions under SEBI Industry Standards:

<table>
<tr><th>Sr No.</th><th>Particulars of the Information</th><th>Information provided by the management</th></tr>
<tr><td colspan="3">Part A: Minimum information of the proposed related party transaction</td></tr>
<tr><td colspan="3">A(1) Basic details of the related party</td></tr>
<tr><td>1.</td><td>Name of the related party</td><td>Hindusthan Engineering & Industries Limited (“HEIL”)</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>HEIL is a public company having a diversified business in Rolling Stock, Railway Track Materials, Gas-based chemicals, Jute products and one of the largest manufacturers of Freight Wagons in India.</td></tr>
<tr><td colspan="3">A(2) Relationship and ownership of the related party</td></tr>
<tr><td>1.</td><td>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party</td><td>HEIL is a group company and qualifies as a related party pursuant to Regulation 2(1) (zb) of SEBI Listing Regulations.

Further, Hindusthan Consultancy and Services Limited, Carbo Industrial Holdings Limited, Promain Limited, Pradyumna Steels Limited and Hindusthan Business Corporation Limited, being a part of the Promoter Group of the Hindusthan Insulators & Industries Limited, collectively holds 57.15% equity shares, in aggregate, in HEIL.</td></tr>
<tr><td>2.</td><td>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>NIL</td></tr>
<tr><td>3.</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>Not Applicable</td></tr>
<tr><td>4.</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of Transaction involving the subsidiary).</td><td>NIL</td></tr>
<tr><td colspan="3">A(3) Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year.</td><td><table><tr><th>S. No.</th><th>Nature of Transactions</th><th>FY 2025-2026</th></tr><tr><td>1.</td><td>Inter-Corporate Loan</td><td>Inter-corporate loan of Rs. 59 Crores and interest thereon.</td></tr></table></td></tr>
</table>

<table>
<tr><th>Sr No.</th><th>Particulars of the Information</th><th>Information provided by the management</th></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>A total amount of Rs. 29.08 Crores, comprising the Inter-Corporate Loan, repayment of a part of the principal amount and interest thereon.</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td></tr>
<tr><td colspan="3">A(4) Amount of the proposed transaction(s)</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td><table><tr><th>S. No.</th><th>Nature of Transactions</th><th>FY 2026-2027</th></tr><tr><td>1</td><td>Inter-Corporate Loan with Interest thereon</td><td>Rs. 155 Crores (includes already availed borrowings of Rs. 25 crores during the quarter ended June 30, 2026).</td></tr></table></td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes, the proposed transaction is a material Related Party Transaction (“RPT”) under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year</td><td>45.78%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary’s annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>Not Applicable</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party’s annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>5.64%</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td><table><tr><th>Particulars</th><th>FY 2025-26 (Amount in Crores)*</th></tr><tr><td>Turnover (Revenue from operations)</td><td>2747.77</td></tr><tr><td>PBT</td><td>177.53</td></tr><tr><td>Net-worth</td><td>1793.71</td></tr></table>Note: Figures are un-audited as the financial statements of the related party for the FY 2025-26 as on the date of notice have not been finalised.</td></tr>
</table>

Sr No.	Particulars of the Information	Information provided by the management
A(5)	**Basic details of the proposed transaction**	
1.	Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2.	Details of each type of the proposed transaction	Inter Corporate Loan of Rs. 155 Crores with interest thereon.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	The omnibus approval granted by the shareholders for material related party transactions in an annual general meeting shall be valid till the date of the next annual general meeting held within the timelines prescribed under Section 96 of the Companies Act, 2013 or rules, notifications, or circulars issued thereunder from time to time. However, the borrowing will be re-payable on demand.
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Rs. 155 Crores with interest thereon for FY 2026-27. As omnibus approval is sought for the aforesaid related party transaction, the estimated break-up financial year-wise is not applicable.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT.	The proposed borrowing from the related party is intended to fund the Company's capital expenditure for expanding its manufacturing capacity and working capital requirement. The expansion is expected to enhance the production capacity, improving operational efficiency and thus growth in revenue and market share in both domestic and international markets.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Vikram Aditya Mody, Promoter of the Hindusthan Insulators & Industries Limited ("the Company") is also a promoter and Whole-time director of Hindusthan Engineering & Industries Limited ("Related Party") and holds 100 equity shares in the Related Party. Mr. Raghavendra Anant Mody, Chairman & Whole-time Director and part of the promoter group of the Company is also a promoter of Hindusthan Engineering & Industries Limited ("Related Party") and holds 5 equity shares in the Related Party.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee and shall be made available to the shareholders through the registered email address of the shareholders.	No valuation or other external party report is required to be obtained for this transaction. The Company enters into transactions with related parties in the ordinary course of business and at arm's length. The proposed transaction(s) shall be entered into on terms, including interest rates, tenure, security, and other conditions, that are comparable to those prevailing in the market for similar transactions with unrelated parties. The Company ensures that no undue advantage accrues to the related party and that such transaction is in the best interest of the Company.
9.	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.

Sr No.	Particulars of the Information		Information provided by the management
Part B: Additional Information			
B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary			
1.	Material covenants/ terms/ particulars of the proposed transaction		The borrowing arrangements do not contain any material covenants beyond those which are standard and customary in nature.
2.	Interest rate (in terms of numerical value or base rate and applicable spread)		The rate of interest shall range from 7.00% to 10.00% per annum, as may be mutually agreed between the parties on an arm's length basis.
3.	Cost of borrowing Note: This shall include all costs associated with the borrowing		The rate of interest shall range from 7.00% to 10.00% per annum, as may be mutually agreed between the parties on an arm's length basis.
4.	Maturity / due date		The amount shall be repayable on demand, without any predetermined repayment schedule or tenure.
5.	Repayment schedule & terms		Repayable on demand, as and when called upon.
6.	Whether secured or unsecured		Unsecured
7.	If secured, the nature of security & security coverage ratio		Not Applicable
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary		The Funds will be utilized for Capital Expenditure & Working Capital Requirements.
Part C: Additional Information			
C(4) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary			
1.	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements*		
	a.	Before transaction	0.62
	b.	After transaction	0.85
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements*		
	a.	Before transaction	25.9
	b.	After transaction	8.65

The said transaction, being a material RPT, requires prior approval of the Members of the Company in accordance with Regulation 23 of the Listing Regulations.

The Board of Directors, based on the recommendation of the Audit Committee, is of the opinion that the proposed Material Related Party Transaction is in the best interests of the Company and its members and accordingly recommends the Ordinary Resolution set out in the accompanying Notice for approval by the Members.

Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) are a party to the aforesaid transactions or not), shall not vote to approve Resolution.

Except Mr. Raghavendra Anant Mody, Chairman & Whole Time Director of the Company together with his relative(s) none of the other Directors/Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 06 of the notice except to the extent of their shareholding in the Company.

The Statement Containing Additional Information as Required Under Section-II of Part – II of Schedule-V of The ACT:

I. General Information

1.	Nature of Industry	Manufacturing of Electrical Equipments
2.	Date or expected date of commencement of commercial production	The Company was incorporated on October 17, 1959 and commenced its operations in the year 1960.
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	N.A.
4.	Financial performance based on given indicators as per audited financial results for the year ended March 31, 2026:	Amount (In lakhs) **Financial Parameters** — **FY 2025-26** Sales — 33,506.6 Profit/(Loss) before depreciation — 5,624.23 Depreciation — 903.22 Profit/(Loss) after depreciation, but before provision for tax & exceptional item — 4,721.01 Net Profit/(Loss) after tax & exceptional item — (787.4)
5.	Foreign investments or collaborations, if any	None

II. Information about appointee

S.N.	Particulars	Mr. Raghavendra Anant Mody
1.	Background Details	Mr. Raghavendra Anant Mody serves as a Chairman and Whole-time Director of the Company and is a member of the Promoter Group. Representing the third generation of the promoter family. He has been actively involved in providing strategic direction and strengthening the Company's long-term growth initiatives. Detailed profile is available on the website of the Company https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=22
2.	Past Remuneration paid during the financial year ended March 31,2026	Rs. 1,80,01,360/-
3.	Recognition or Awards	Mr. Raghavendra Anant Mody is a renowned and respected personality in the industry.
4.	Job-profile and his suitability	As mentioned in Item No. 4 of the Explanatory Statement.
5.	Remuneration proposed	Rs. 2.10 Crores per annum
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin).	The remuneration is fully justifiable and comparable to the prevailing remuneration being paid in the industry, keeping in view his profile, enriched knowledge and vast experience. Further, the proposed remuneration is same as already approved by the shareholders earlier and as such there in no increase in the remuneration.
7.	Pecuniary relationship directly or indirectly with the company, or relation with the managerial Personnel.	Besides the remuneration proposed to be paid to him, Mr. Raghavendra Anant Mody does not have any other pecuniary relationship with the Company or relationship with the managerial personnel.

III. Other Information

1.	Reasons of loss or inadequate profits.	The Company has reported a loss after tax of Rs. 7.87 Crores during FY 2025-26. The loss is primarily attributable to the exceptional loss arising on the sale of its subsidiary, Hindusthan Speciality Chemicals Limited (HSCL). Excluding the impact of exceptional items, the Company earned a profit before tax of Rs. 47.21 Crores during the year. Further, the net profit computed under Section 198 of the Companies Act, 2013 amounts to Rs. 46.71 Crores. However, the profit margins may remain inadequate particularly for the purpose of paying Managerial Remuneration owing to evolving global economic conditions and ever-changing market conditions, which may continue to impact the Company's profitability and margins.
2.	Steps taken or proposed to be taken for improvement.	The demand for insulators in the power transmission and distribution sector continues to remain strong. The Company has benefited from improved market conditions and higher selling prices of its products. The management is focused on enhancing operational efficiency, increasing production capacity, and optimizing product realization to further improve profitability.
3.	Expected increase in productivity and profits in measurable terms.	With the continued increase in selling prices and sustained market demand for insulators, the Company expects improvement in its revenue and profitability. The ongoing capacity enhancement initiatives and operational improvements are expected to contribute positively to productivity and profitability, enabling the Company to maintain profitable operations in the forthcoming quarters.

IV Disclosures:

The information and disclosures of the remuneration package of all Directors for FY 2025-26 along with other details have been mentioned in the Corporate Governance Report forming part of the Annual Report under the Heading “Remuneration to Directors” as per the requirements of Section II of Part II of Schedule V of the Act.

Additional Information on Director Recommended for Appointment / Reappointment and/or Fixation of Remuneration as Required Under Regulation 36(3) of the Sebi (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2

Name of the Director	Mr. Raghavendra Anant Mody	Mr. Deepak Kejriwal
Directors Identification Number (DIN)	03158072	07442554
Date of Birth & Age	September 08,1990 36 years	August 03, 1966 60 years
Original date of appointment/ Date of first appointment on the Board	August 31, 2017	December 01, 2018
Qualifications	▪ Bachelor's degree in Commerce	▪ Fellow Member of the Institute of Chartered Accountants of India (ICAI) ▪ Bachelor's degree in Commerce
Experience	More than 15 years in Hindusthan Group	More than 23 years in Hindusthan Group
Brief Resume	Detailed profile is available on the website of the Company https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=43	
Nature of expertise in specific functional areas	▪ Strategic Leadership and Business Management ▪ Entrepreneurial Vision and Business Development ▪ Corporate Governance and Stakeholder Management ▪ Finance, Risk Management and Corporate Planning ▪ Operational Excellence and Process Improvement ▪ Innovation, Research and Sustainable Growth	▪ Strategic Leadership and Business Management ▪ Finance and Financial Management ▪ Operations and Process Excellence ▪ Corporate Strategy and Business Growth ▪ Risk Management ▪ Stakeholder Value Creation
Remuneration last drawn during financial year 2025-26	As mentioned in Corporate Governance Report which forms part of the Annual Report for the FY 2025-26.	As mentioned in Corporate Governance Report which forms part of the Annual Report for the FY 2025-26
Number of Meetings of Board attended during FY 2025-26	7 out of 7	7 out of 7
*Shareholding in the Company including shareholding as a beneficial owner	76,605 Equity shares	75 Equity shares
Terms and conditions of appointment/re-appointment along with remuneration details	Refer to item no. 4 of the Notice and the corresponding Explanatory Statement	Refer to item no. 3 of the Notice

Name of the Director	Mr. Raghavendra Anant Mody	Mr. Deepak Kejriwal
Relationships between Directors inter-se and with manager/other key managerial personnel of the company	None	None
Directorships held in other companies *Depicts position as on March 31, 2026	▪ Mody Investment & Mfg. Company Pvt. Ltd. ▪ Foster Engineering Industries Limited ▪ Shivam Dealmark Private Limited ▪ Must Innovation and Incubation Foundation ▪ Hindusthan Consultancy and Services Limited ▪ Intercontinental Trading and Investment Co. Limited ▪ Pradyumna Steels Limited ▪ Hindusthan Miswaco Limited	None
Membership/ Chairmanship of committees in other companies	Member of the Audit Committee of Pradyumna Steels Limited	None
Listed entities from which the person has resigned in the past three years	None	None
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Leadership, Management, Financial Expertise, Governance, Strategy Development and Implementation, Global Business, Legal and Regulatory, Risk Management and Human Resources	Leadership, Management, Financial Expertise, Governance, Strategy Development and Implementation, Global Business, Legal and Regulatory, Risk Management and Human Resources

By Order of the Board of Directors
For Hindusthan Insulators & Industries Limited

Sd/-
(Neha Kejriwal)
Company Secretary And Compliance Officer

Date: July 21, 2026
Place: New Delhi

Key Information at a Glance

Sl.	Particulars	Details
1.	Day, Date and Time of AGM	Tuesday, September 08, 2026 at 11:00 A.M. IST
2.	Mode of Conduct	Video Conferencing/Other Audio Visual Means
3	Website for Participation and E-voting	www.evoting.nsdl.com
4.	Last date for Speaker Registration and to send queries to the Company	On or before August 30, 2026
5.	Dividend for FY 2025-26 recommended by the Board of Directors	Rs. 0.50/- per Equity Share of face value of Rs.2/- each
6.	Record Date for Final Dividend	Friday, June 19, 2026
7.	Date of Payment of Final dividend	On or before September 30, 2026
8.	Cut-off date for determining voting rights of the Members and entitlement to attend the AGM	Tuesday, September 01, 2026
Remote E-voting Period:		
9.	Start Date and Time	Friday, September 04, 2026, 9:00 A.M. IST
10.	End Date and Time	Monday, September 07, 2026, 5:00 P.M. IST
11.	Name, address and contact details of Registrar to an issue and Share Transfer Agent	**Skyline Financial Services Private Limited** D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi - 110020 Phone: 011-40450193; Email Id: admin@skylinerta.com. Website: www.skylinerta.com.
12.	Name, address and contact details of E-voting service provider	**National Securities Depository Limited Address:** 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra-Kurla Complex, Bandra East, Mumbai, Maharashtra - 400 051 Helpline No.: 022-4886 7000 Email Id: evoting@nsdl.com

Board's Report

Dear members

The Board of Directors hereby submits the 66th Annual Report of your Company ("the Company" or "Hindusthan Insulators & Industries Limited" formerly known as Hindusthan Urban Infrastructure Limited), along with the Audited Financial Statements for the financial year ended March 31, 2026.

Financial Highlights

In compliance with the provisions of the Companies Act, 2013 ("the Act"), the Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Act read with the relevant rules made thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Company has prepared its financial statements for the Financial Year 2025-26.

The financial performance of the Company for the Financial Year ended March 31, 2026 is summarized below:

(Rs. in Lakhs)

Particulars	March 31, 2026	March 31, 2025
Total Revenue (Gross)	**33,854.37**	**27,279.11**
Profit Before Depreciation, Finance Cost, Exceptional Items and Tax	6,568.85	(878.89)
Less: Depreciation and Amortization expenses	903.22	935.91
Less: Finance Costs	944.62	1,253.74
Profit/(Loss) before exceptional items and tax	4721.01	(3068.54)
Exceptional Items	(4705.30)	2,599.97
Profit/(Loss) before Tax	15.70	(468.56)
Less: Tax expenses	803.11	(288.59)
Net Profit/(Loss) for the year	(787.40)	(179.97)
Other comprehensive income (net of tax)	8.55	5.65
Total comprehensive income for the year	**(778.85)**	**(174.33)**

State of Affairs & Operations

During the year under review, the gross revenue from operations on standalone basis of the company has increased to Rs. 33,854.37 Lakhs as compared to Rs. 27,279.11 Lakhs in the previous year 2024-25 which was higher against previous year by 24%. The Company has achieved Profit before depreciation and tax of Rs. 5,624.23 Lakhs as compared to profit before depreciation and tax of Rs. (2,132.63) Lakhs in the previous year 2024-25. Exceptional Item for the year ended March 31, 2026 include loss of Rs. 4,705.30 Lakhs on Sale of Investment (i.e. Shareholding) in Subsidiary of the Company, Hindusthan Speciality Chemicals Limited ("HSCL"). Consequently, HSCL ceased to be a subsidiary of the Company.

The Company entered into a Share Purchase Agreement dated June 12, 2025 with DCM Shriram Limited (DCM) for the sale of its shareholding, along with other shareholders, in HSCL . The transaction was completed on August 25, 2025 upon fulfilment of the stipulated conditions precedent and other agreed actions. However, an amount of Rs. 3,859.28 Lakhs remains in an escrow account (invested in fixed deposits with State Bank of India) towards pending Income Tax demands of HSCL amounting to Rs. 2,909.14 Lakhs (against which Rs. 120 Lakhs has been pre-deposited) and Gujarat Industrial Development Corporation non-regulation charges of Rs. 1,070.14 Lakhs. Further, certain claims raised by DCM relating to losses incurred during the period from August 01, 2025 to August 25, 2025, including inventory differences, vendor claims, dead inventory, ITC mismatches and other related matters, are under negotiation. The ascertainable losses for the said period amount to Rs. 128.52 Lakhs, against which the Company has made a provision of Rs. 75.18 Lakhs (58.5%). The final amount payable, if any, shall be determined upon completion of the settlement process with DCM.

During the year, the Company earned foreign exchange through exports amounting to Rs. 2887.67 Lakhs as compared to previous year of Rs. 1046.92 Lakhs.

Capacity Enhancement

During the year under review, in line with the Company's long-term growth strategy, the Board of Directors have approved a capital expenditure ("CAPEX") project to enhance the production capacity of its Insulators Plant located at Mandideep from 16,500 MT to 36,000 MT, proposed to be completed by December, 2026 through the installation of additional kiln firing units together with auxiliary equipment such as dryers, pug mills, CNC shaping machines, and other supporting machinery, along with the expansion of the existing building structure to accommodate the increased manufacturing facilities.

This strategic investment was proposed to be undertaken with the objective of strengthening the Company's manufacturing capabilities, improving operational efficiencies, and supporting revenue growth and market share expansion.

Business Performance / Outlook

India continues to demonstrate strong economic resilience and remains one of the fastest-growing major economies globally. The Government's sustained focus on power sector reforms, expansion of transmission and distribution infrastructure, renewable energy integration, railway electrification, and rural electrification is expected to drive significant demand for electrical insulators in the coming years.

The increasing investments in power generation, transmission networks, smart grid projects, and renewable energy installations are creating substantial growth opportunities for the insulator industry.

The Company remains optimistic about the future prospects of the insulator industry and is well-positioned to capitalize on emerging opportunities through its focus on quality, operational efficiency, and customer satisfaction. We believe that continued infrastructure development, supportive government policies, and improving economic conditions will contribute positively to the Company's growth and overall industry performance.

Dividend

Pursuant to the Regulation 43 A of the Listing Regulations, the Dividend Distribution Policy is uploaded on the website of the Company at the weblink: https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

In line with the Dividend Distribution Policy ("DDP") of the Company, the Board of Directors in their meeting held on May 27, 2026 have recommended a Final Dividend of Rs. 0.50/- (25%) per equity share of face value of Rs. 2/- each for financial year ended March 31, 2026 subject to the approval of the Members at the ensuing 66th Annual General Meeting ("AGM"). The holders of 9,51,89,700 1% Redeemable, Non-Convertible, Non-Cumulative Preference Shares of Rs. 10/- each shall be entitled to receive dividend in priority to the equity shareholders, in accordance with the terms of issue of the preference shares and applicable provisions of the Act read with rules made thereunder.

The Final Dividend will be paid to the Members whose names appear in the Register of Members, as on June 19, 2026, being the Record Date as fixed for this purpose. The proposed Final Dividend, amounts to Rs. 0.50/- per equity share and Rs. 0.10/- per preference share, leading to a total dividend payout of Rs. 36.07 Lakhs to equity shareholders and Rs. 95.18 Lakhs to preference shareholders.

In accordance with the provisions of the Income Tax Act, 1961, as amended by the Finance Act, 2020, dividends paid or distributed by the Company shall be taxable in the hands of the shareholders. Accordingly, the Company shall deduct tax at source ("TDS") at the applicable rates while making payment of the Final Dividend. Members are requested to refer to the Notes forming part of the Notice of the 66th AGM for detailed information relating to the taxation of dividends and the applicable TDS provisions.

Transfer to Reserves

The Company do not propose to transfer any amount to general reserves for the financial year ended March 31, 2026.

The Company has set off the accumulated deficit in Retained Earnings amounting to Rs. 2,228.83 Lakhs against the balance standing to the credit of the General Reserves amounting to Rs. 39,538.21 Lakhs during the financial year ended March 31, 2026. Consequently, the deficit in Retained Earnings has been fully adjusted to the General Reserves.

Share Capital

As on March 31, 2026, the Authorised Share Capital of the Company stood at Rs. 108,50,00,000/- (Rupees One Hundred Eight Crore Fifty Lakhs only), comprising 5,50,00,000 (Five Crore Fifty Lakhs) Equity Shares of Rs. 2/- (Rupees Two only) each and 9,75,00,000 (Nine Crore Seventy-Five Lakhs) Preference Shares of Rs. 10/- (Rupees Ten only) each. The paid-up share capital of the Company as on March 31, 2026 stood at Rs. 96,63,25,850/- (Rupees Ninety Six Crore Sixty Three Lakhs Twenty Five Thousand Eight Hundred and Fifty only), comprising Equity Share Capital of Rs. 1,44,28,850/- (One Crore Forty Four Lakhs Twenty Eight Thousand Eight Hundred Fifty only) and Preference Share Capital of Rs. 95,18,97,000/-(Ninety Five Crore Eighteen Lakhs Ninety Seven Thousand only).

During the financial year under review, the Board of Directors, at their meeting held on December 29, 2025 and the Members of the Company, through Postal Ballot dated February 05, 2026, approved, inter alia, the following corporate actions:

1. The sub-division/split of the existing Equity Shares of the Company, whereby every 1 (One) Equity Share of face value Rs. 10/- (Rupees Ten only) each, whether authorised, issued, subscribed and fully paid-up, was sub-divided into 5 (Five) Equity Shares of face value Rs. 2/- (Rupees Two only) each, ranking pari passu in all respects. The aforesaid sub-division became effective from March 14, 2026.
2. The Authorised Share Capital of the Company was increased from Rs. 100,00,00,000/- (Rupees One Hundred Crore only), comprising 25,00,000 (Twenty-Five Lakhs)

Equity Shares of Rs. 10/- each and 9,75,00,000 (Nine Crore Seventy-Five Lakhs) Preference Shares of Rs.10/- each, to Rs. 108,50,00,000/- (Rupees One Hundred Eight Crore Fifty Lakhs only), comprising 5,50,00,000 (Five Crore Fifty Lakhs) Equity Shares of Rs. 2/- each and 9,75,00,000 (Nine Crore Seventy-Five Lakhs) Preference Shares of Rs. 10/- each; to facilitate any further capital issuances by the Company.

The sub-division of equity shares was undertaken with the objective of enhancing liquidity in the Company's equity shares and encouraging broader participation by retail investors by making the shares more affordable and accessible.

Pursuant to the approval of the shareholders of the Company through postal ballot dated July 01, 2026, the Board of Directors in their meeting held on July 13, 2026 have allotted fully paid up bonus equity shares in the ratio of 2:1 i.e. 2 equity shares of Rs. 2/- each for every 1 existing fully paid-up equity share of Rs. 2/- each to the Members whose names appear in the Register of Members as on July 10, 2026, being the Record Date as fixed for this purpose. Consequently, the Paid-up equity share capital of the Company has been increased to Rs. 4,32,86,550/-(Rupees Four Crores Thirty Two Lakhs Eighty Six Thousand Five Hundred and Fifty only).

Subsidiary Companies

As on March 31, 2026, the Company did not have any subsidiary, joint venture or associate company.

During the year under review, the Company has divested its entire stake i.e. 58.5% in its subsidiary, HSCL to DCM as part of a strategic decision to focus on its core business i.e. manufacturing of electrical equipment's which includes electro porcelain high tension insulators.

Accordingly, HSCL ceased to be the material subsidiary of the Company with effect from the date of transfer of shares i.e. August 25, 2025. Accordingly, the financial results of HSCL have been consolidated and considered in the Company's financial statements only up to the effective date of divestment, and its contribution to the revenue and profitability of the Company has been recognized up to such date.

Management Discussion and Analysis Report

Pursuant to Regulation 34(2)(e) read with Schedule V of the Listing Regulations, the Management Discussion and Analysis Report for the Financial Year 2025-26 forms an integral part of this Annual Report and is presented in a separate section.

It provides a comprehensive analysis of the industry structure and developments, prevailing global and domestic economic conditions, market trends, opportunities and challenges, risks and concerns, outlook for the industry, and the operational and financial performance of the Company during the year under review. The report also highlights key business developments, strategic initiatives, internal control systems and their adequacy, and other significant factors influencing the Company's performance and future growth prospects

Corporate Governance

Your Company remains committed to upholding the highest standards of Corporate Governance and business ethics, with a strong emphasis on transparency, accountability, integrity, fairness, and sustainable value creation for all stakeholders. The Company continuously endeavors to adopt and implement best governance practices and complies with the applicable provisions of the Act read with rules made thereunder, the Listing Regulations and other applicable laws and regulatory requirements.

In accordance with Regulation 34(3) read with Part C of Schedule V of the Listing Regulations, a detailed Report on Corporate Governance, setting out the governance framework, policies, practices, composition of the Board and its Committees, and the Company's compliance with the applicable governance requirements, forms an integral part of this Annual Report.

A certificate from M/s. K.N. Gutgutia & Co., Chartered Accountants (Firm Registration No. 304153E), Statutory Auditors of the Company confirming compliance with the conditions of Corporate Governance as stipulated under the Listing Regulations is annexed to and forms part of the Report on Corporate Governance.

Change in Nature of Business, if any

There was no change in the nature of business of the company during the financial year ended March 31, 2026.

Directors' Responsibility Statement

Pursuant to the provisions of Section 134 (3) (c) read with Section 134(5) of the Act, the Board of Directors of your Company hereby state and confirm that:

a) In the preparation of the annual accounts for the financial year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) The selected accounting policies have been applied consistently and the judgments and estimates made 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 of the profit of the company for that period;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d) The annual accounts have been prepared on a going concern basis;

e) Internal Financial Controls laid down in the company are adequate and are operating effectively; and

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

Board of Directors and Key Managerial Personnel

As on March 31, 2026, the Board comprised of six Directors including one woman Director. The Board has an appropriate mix of Executive Directors ('EDs'), Non-Executive Directors ('NEDs') and Independent Directors ('IDs'), which is compliant with the Act, Listing Regulations, and is also aligned with the best practices of Corporate Governance, the details of which are elaborated in the Corporate Governance Report annexed to this Report.

Changes in Board of Directors and Key Managerial Personnel

During the financial year 2025-26, the following changes were made in the Board of Directors and Key Managerial Personnel:

- Mr. M.L. Birmiwala, Company Secretary & Compliance Officer of the Company (designated as President – Finance & Secretary) retired from the said position with effect from the close of business hours on January 31, 2026, pursuant to his reaching the age of superannuation i.e. 76 years. The said retirement was noted by the members of Nomination and Remuneration Committee and Board of Directors at their meeting held on February 13, 2026. The Board of Directors placed on record their appreciation for the valuable services rendered and significant contributions made by Mr. M.L. Birmiwala during his long association with the Company.

- Post financial year 2025-26, the Board of Directors of the Company, at their meeting held on April 24, 2026, based on the recommendation of the Nomination and Remuneration Committee, have approved the appointment of Ms. Neha Kejriwal (Membership No. F12381) as the Company Secretary and Compliance Officer designated as a Key Managerial Personnel (KMP) of the Company pursuant to the applicable provisions of the Act read with rules made thereunder and the Listing Regulations.

- Post financial year 2025-26, pursuant to the recommendations of Nomination and Remuneration Committee and Audit Committee, the Board of Directors of the Company at their meeting held on July 21, 2026, have approved the re-appointment of Mr. Raghavendra Anant Mody (DIN: 03158072) as the Chairman & Whole Time Director of the Company for a further period of three years with effect from October 03, 2026 to October 02, 2029 (both days inclusive) subject to the approval of members of the Company at the ensuing 66th AGM of the Company. The resolution for his appointment has been included in the 66th AGM Notice of the Company for approval of members of the Company.

Your company is in full compliance of the Listing Regulations and the Act read with rules made thereunder with regard to the composition of Board of Directors.

Retirement by Rotation and Subsequent Re-Appointment

In accordance with the provisions of Section 152(6) (c) of the Act, Mr. Deepak Kejriwal (DIN: 07442554) is liable to retire by rotation at the Sixty-Sixth AGM of the Company and being eligible, offers himself for re-appointment. The Board recommends his re-appointment as Director.

Key Managerial Personnel

As on March 31, 2026, the Company has following Key Managerial Personnel in compliance with the provisions of Section 203 of the Act.

Mr. Raghavendra Anant Mody	Chairman & Whole-time Director
Mr. Deepak Kejriwal	Managing Director
Mr. Shailendra Jhalani	Chief Financial Officer

Declaration from the Independent Directors

The Company has, inter alia, received the following declarations from all the Independent Directors pursuant to the provisions of Section 149 (7) of the Act, read with the Rules made thereunder and Regulation 25(8) of the Listing Regulations confirming that:

- they meet the criteria of independence as prescribed under Section 149 (6) of the Act read with the Rules made thereunder and Regulation 16(1) (b) of the Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company;

- they have complied with the Code for Independent Directors prescribed under Schedule IV to the Act; and

- they have registered themselves with the Independent Director's Database maintained by the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

In the opinion of the Board, all Independent Directors possess requisite qualifications, experience, expertise and hold highest standards of integrity required to discharge their duties with an objective independent judgment and without any external influence and that they are independent of the management.

Policy on Appointment and Remuneration

Pursuant to the provisions of Section 178 of the Act and the applicable provisions of the Listing Regulations, the Company has in place a Nomination and Remuneration Policy which lays down the criteria for appointment, qualifications, positive attributes, independence of Directors, and the framework for remuneration of Directors, Key Managerial Personnel ("KMP"), Senior Management Personnel and other employees of the Company.

The Nomination and Remuneration Policy is reviewed periodically by the Nomination and Remuneration Committee and the Board to ensure compliance with the applicable statutory and regulatory requirements. No changes were made to the said Policy during Financial Year 2025-26.

The Nomination & Remuneration Policy of the Company is available on the website of the company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14.

Board Diversity

The Company recognizes that an appropriately diverse Board is essential for achieving sustainable growth, enhancing corporate governance standards and effectively addressing the opportunities and challenges arising from an evolving business environment. A diverse Board brings together a broad range of perspectives, skills, expertise, industry experience, gender, age, educational background, cultural and geographical diversity, thereby enabling balanced decision-making and effective oversight. The Company has adopted a Board Diversity Policy which sets out its approach to maintaining an appropriate balance of skills, experience, knowledge, independence, gender and other diversity attributes in the composition of the Board. The Policy is aimed at ensuring that the Board continues to possess the requisite competencies and diversity necessary to effectively discharge its duties and responsibilities.

The policy is available on the website of the Company on https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

Meetings of the Board

The meetings of the Board are held at regular intervals to discuss and decide on matters of business performance, policies, strategies and other matters of significance. The agenda of the meetings is circulated in advance, to ensure proper planning and effective participation. In certain exigencies, decisions of the Board are also accorded through circulation.

During the financial year 2025-26, the Board met seven times. For further details, please refer to the report on Corporate Governance which forms a part of this Annual Report. The quorum was present for all the meetings. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Act, read with rules made thereunder.

Committees of the Board

Currently, the Company has four Board level Committees: Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee .

In addition to the above statutory committees, the Board has also constituted the Borrowing Committee and Investment & Guarantee Committee to facilitate expeditious decision-making on matters delegated by the Board of Directors of the Company.

Detailed information regarding the composition of the Committees, their terms of reference, meetings held during the financial year and attendance of members thereat is provided in the Report on Corporate Governance, which forms an integral part of this Annual Report.

Audit Committee

The Board has constituted an Audit Committee that performs the roles and functions mandated under the Act and the Listing Regulations and other matters as prescribed by the Board from time to time. During the year under review, all recommendations of the Audit Committee were accepted by the Board.

Audit & Auditors

Statutory Auditors

In terms of the provisions of Section 139 of the Act read with the Companies (Audit & Auditors) Rules, 2014 and on the recommendation of Audit Committee and Board of Directors, M/s. K.N. Gutgutia & Co., Chartered Accountants (Firm Registration No. 304153E) were re-appointed as Statutory Auditors of the Company at the Sixty-Second AGM of the Company held on September 27, 2022, for a second term of five consecutive years from the conclusion of Sixty-Second AGM till the conclusion of Sixty-Seventh AGM of the Company. The Report given by M/s. K.N. Gutgutia & Co., Chartered Accountants, on the financial statements of the Company for the FY 2025-26 is a part of this Annual Report.

M/s. K.N. Gutgutia & Co., Chartered Accountants, Statutory Auditors, has issued an unmodified opinion on the financial statements of the Company. There are no qualifications, reservations or adverse remarks or disclaimer made by the Auditors, in their report for the financial year ended March 31, 2026. Pursuant to provisions of the Section 143(12) of the Act, the Statutory Auditors have not reported any instance of fraud during the year under review. The Auditors' Report, read with the relevant notes to accounts are self-explanatory and therefore does not require further explanation.

Cost Records and Cost Audit

In terms of provisions of Section 148 of the Act read with the Companies (Accounts) Rules, 2014, the Company is required to maintain the Cost records and undergo Cost Audit. As per the requirements of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company has maintained cost accounts and records. M/s. J.K. Kabra & Co., Cost Accountants (Firm Registration No. 000009) were appointed as the Cost Auditors to conduct Cost Audit for the Financial Year 2025-26.

The Cost Audit Report for the financial year 2025-26 does not contain any qualification, reservation, or adverse remark.

During the year under review, the Cost Auditor has not reported any fraud under Section 143(12) of the Act.

Further, the Board of Directors of the Company at their meeting held on July 21, 2026, based on the recommendation made by the Audit Committee, have re-appointed M/s J.K. Kabra & Co., Cost Accountants (Firm Registration No. 000009) as Cost Auditors to conduct the cost audit of the Company for the FY 2026-27 at a remuneration of Rs. 35000/- (Rupees Thirty Five Thousand only). M/s J.K. Kabra & Co., Cost Accountants, being eligible, have consented to act as the Cost Auditors of the Company for the financial year 2026-27 and have confirmed that they are not disqualified under Section 141 of the Act, to be appointed as such and that their appointment is within the limits of Section 139 of the Act.

As per the provisions of the Act, the remuneration payable to the Cost Auditors is required to be placed before the Members in a General Meeting for their ratification. Accordingly, a resolution for ratification of the proposed remuneration payable to M/s J.K. Kabra & Co., Cost Accountants, to conduct the audit of cost records of the Company for the financial year ending March 31, 2027, shall be placed for ratification of the members and shall form a part of the notice of the AGM.

Secretarial Auditors

In terms of Regulation 24A of the Listing Regulations and provisions of Section 204 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and on the recommendation of Audit Committee and Board of Directors, M/s. Manish K & Associates, Practicing Company Secretaries, (Firm Registration No. P2016DE087200, were appointed as the Secretarial Auditors of the Company at the Sixty-Fifth AGM of the Company held on September 30, 2025 for a term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30.

The Secretarial Audit Report of the Company received from M/s. Manish K & Associates, Company Secretaries, for the financial year 2025-26 pursuant to Section 204 of the Act read with Rules made thereunder and Regulation 24A of the Listing Regulations, forms a part of this Annual Report and is annexed as **Annexure-I** to the Board's Report. The Secretarial Audit Report for the financial year 2025-26 does not contain any qualification, reservation or adverse remark. During the year under review, the Secretarial Auditor has not reported any instance of fraud under Section 143(12) of the Act.

Internal Audit and Internal Financial Controls

The Company has a comprehensive framework for internal financial controls that integrates internal audit. The internal control environment is supported by outsourced audit team.

Each quarter, the audit committee reviews significant audit observations together with the status of remediation actions. The Internal Auditor reports functionally to the Audit Committee and administratively to the Chief Financial Officer and participates in meetings of the Audit Committee.

The Company has established and maintains an adequate and effective system of internal financial controls commensurate with the size, scale and complexity of its operations. The internal control framework is designed to provide reasonable assurance regarding the safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, operational efficiency, compliance with applicable laws and regulations, and the timely preparation of reliable financial information.

The Internal Auditor conducts periodic audits to evaluate the adequacy and effectiveness of the internal control environment, risk management processes and governance mechanisms. The observations and recommendations arising from such audits are reviewed by the management and periodically placed before the Audit Committee, which monitors the implementation of corrective actions and continuous improvement measures.

The Audit Committee regularly reviews the adequacy and effectiveness of the internal financial controls and internal audit function. Based on such reviews, the Board is of the opinion that the Company has adequate internal financial controls and that such controls were operating effectively during the financial year under review.

The Company continues to strengthen its internal control framework and processes to ensure robust governance, operational efficiency and compliance with applicable statutory and regulatory requirements.

Material Changes and Commitments

There are no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the Financial Year ended on March 31, 2026 and as on the date of this Report.

Board Evaluation

Pursuant to the applicable provisions of the Act read with rules made thereunder and Regulation 17 of the Listing Regulations, the Board has carried out the evaluation of its own performance and that of its Committees as well as evaluation of performance of the individual directors. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report attached to this Report.

Corporate Social Responsibility (CSR)

In compliance with the provisions of Section 135 of the Act, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has in place a Corporate Social Responsibility Policy ("CSR Policy"), which sets out the guiding principles, governance framework and focus areas for undertaking CSR activities. The CSR Policy has been approved by the Board of Directors and is periodically reviewed by the CSR Committee to ensure its continued relevance and alignment with the Company's CSR objectives and statutory requirements.

The Annual Report on CSR containing the disclosures prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014 forms part of this Board's Report and is annexed hereto as **Annexure II**.

The CSR Policy is available on the website of the company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

The information required to be disclosed pursuant to Section 134(3)(m) of the Act, read with Rule 8(3) of the Companies (Accounts) Rules, 2014, relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, is provided in **Annexure III** to this Board's Report and forms an integral part hereof.

Vigil Mechanism and Whistle Blower Policy

Pursuant to the provisions of Section 177(9) and 177(10) of the Act, Regulation 22 of the Listing Regulations and Regulation 9A of the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has established a robust Vigil Mechanism and Whistle Blower Policy for its Directors, employees and other stakeholders to report genuine concerns.

The Audit Committee periodically reviews the functioning and effectiveness of the Vigil Mechanism to ensure that concerns, if any, are addressed in a fair, transparent and timely manner.

The Whistle Blower Policy is available on the website of the company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

During the Financial Year 2025-26, no complaint was received under the Vigil Mechanism/Whistle Blower Policy.

Related Party Transactions

In line with the requirements of the Act read with rules made thereunder and the Listing Regulations, your Company has formulated a Policy on Related Party Transactions which is also available on the Company's website at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

All related party transactions that were entered into during the financial year 2025-26, were on an arm's length basis and in the ordinary course of business.

There are no material related party transactions made by the company during the year that required shareholders' approval under Section 188 of the Act read with the rules made thereunder.

All the Related Party Transactions and subsequent material modifications, if any, are placed before the Audit Committee on quarterly basis for its review and approval and are in accordance with the Policy on Related Party Transactions, formulated by the Company. Prior omnibus approval is obtained for Related Party Transactions on yearly basis for transactions which are of repetitive nature and/or entered in the ordinary course of business and are at arm's length.

The details of the transactions with related parties during the financial year 2025-26 are provided in the accompanying financial statements.

The details of contracts / arrangements / transactions with related party as required under Section 134(3)(h) of the Act, in Form AOC-2 forms a part of this report and is annexed as **Annexure-IV** to the Board's report.

Pursuant to Regulation 23(9) of the Listing Regulations, your Company has filed the reports on related party transactions with the Stock Exchange.

Particulars of Loans, Guarantees, Investments and Securities

Pursuant to the provisions of Section 186 of the Act, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Para A of Schedule V of the Listing Regulations, particulars of loans granted, guarantees provided, securities given and investments made by the Company during the Financial Year 2025-26, are disclosed in the Notes forming part of the Financial Statements forming part of this Annual Report.

Risk Management

Risk Management has always been an integral part of the Company. The Company focus on a system-based approach to manage risk. The Company continues to strength its comprehensive system to promptly identify risks, assess their materiality and take measures to minimize their likelihood and losses.

Accordingly, raw material pricing risks, commodity risks and currency fluctuation risk are effectively managed by proficient and capable team. It also has appropriate checks and balances in place and aims to minimize the adverse impact of these risks on its operations.

The Internal Audit Reports are reviewed by the Audit Committee.

Prevention of Sexual Harassment at Workplace

Pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your Company has constituted Internal Complaints Committee to redress the complaints of sexual harassment and has a policy and framework for employees to report sexual harassment cases at workplace. During the year under review, no complaint/ case was received or pending for redressal.

Compliance with Applicable Provisions of Maternity Benefits Act, 1961

The Company has duly complied with the provisions relating to Maternity Benefits Act, 1961, and the rules framed thereunder for the year ended March 31, 2026.

Transfer of Unpaid and Unclaimed Amount to Investor Education and Protection Fund

Pursuant to the provisions of Section 124(5) of the Act, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all dividends which remains unpaid or unclaimed for a period of seven years from the date of their transfer to the unpaid dividend account are required to be transferred by the Company to the "IEPF", established by the Central Government.

Further, pursuant to the provisions of Section 124(6) of the Act read with the Rules and subsequent amendments thereto, all the shares in respect of which dividend has remained unclaimed/unpaid for seven consecutive years or more shall also be transferred in favour of the Demat account of IEPF Authority.

During the year under review, the Company has transferred unpaid and unclaimed dividends of Rs. 15,686/- for the financial year 2017-18 to the IEPF Authority and 2,405 corresponding equity shares of Rs. 10/- each (post sub-division/split, these shares become 12,025 equity shares of Rs. 2/- each) on which dividends were unclaimed for seven consecutive years were transferred to the Demat Account of IEPF Authority as per requirements of the IEPF Rules.

Details of shares/shareholders in respect of which dividend has not been claimed, are provided on our website and can be accessed at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=16. The shareholders are therefore encouraged to verify their records and claim their dividends from the IEPF Authority.

Compliance with Secretarial Standards of Institute of Company Secretaries of India

The Company is in compliance with the applicable provisions of Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

Annual Return

Pursuant to the provisions of Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return of the Company as on March 31, 2026, in the prescribed form is available on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=32

Particulars of Employees and Related Disclosures

Disclosures with respect to the remuneration of Directors and employees as required under Section 197 of the Act, read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this report as **Annexure-V**. A statement containing, inter alia, the names of top ten employees in terms of remuneration drawn is provided as part of the Annexure.

In accordance with the provisions of Section 197 (12) of the Act read with Rules 5 (2) and 5 (3) of the Rules, a statement showing the names and other particulars of Employees drawing remuneration in excess of the limits set out in the aforesaid Rules forms part of this Report. However, in line with the provisions of section 136 (1) of this Act, the Annual Reports and Accounts are being sent to the members of the Company excluding the said Annexure. The said information is available for inspection through electronic mode. Any member who is interested in obtaining these particulars may write at investors@hindusthan.co.in.

Other Disclosures

- During the financial year under review, by the approval of the Board of Directors, at their meeting held on December 29, 2025 and the Members of the Company, through Postal Ballot dated February 05,2026, and upon receipt of the requisite approvals from the Registrar of Companies, Ministry of Corporate Affairs, the name of the Company has been changed from "Hindusthan Urban Infrastructure Limited" to "Hindusthan Insulators & Industries Limited". Consequent upon the issuance of a fresh Certificate of Incorporation by the Registrar of Companies, the new name has become effective from February 13, 2026. The change in name is reflective of the Company's evolving business focus and strategic direction, while there has been no change in the legal status or constitution of the Company.

No Disclosure or Reporting is made with Respect to the following items, as there were no transactions during FY 2025-26:

- The issue of equity shares with differential rights as to dividend, voting or otherwise;
- Issue of equity shares (including sweat equity shares) or stock options to employees of the Company under any scheme;
- In terms of the provisions of Section 73 of the Act read with the relevant Rules made thereunder, the Company had no opening or closing balances and also has not accepted any deposits during the financial year under review and as such, no amount of principal or interest was outstanding as on March 31, 2026;
- There were no fraud under Section 143 (12) of the Act reported by the Auditors to the Audit Committee or the Board or Central Government;
- The Company did not have any scheme or provision of money for the purchase of its own shares by employees or by trustees for the benefits of employees;

- There were no proceedings pending under the Insolvency and Bankruptcy Code, 2016;
- There was no instance of one-time settlement with any Bank or Financial Institution;
- Executive Directors of the Company have not received any remuneration or commission from any of its subsidiaries;
- There were no revision in the financial statements;
- There are no significant or material orders passed by the regulators or courts or tribunals which impact the going concern status of the Company and its operations in future;
- The Company has not made any downstream investments during the year under review;
- There was no instance wherein the Company failed to implement any corporate action within the statutory time limit; and
- The Company has not made any political party contribution under section 182 of the Act.

Acknowledgement

Your Directors wish to place on record their sincere appreciation and gratitude for the continued support, cooperation and guidance received from the Central and State Governments, regulatory authorities, financial institutions, banks, customers, vendors, business associates and other stakeholders during the financial year under review. The Board also expresses its appreciation to the shareholders for their continued confidence and trust in the Company.

The Directors further recognize and appreciate the unwavering support and guidance provided by the Company's stakeholders and look forward to their continued cooperation in the years ahead as the Company strives to achieve sustainable growth and create long-term value for all its stakeholders.

For and on behalf of the Board of Directors
Sd/-
(Raghavendra Anant Mody)
Chairman & Whole Time Director
DIN: 03158072

Place: New Delhi
Date: July 30, 2026

Annexure- I

Form MR-3

Secretarial Audit Report

For The Financial Year Ended 31st March, 2026

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and remuneration of managerial Personnel) Rules, 2014]

To,
The Members,
Hindusthan Insulators & Industries Limited
(Formerly- Hindusthan Urban Infrastructure Limited)
Kanchenjunga Seventh Floor 18, Barakhamba Road,
G.P.O., New Delhi - 110001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Hindusthan Insulators & Industries Limited (formerly Hindusthan Urban Infrastructure Limited) having CIN: L31300DL1959PLC003141 (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 my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026, and made available to me, according to the provisions of:

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

ii. The Securities Contract (Regulation)Act, 1956 (SCRA) and the rules made thereunder;

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

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowings;

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, 1992;

   c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

   d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

   e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

   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. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

   h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

vi. The Labor and other general laws , For the compliances of Labor Laws & other General Laws, our examination and reporting is limited based on the documents, records and files as produced and shown to us and the information and explanations as provided to us, by the officers and management of the Company and to the best of our judgment and understanding of the applicability of the different enactments upon the Company, in our opinion there are adequate systems and processes exist in the Company to monitor and ensure compliance with applicable General laws and Labor Laws.

vii. The Company is engaged in the business of manufacture, buy, sell exchange, alter, improve, prepare for market, import, export or otherwise deal in to manufacture, buy, sell, exchange, import, export and deal in all kinds of electrical conductors, insulators, wires, cables and allied electrical products and components

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

1. Secretarial Standard issued by Institute of Company Secretaries of India (ICSI).
2. The Listing Agreement entered into by the Company with Bombay Stock Exchange.

We further report that, the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records, books of accounts and the back-up of the books of accounts and other books and papers of the Company which are maintained in the electronic formats and their physical servers located in India are maintained by the management of the Company and have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors, and other designated professionals.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, guidelines, standards, etc. mentioned above.

We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There are no changes in the composition of the Board of Directors that took place during the period under review.

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, 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.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that, based on the information provided and the representation made by the Company and also on the review of the compliance certificates / reports taken on record by the Board of Directors of the Company, in my opinion 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 guideline.

We report further that, during the audit period, there is no specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc. which may have any major bearing on the Company's affairs.

For Manish K & Associates
Company Secretaries
Firm Registration number P2016DE087200
Peer Review Certificate No. 2853/2022

CS Vinita Rani
Partner
Membership No. : A38662 C.P No.: 14678
UDIN: A038662H000756203

Place: New Delhi
Date: 06th July, 2026
This report is to be read with Annexure- I, which forms an integral part of this report.

Annexure - I

To,
The Members,
Hindusthan Insulators & Industries Limited
(Formerly- Hindusthan Urban Infrastructure Limited)
Kanchenjunga Seventh Floor 18, Barakhamba
Road, G.P.O., New Delhi, India, 110001

My report is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and their backup server in India.
4. Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For Manish K & Associates
Company Secretaries
Firm Registration number P2016DE087200
Peer Review Certificate No. 2853/2022

CS Vinita Rani
Partner
Membership No. : A38662 C.P No.: 14678
UDIN: A038662H000756203

Place: New Delhi
Date: 06th July, 2026

Annexure- II

Annual Report on Corporate Social Responsibility (CSR) Activities for the Financial Year 2025-26

1. Brief outline on CSR Policy of the Company

The Company believes in undertaking business in a way that will lead to overall development of all stakeholders and society. The Company ensures that all its stakeholders, including customers, shareholders, employees, business partners and the national community, are cared for. We work towards protecting the environment, as well as continually improving and enhancing the quality of life of individuals and communities.

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Raghavendra Anant Mody	Chairman	1	1
2.	Mr. Ratan Lal Nangalia	Member	1	1
3.	Ms. Deepika Agrawal	Member	1	1

3. The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

Composition of CSR Committee:

https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=18

CSR Policy:

https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

CSR Projects:

Not Applicable

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

5. (a) **Average net profit of the company as per sub-section (5) of section 135 -**Rs. (2093.40) Lakhs
   (b) **Two percent of average net profit of the company as per sub-section (5) of section 135-**Rs. (41.86) Lakhs
   (c) **Surplus arising out of the CSR Projects or programmes or activities of the previous financial years-** NIL
   (d) **Amount required to be set-off for the financial year, if any-** NIL
   (e) **Total CSR obligation for the financial year [(b)+ (c)-(d)]-** NIL

6. (a) **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)-**NA
   (b) **Amount spent in Administrative overheads-**NA
   (c) **Amount spent on Impact Assessment, if applicable-** NA
   (d) **Total amount spent for the Financial Year [(a)+(b)+(c)]-** NA
   (e) **CSR amount spent or unspent for the Financial Year:**

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

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

S.N.	Particulars	Amount (Rs. In Lakhs)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per section 135(5)	(41.86)
(ii)	Total amount spent for the Financial Year	-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

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

(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
S.N.	Preceding Financial Year	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Amount spent in the Financial Year (in Rs.)	Amount transferred to a fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs.)	Deficiency (if any)
					Amount	Date of transfer.		
1.	FY 2024-25							
2.	FY 2023-24				NIL			
3.	FY 2022-23							

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

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

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

S.N.	Short particulars of the property or asset(s) [including complete address and location of the property	PIN code of the property or asset(s)	Date of creation	Amount of CSR amount spent - (K in crore)	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

9. Reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135- Not Applicable

For and on behalf of the Board of Directors
Sd/-
(Raghavendra Anant Mody)
Chairman, Corporate Social Responsibility Committee
DIN: 03158072

Place: New Delhi
Date: July 30, 2026

Annexure- III

Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo etc:

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are provided hereunder:

(A) Conservation of Energy

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

The Company continues to focus on energy conservation and efficient utilization of resources in its manufacturing operations. Various energy conservation measures undertaken during the year include:

- Continuous monitoring and optimization of power consumption across manufacturing processes.
- Improved operational efficiency resulting in lower energy consumption
- Preventive maintenance of electrical equipment and machinery to reduce energy losses.

During the year, the Company consumed approximately 45.47% of its total power requirement through solar energy, resulting in substantial energy cost savings and reduction in carbon emissions.

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

The Company has adopted solar energy as a major renewable energy source for its manufacturing operations. During FY 2025-26, approximately 79.60 lakh units of power were sourced through solar energy.

Further, the Company is evaluating additional renewable energy procurement under hybrid renewable power arrangements comprising solar and wind energy. The Company is also planning further investments in renewable energy sources to reduce dependence on conventional electricity and improve sustainability.

(iii) Details of the capital investment on energy conservation equipments:

The Company continues to invest in energy-efficient equipment, electrical infrastructure and process improvements for optimizing energy consumption.

Further, the Company has approved implementation of a 5 MW rooftop solar power project at its manufacturing facility which is expected to significantly reduce power costs and improve energy sustainability.

(B) Technology Absorption

(i) The efforts made towards technology absorption:

The Company continues to focus on modernization of manufacturing processes, quality improvement initiatives and operational excellence. Efforts undertaken during the year include:

- Continuous improvement in porcelain insulator manufacturing technology.
- Process optimization for improving kiln productivity and product quality.
- Strengthening quality assurance systems and testing facilities.
- Adoption of improved production planning and monitoring systems.

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

The above initiatives have resulted in:

- Improved product quality and consistency.
- Enhanced production efficiency and capacity utilization.
- Reduction in manufacturing losses and process wastage.
- Improved customer satisfaction through timely deliveries.
- Strengthened competitiveness in domestic and export markets.

(iii) Information regarding imported technology (imported during last three financial years)

(a)	The details of technology imported	No technology was imported by the Company during the last three financial years.
(b)	The year of import	NA
(c)	Whether the technology has been fully absorbed	NA
(d)	If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NA

(iv) The expenditure incurred on Research and Development:

The Company undertakes continuous product and process improvement activities through its technical and quality departments. No separate expenditure on Research & Development requiring disclosure was incurred during the year.

(C) Foreign Exchange Earnings and Outgo

Particulars	Rs. (in Lakhs) FY 2025-26
Foreign Exchange earned in terms of actual inflows	2887.67
Foreign Exchange outgo in terms of actual outflows	1756.07

For and on behalf of the Board of Directors
Sd/-
(Raghavendra Anant Mody)
Chairman & Whole-time Director
DIN: 03158072

Place: New Delhi
Date: July 30, 2026

Annexure- IV

Form No. AOC-2

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

This Form pertains to the 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 fourth proviso thereto.

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

2 **Details of material contracts or arrangement or transactions at arm's length basis for the Financial Year ended March 31, 2026 are as follows**

Name of the Related Party and Nature of Relationship	Nature of Contracts/ arrangements/ transactions	Duration of Contracts Contracts/ arrangements/ transactions	Salient terms of the Contracts or arrangements or transactions including the value, if any*	Date(s) of approval by the Board, including Committee, if any	Transaction Amount (Rs. In Lakhs)
Mrs. Sanchita Mody-Mother of Mr. Raghavendra Anant Mody, Chairman & Whole-time director of the Company	Appointment to office or place of profit in the Company at a remuneration exceeding Rs. 2,50,000 per month in the capacity of Advisor-Corporate Planning	Continuing till discontinuation of services with the company.	On mutually agreed terms to hold and continue to hold the office or place of profit at a designation of Advisor-Corporate Planning at a maximum remuneration of Rs.90.00 Lakhs.	February 12, 2025*	90.00

*Appropriate approvals have been taken for related party transactions.

For and on behalf of the Board of Directors
Sd/-
(Raghavendra Anant Mody)
Chairman & Whole-time Director
DIN: 03158072

Place: New Delhi
Date: July 30, 2026

Annexure- V

Particulars Prescribed Under Section 197(12) of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Part-A

(i) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2025-26 is as follows:

Mr. Raghavendra Anant Mody	1: 53
Mr. Deepak Kejriwal	1:25

ii) Details of percentage increase in remuneration of each director, Chief Financial Officer and Company Secretary are as follows:

Name of Director	Increase / (Decrease)
Mr. Raghavendra Anant Mody	13.51%
Mr. Deepak Kejriwal	24.69%
*Ms. Deepika Agrawal	NIL
*Mr. Ratan Lal Nangalia	NIL
*Mr. Shiv Shanker Aggarwal	NIL
Mr. Shyam Sunder Bhuwania	NIL
**Mr. Shailendra Jhalani	NIL
#Mr. M.L. Birmiwala	NIL

*Mr. Ratan Lal Nangalia, Ms. Deepika Agrawal and Mr. Shiv Shanker Aggarwal being the Non-Executive, Independent Directors of the Company were entitled to payment of sitting fees.

**Mr. Shailendra Jhalani was appointed as Chief Financial Officer of the Company with effect from February 12, 2025.

#Mr. M.L. Birmiwala, Company Secretary & Compliance Officer of the Company (designated as President-Finance & Secretary) retired from the said position with effect from January 31, 2026.

(iii) The percentage increase in the median remuneration of employees in the financial year 2025-26:

The percentage increase in the median remuneration of employees in the financial year 2025-26 is around 12.61%.

(iv) The number of permanent employees on the rolls of company

The number of employees on permanent rolls of the company are 333.

(v) 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.

During the financial year 2025–26, the average percentage increase in remuneration for employees other than managerial personnel was 13.67% whereas the average percentage increase in remuneration for managerial personnel was 19.10%. age increases for various categories are granted based on market trends and performance criteria. The increase in managerial remuneration aligns with the recommendations of the Nomination and Remuneration Committee and has been duly approved by the Board and shareholders.

(vi) Affirmation that the remuneration is as per the remuneration policy of the company:

Yes, the remuneration paid to all Key Managerial Personnel was in accordance with remuneration policy adopted by the Company.

For and on behalf of the Board of Directors
Sd/-
(Raghavendra Anant Mody)
Chairman & Whole Time Director
DIN: 03158072

Place: New Delhi
Date: July 30, 2026

Corporate Governance Report

Philosophy on Corporate Governance

Good Corporate Governance emerges from the application of best and sound business practices which ensure that the company operates within the regulatory framework. The adoption of such corporate practices ensures accountability of the persons in charge of the Company and brings benefits to investors, customers, lenders, creditors, employees, other stakeholders and the society at large. The practice of responsible governance has enabled the Company to achieve sustainable growth, while meeting the aspirations of its stakeholders and fulfilling societal expectations.

The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations.

Board of Directors

The Board of Directors have ultimate responsibility for the management, general affairs, direction, performance and long-term success of business as a whole. The composition and size of the Board is reviewed periodically to ensure that the Board is a wholesome blend of Directors with complementary skill-sets. The brief profile of directors of the Company is available on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=19

A. Composition of the Board

The composition of the Board of your Company is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as well as the Companies Act, 2013 ("Act") read with the Rules made thereunder. The Board has an optimal mix of Executive and Non-Executive Directors, comprising Independent Directors who have considerable expertise in their respective fields including competencies required in context of Company's businesses.

As on March 31, 2026, the Board comprised of 6 (six) directors consisting of 1 (one) Promoter Executive Director, 1 (one) Non-Promoter Executive Director, 1(one) Non-Executive Non- Independent Director and 3 (three) Non-Executive Independent Directors including a Woman Director.

The Chairman of your Company is a Promoter & Executive Director and half of the board of directors comprises of Independent Directors.

B. Meetings, Attendance and Other Directorships

During the Financial year 2025-26, the Board of Directors of the Company met 7 (Seven) times on May 28, 2025, June 12, 2025, August 13, 2025, September 01, 2025, November 13, 2025, December 29, 2025 and February 13, 2026. The Board met at least once in every calendar quarter and the interval between two consecutive Board Meetings was well within the maximum allowed gap of 120 days. During the year, the Board also transacted some of the business by passing resolutions by circulation.

Based on intimations/disclosures received from the Directors periodically, none of the Directors is a Director (including any alternate directorships) in more than 10 public limited companies (as specified in section 165 of the Act) and Director in more than 7 listed entities or acts as an Independent Director in more than 7 listed entities or 3 listed entities in case he/she serves as a Whole-time Director/ Managing Director in any listed entity (as specified in Regulation 17A of the Listing Regulations). Further, none of the Directors on the Board is a Member of more than 10 Committees and Chairperson of more than 5 Committees (as specified in Regulation 26 of the Listing Regulations), across all the Indian public limited companies in which he/ she is a Director.

In accordance with Regulation 26(5) of the Listing Regulations, 2015, the Senior Management of your Company has made disclosures to the Board confirming that there are no material financial and commercial transactions between them and the Company which could have potential conflict of interest with the Company at large.

The names of the Directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting (AGM), number of other Companies in which the Director holds Directorship and Committee Chairmanship/Membership as on March 31, 2026 along with other details are given below: -

Name of Directors and DIN	Nature of Directorship	Board Meetings		AGM Attendance	Directorship in other companies*	Committees Membership/ Chairpersonships**		Name of the listed entity where person is Director along with category of Directorships*	Inter-se Relationship with each other
		No. of Board Meetings Held	No. of Board Meetings Attended			Chairperson	Member		
Mr. Raghavendra Anant Mody (DIN:03158072)	Whole-time Director/ Chairman/ Promoter	7	7	No	5	0	1	1 Pradyumna Steels Limited (Non-Executive Promoter Director)	No
Mr. Deepak Kejriwal (DIN:07442554)	Managing Director	7	7	Yes	0	0	0	0	No
Ms. Deepika Agrawal (DIN:09395834)	Non-Executive Independent Director	7	6	Yes	5	1	1	1 Pradyumna Steels Limited (Non-Executive Independent Director)	No
Mr. Ratan Lal Nangalia (DIN:07268034)	Non-Executive Independent Director	7	6	No	0	0	0	0	No
Mr. Shiv Shanker Aggarwal (DIN:07060407)	Non-Executive Independent Director	7	6	Yes	0	0	0	0	No
Mr. Shyam Sunder Bhuwania (DIN:00107171)	Non-Executive Non-Independent Director	7	3	Yes	0	0	0	0	No

* Excludes directorship in private companies, foreign companies, companies incorporated under Section 8 of the Companies Act, 2013 and alternate directorships.

** The Chairpersonship and Membership of Audit Committee and Stakeholders Relationship Committee of public Companies (excluding the Company) have been considered. The details of Committee Memberships provided above do not include Chairpersonship of Committees as the same has been provided separately.

Notes:

As on March 31, 2026, apart from the following Directors, no other Director of the Company holds shares in the Company:

- Mr. Raghavendra Anant Mody, Chairman & Whole Time Director holds 25,535 (0.35%) equity shares of the Company.
- Mr. Deepak Kejriwal, Managing Director holds 25 equity shares of the Company.
- Mr. Shyam Sunder Bhuwania, Non-Executive- Non Independent Director holds 350 equity shares of the Company.

C. Key Board Skills, Expertise and Competencies

The Board of Directors of the Company represents the following core skills, expertise and competencies:

Skills, Expertise and Competencies	Description
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 the Company.
Risk and Compliance	Ability to identify key risks to the Company in a wide range of areas including legal and regulatory compliance.
Financial Management and Accounting	Comprehensive understanding of financial accounting, reporting and controls and analysis.
Sales, Marketing & Brand building	Experience in developing strategies to grow sales and market share, build brand awareness and equity.
Board service and Governance	Service on a public company board to develop insights about maintaining board and management accountability, protecting shareholders interest.
Knowledge and expertise of Trade and economic policies	Possessing knowledge and expertise of various trade and economic policies, ability to analyse their impact on the business of the Company and devise revised strategies.

Skill and its description	Mr. Raghavendra Anant Mody	Mr. Deepak Kejriwal	Ms. Deepika Agrawal	Mr. Ratan Lal Nangalia	Mr. Shiv Shanker Aggarwal	Mr. Shyam Sunder Bhuwania
Strategy and planning	Yes	Yes	Yes	Yes	Yes	Yes
Risk and Compliance	Yes	Yes	Yes	Yes	Yes	Yes
Financial Management and Accounting	Yes	Yes	Yes	Yes	Yes	Yes
Sales, Marketing & Brand building	Yes	Yes	Yes	Yes	Yes	Yes
Board service and Governance	Yes	Yes	Yes	Yes	Yes	Yes
Knowledge and expertise of Trade and economic policies	Yes	Yes	Yes	Yes	Yes	Yes

D. Information Flow to the Board Members

A detailed Agenda, setting out the business to be transacted at the Meeting(s), supported by detailed Notes to the Agenda, is sent to each Director at least seven days before the date of the Board Meeting(s) and each Committee Meeting(s) except where Meeting(s) have been convened at a shorter notice to transact urgent business.

Apart from any specific matter, the Board periodically reviews routine business items which includes approval of financial results along with Auditors Review Report, operational performance of the Company, minutes of committee meetings, quarterly corporate governance report, statement of investor complaints, shareholding pattern, compliance report on all laws applicable to the Company, annual financial statements, annual budget, capital expenditure and other matters placed before the Board pursuant to Regulation 17(7) Part A of Schedule II of Listing Regulations.

Video Conferencing facilities are provided to enable Director(s) who are unable to attend the Meeting(s) in person, to participate in the Meeting.

To enable the Board to discharge its responsibilities effectively and take informed decisions, the Managing Director and Chief Financial Officer apprise the Board at every Meeting of the overall performance of your Company.

Regular inputs and feedback of Board Members are taken and considered while preparing the Agenda and related documents for the Board and Committee Meetings. Apart from Board Members and the Company Secretary, the Board and Committee Meeting(s) are also attended by the Chief Financial Officer. Senior Management Personnel and functional heads are invited to provide additional insights and clarifications on the items being discussed at the Board or Committee meetings.

The Company Secretary plays a key role in ensuring that the Board (including Committees thereof) procedures are followed and regularly reviewed. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements, to provide guidance to Directors, to facilitate convening of Meetings and acts as interface between the Management and Regulatory Authorities for Governance related matters of the Company.

E. Independent Directors

All the Independent Directors have provided an annual confirmation that they meet the criteria of Independence as mentioned in Regulation 16(1)(b) of the Listing Regulations and section 149(6) of the Act. Based on the confirmations/ disclosures received from the Independent Directors, the Board of Directors of the Company is of the opinion that the Independent Directors fulfil the conditions specified under the Act, read with rules made thereunder and the Listing Regulations and are Independent of the Management.

The Independent Directors are appointed by the Members of the Company and letter of appointment is issued to them as per Schedule IV of the Companies Act, 2013. The terms and conditions of appointment of Independent Directors are disclosed on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=40

Meetings of Independent Directors

Regulation 25(3) of the Listing Regulations, Schedule IV of the Companies Act, 2013 and Secretarial Standard - 1 on Meetings of the Board of Directors mandates that the Independent Directors of the Company shall hold at least one meeting in a year, without the attendance of Non-Independent Directors.

During the financial year 2025-26, the Independent Directors met on February 13, 2026. They discussed and reviewed performance of Non-Independent Directors, the Board of Directors as a whole, Chairman of the Company and assessed the quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board of Directors to effectively and reasonably perform their duties. In addition to formal meetings, interactions outside the Board Meetings also take place between the Chairman and Independent Directors.

Resignation of Independent Director(S)

During the year under review, none of the Independent Directors of the Company had resigned before the expiry of their respective tenure(s).

F. Familiarisation Programme

As required under Regulation 34(3) read with Schedule V of Listing Regulations, the company regularly familiarises independent directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company etc.

The familiarisation programmes include periodic presentations and updates on business (achievements/ new products/expansion/strategy/budgets), industry, operations, technology & financial statements of the Company in Board/Committee meetings. Directors are provided with all the relevant documents, reports and internal policies to enable them to familiarise with the Company's procedures and practices; its operations and the industry in which it operates. Directors are updated on relevant regulatory changes and new developments from time to time.

The details of such familiarisation programme are disclosed on the website of the company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=40

G. Performance Evaluation

Pursuant to the provisions of the Act and the Listing Regulations the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Board Committees. Further, the Independent Directors at its separate meeting evaluated performance of Chairman, Non-Independent Directors, Committees and Board as a whole. The exercise was carried out through a structured evaluation process covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, leadership attribute of directors through vision and values, strategic thinking and decision making, adequacy of business strategy etc. The performance evaluation of the Independent Directors was done by the entire Board excluding the Directors being evaluated. The Board of Directors of the Company expressed their satisfaction with the evaluation process.

Overview of Evaluation Framework and Evaluation Criteria

S.N.	Category	Criteria
1.	Board of Directors	Evaluation by the Board on parameters such as Structure & Composition, Meetings, Role & Accountability and Management Oversight, Risk Management, Development, Culture & Communication, Stakeholder value and responsibility etc.
2.	Board Committees	Evaluation by the Board on parameters such as Structure and composition, Functions and Duties, Management Relations and Committee Meetings and Procedures etc.
3.	Individual Directors	Evaluation by the Board on various criteria such as Knowledge and Skill, Participation at Meetings, Managing Relationships, Leadership Attribute, Competence and Diligence, Independence etc.
4.	Chairman	Evaluation by the Board on various criteria such as Managing Relationships, Leadership, Competence and Diligence etc.

H. Remuneration of Directors

The Company has adopted a Policy on Diversity of Board of Directors as required under Regulation 19 read with Part D of Schedule II of the Listing Regulations, which guides the organization's approach to diversity in the composition of the Board and is available on the Company's website at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

Your Company has a well-defined Policy for Remuneration of the Directors, Key Managerial Personnel and Senior Management Personnel. The details of Company's Remuneration Policy for Directors, Key Managerial Personnel and Senior Management are given in the Board's Report.

The Remuneration Policy of the Company is available on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

The Remuneration Policy of the Company is to ensure that Directors, Company's Senior Management including Key Managerial Personnel are rewarded in a fair and reasonable manner, for their individual contributions to the success of the Company and are provided with appropriate incentives to encourage enhanced performance.

The remuneration paid to the Directors, Company's Senior Management including Key Managerial Personnel is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors. Remuneration payable to Executive Directors is subject to the subsequent approval by the shareholders at the General Meeting and such other authorities, as required. The elements of remuneration package of Executive Directors include salary, benefits, pension, etc.

The Non-Executive Directors are paid remuneration in the form of sitting fees for attending the meetings of the Board of Directors or any Committee thereof, as approved by the Board of Directors.

The Independent Directors are paid Rs. 20,000/- (Rupees Twenty Thousand only) as sitting fee for attending every meeting of the Board and Rs. 10,000/- (Rupees Ten Thousand only) for attending the Committee Meetings held during the year.

During the Financial Year 2025-26, the Non-Executive Directors did not have any material pecuniary relationship or transactions with the Company other than those mentioned in the Notes of the Standalone Financial Statements.

The details of the Remuneration (including allowances and perquisites) paid to the Directors of the company for the financial year 2025-2026 are as follows:

(Amounts in Rs.)

Name of the Directors	Category of Director	Basic Salary	Allowance & Perquisites	Variable Pay	Sitting Fees	Commission	Total
Mr. Raghavendra Anant Mody	Chairman & Whole-time Director, Executive Director	90,00,000	90,01,360	-	-	-	1,80,01,360

(Amounts in Rs.)

Name of the Directors	Category of Director	Basic Salary	Allowance & Perquisites	Variable Pay	Sitting Fees	Commission	Total
Mr. Deepak Kejriwal	Managing Director, Executive Director	41,92,608	46,77,392	8,10,000	-	-	96,80,000
Ms. Deepika Agrawal	Non-Executive, Independent Director	-	-	-	2,10,000	-	2,10,000
Mr. Ratan Lal Nangalia	Non-Executive, Independent Director	-	-	-	2,20,000	-	2,20,000
Mr. Shiv Shanker Aggarwal	Non-Executive, Independent Director	-	-	-	2,00,000	-	2,00,000

Notes:

a. The Company has not granted stock options to any of its Directors during the year under review.

b. Notice period applicable to Executive Directors is three months.

c. There is no separate provision for payment of Severance Fees.

d. During the year under review, Mr. Shyam Sunder Bhuwania was paid Rs. 12 Lakhs as the advisory fee for the Professional services rendered by him.

I. Senior Management

Particulars of Senior Management Personnel of the Company are as follows:

S.N.	Name of SMP	Designation
1.	Mr. Shailendra Jhalani	Chief Financial Officer
2.	Ms. Neha Kejriwal*	Company Secretary & Compliance Officer
3.	Mr. M. Rajan	Senior Vice President-Plant (Production Head)
4.	Mr. Ravi Singh	Vice President-Marketing (Marketing Head)
5.	Mr. Vijay Vishal Sharma	Asst. General Manager-Legal (Legal Head)

During the year under review, Mr. M.L. Birmiwala, Company Secretary & Compliance Officer of the Company (designated as President – Finance & Secretary) retired from the said position with the effect from the close of business hours on January 31, 2026, pursuant to his reaching the age of superannuation i.e. 76 years and ceased to be the Senior Management Personnel of the Company.

* Ms. Neha Kejriwal was appointed as the Company Secretary and Compliance Officer designated as a Key Managerial Personnel of the Company with effect from April 24, 2026 and and has been indentified as Senior Management Personnel of the Company.

Committees of the Board

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities as mandated by applicable regulation which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by Members of the Board, as a part of good governance practice. The minutes of the meeting of all Committees are placed before the Board for review. The Board Committees can request special invitees to join the meeting, as appropriate. During the Financial Year 2025-26, all recommendations of the Committees of the Board have been accepted by the Board.

The Board has established the following statutory and non-statutory Committees: -

A. Audit Committee

Composition

The Composition of Audit Committee is as follows as on March 31, 2026:

(a) Ms. Deepika Agrawal, Chairperson

(b) Mr. Deepak Kejriwal, Member

(c) Mr. Ratan Lal Nangalia, Member

(d) Mr. Shiv Shanker Aggarwal, Member

Meeting, Quorum and Attendance

During the Financial year 2025-26, the Audit Committee of the Company met 6 (Six) times on May 28, 2025 , August 13, 2025, September 01, 2025, November 13, 2025, December 29, 2025 and February 13, 2026.

The attendance of the members at Audit Committee meetings held during the financial year 2025-26 are detailed below:

Name of the Members	Designation	Category	No. of Meetings Held	No. of Meetings Attended
Ms. Deepika Agrawal	Chairperson	Non-Executive Independent Director	6	5
Mr. Deepak Kejriwal	Member	Managing Director	6	6
Mr. Ratan Lal Nangalia	Member	Non-Executive Independent Director	6	6
Mr. Shiv Shanker Aggarwal	Member	Non-Executive Independent Director	6	6

The composition, powers, role and terms of reference of the Committee are in accordance with the requirements mandated under Section 177 of the Act, read with the rules made thereunder and Regulation 18 read with Part C of Schedule II of Listing Regulations. Apart from the above, the Committee also carries out such functions/responsibilities as entrusted on it by the Board of Directors from time to time.

Key Terms of Reference of the Committee:

The Committee is authorised to, inter alia, review and monitor the Auditor's independence and performance, scope and effectiveness of audit process, oversight of the Company's financial reporting process and the disclosure of its financial information, review with the management the quarterly and annual financial statements and auditor's report before submission to the Board for approval, select and establish accounting policies, review Reports of the Statutory and the Internal Auditors, review of Non-Audit Services rendered by the Statutory Auditors, to consider and grant prior approval for the related party transactions including material related party transactions in terms of Regulation 23 read with Regulation 2(1)(zb) and Regulation 2(1)(zc) of the Listing Regulations, if any, granting omnibus approvals for related party transactions subject to fulfilment of certain conditions and quarterly reviews thereof, approve transaction(s), if any, of the Company or any Subsidiaries of the Company on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the Company or any Subsidiaries of the Company.

The Committee is also authorised to scrutinise inter-corporate loans and investments, valuation of undertakings or assets of the Company, review the risk assessment and minimisation procedures, evaluate internal financial controls and risk management systems, monitor end use of the funds , if any raised through public offers and related matters, review the utilisation of loans and/ or advances, if any, from/ investment by the Company in the subsidiary companies exceeding Rs. 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances/ investments and verify that the systems for internal control are adequate and are operating effectively. The terms of reference are also in line with the regulatory requirements mandated in the Act and Listing Regulations.

The Committee is also empowered to, inter alia, recommend the remuneration payable to the Statutory Auditors, availing of such other permitted services from the Auditors and to recommend a change in the Auditors, if felt necessary. Further, the Committee is empowered to recommend to the Board, the appointment of Chief Financial Officer, the term of appointment and remuneration of the Cost Auditor, Internal Auditor, etc., review the functioning of the Whistle-blower Policy/ Vigil Mechanism.

The Audit Committee has been granted powers as prescribed under Regulation 18(2)(c) of the Listing Regulations and reviews all the information as prescribed in Part C of Schedule II of the Listing Regulations.

As required under the Secretarial Standard on General Meetings, the Chairperson of the Committee or, in her absence, any other Member of the Committee as authorised by her shall attend the General Meeting of the Company.

B. Nomination and Remuneration Committee

Composition

The Composition of Nomination and Remuneration Committee is as follows as on March 31, 2026:

(a) Ms. Deepika Agrawal, Chairperson

(b) Mr. Ratan Lal Nangalia, Member

(c) Mr. Shiv Shanker Aggarwal, Member

Meeting, Quorum and Attendance

During the Financial year 2025-26, the Nomination and Remuneration Committee of the Company met 2 (two) times on November 13, 2025, and February 13, 2026.

The attendance of the members at Nomination and Remuneration Committee meetings held during the financial year 2025-26 are detailed below:

Name of the Members	Designation	Category	No. of Meetings Held	No. of Meetings Attended
Ms. Deepika Agrawal	Chairperson	Non-Executive Independent Director	2	2
Mr. Ratan Lal Nangalia	Member	Non-Executive Independent Director	2	2
Mr. Shiv Shanker Aggarwal	Member	Non-Executive Independent Director	2	2

The composition, powers, role and terms of reference of the Committee are in accordance with the requirements mandated under Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the Listing Regulations. Apart from the above, the Committee also carries out such functions/responsibilities as entrusted on it by the Board of Directors from time to time.

Key Terms of Reference of the Committee:

The Committee has been vested with the authority to, inter alia, recommend nominations for Board Membership, develop and recommend Policies with respect to composition of the Board commensurate with the size, nature of the business and operations of the Company, establish criteria for selection to the Board with respect to the competencies, qualifications, experience, track record, integrity, etc;

The terms of reference of this Committee are aligned with the Listing Regulations and the Act. The scope of the Committee inter alia includes review of market practices and deciding on remuneration packages applicable to the Executive Director(s) and Members of Senior Management as may be decided from time to time (including the Chief Financial Officer and Company Secretary).

In addition to the above, the Committee's role includes identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommending to the Board their appointment and removal and formulation of criteria for evaluation of performance of independent directors and the board of directors. The minutes of each Nomination and Remuneration Committee meeting are placed in the next meeting of the Board. As per section 178(7) of the Act and Secretarial Standard on General Meetings, the Chairperson of the Committee or in her absence, any other Member of the Committee as authorised by her shall attend the General Meetings of the Company.

C. Stakeholders' Relationship Committee

Composition

The Composition of Stakeholders' Relationship Committee is as follows as on March 31, 2026:

(a) Mr. Ratan Lal Nangalia, Chairman

(b) Mr. Deepak Kejriwal, Member

(c) Ms. Deepika Agrawal, Member

Compliance Officer

Ms. Neha Kejriwal (M No.: F12381) is the Company Secretary & Compliance Officer of the Company with effect from April 24, 2026.

Meeting, Quorum and Attendance

During the Financial year 2025-26, the Stakeholders' Relationship Committee of the Company met 1 (one) time on May 28, 2025.

The attendance of the members at Stakeholders Relationship Committee meeting held during the financial year 2025-26 are detailed below:

Name of the Members	Designation	Category	No. of Meetings Held	No. of Meetings Attended
Mr. Ratan Lal Nangalia	Chairman	Non-Executive Independent Director	1	1
Mr. Deepak Kejriwal	Member	Managing Director	1	1
Ms. Deepika Agrawal	Member	Non-Executive Independent Director	1	1

The composition, powers, role and terms of reference of the Committee are in accordance with the requirements mandated under Section 178 of the Act and Regulation 20 of the Listing Regulations.

Key Terms of Reference of the Committee:

The terms of reference of the Stakeholders' Relationship Committee inter alia includes review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company, resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

During the year, the Company had not received any complaints from the shareholders and no investor grievance has remained unattended / pending as on date.

The minutes of each Stakeholder's Relationship Committee meeting are placed in the next meeting of the Board. As per section 178(7) of the Act and Secretarial Standard on General Meetings, the Chairman of the Committee or in his absence, any other Member of the Committee as authorised by him shall attend the General Meetings of the Company.

D. Corporate Social Responsibility (CSR) Committee

Composition

The Composition of Corporate Social Responsibility Committee is as follows as on March 31, 2026:

(a Mr. Raghavendra Anant Mody, Chairman

(b) Ms. Deepika Agrawal, Member

(c) Mr. Ratan Lal Nangalia, Member

Meeting, Quorum and Attendance

During the Financial year 2025-26, the Corporate Social Responsibility Committee of the Company met 1 (one) time on May 28, 2025.

The attendance of the members at Corporate Social Responsibility Committee meeting held during the financial year 2025-26 are detailed below:

Name of the Members	Designation	Category	No. of Meetings Held	No. of Meetings Attended
Mr. Raghavendra Anant Mody	Chairman	Whole Time Director	1	1
Ms. Deepika Agrawal	Member	Non-Executive Independent Director	1	1
Mr. Ratan Lal Nangalia	Member	Non-Executive Independent Director	1	1

The composition, powers, role and terms of reference of the Committee are in accordance with the requirements mandated under Section 135 of the Act.

The Corporate Social Responsibility Policy of the Company has been uploaded on the Company's website at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

Key Terms of Reference of the Committee

The terms of reference of the Corporate Social Responsibility Committee inter alia includes formulation and recommendation to the Board, a Corporate Social Responsibility Policy which indicates the activities to be undertaken by the company in areas or subject, specified in Schedule VII recommendation of the amount of expenditure to be incurred on the CSR activities and monitoring the Corporate Social Responsibility Policy of the company from time to time.

Other Committees

Apart from the above statutory committees, the Board had constituted the Borrowing Committee and Investment & Guarantee Committee to meet the specific business needs.

E. Borrowing Committee

Composition

The composition of Borrowing Committee is as follows as on March 31, 2026:

a) Mr. Raghavendra Anant Mody, Member

b) Mr. Shyam Sunder Bhuwania, Member

c) Mr. Deepak Kejriwal, Member

Meeting, Quorum and Attendance

During the Financial year 2025-26, the Borrowing Committee of the Company met 2 (two) times on June 10, 2025 and January 02, 2026.

The attendance of the members at Borrowing Committee meeting held during the financial year 2025-26 are detailed below:

Name of the Members	Designation	Category	No. of Meetings Held	No. of Meetings Attended
Mr. Raghavendra Anant Mody	Member	Whole Time Director	2	2
Mr. Shyam Sunder Bhuwania	Member	Non-Executive Non-Independent Director	2	0
Mr. Deepak Kejriwal	Member	Managing Director	2	2

The Borrowing Committee is responsible for review and approval of the borrowings made by the Company and to monitor the end use of such borrowings along with any other responsibility as may be assigned by the board from time to time.

F. Investment & Guarantee Committee

Composition

The composition of Investment & Guarantee Committee is as follows as on March 31, 2026:

a) Mr. Raghavendra Anant Mody, Member

b) Mr. Shyam Sunder Bhuwania, Member

c) Mr. Deepak Kejriwal, Member

d) Mr. M.L. Birmiwala, Member

Meeting, Quorum and Attendance

During the Financial year 2025-2026, no Meeting of Investment and Guarantee Committee was held.

The Investment & Guarantee Committee is responsible for making investments and giving guarantees by the Company and any other functions as the Board may assign to it from time to time.

Codes, Policies and Frameworks

A. Disclosure Policy

In line with requirements under Regulation 30 of the Listing Regulations, the Company has framed a policy on disclosure of material events and information, which is available on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14. The objective of this policy is to have uniform disclosure practices and ensure timely, adequate and accurate disclosure of information on an ongoing basis.

B. Policy for Preservation of Documents

Pursuant to the requirements under Regulation 9 of the Listing Regulations, the Board has formulated and approved a Document Retention Policy prescribing the manner of retaining the Company's documents and the time period up to which certain documents are to be retained. The policy applies to all departments of the organization that handle the prescribed categories of documents and is available on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

C. Framework for Monitoring Subsidiary Companies

Regulation 16 of the Listing Regulations defines a "material subsidiary" to mean a subsidiary, whose income or net worth exceeds ten percent of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year. Under this definition, Hindusthan Speciality Chemicals Limited (HSCL) was a material unlisted subsidiary of the Company, duly incorporated on July 11, 2003 at Delhi.

During the year under review, the Company entered into a Share Purchase Agreement dated June 12, 2025 with DCM Shriram Limited (DCM) for the sale of its shareholding, along with other shareholders, in HSCL. The transaction was completed on August 25, 2025 upon fulfilment of the stipulated conditions precedent and other agreed actions. Consequently, HSCL ceased to be the material subsidiary of the Company.

The policy for determining material subsidiaries is available on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

D. Insider Trading

The Company has adopted a Code of Conduct to Regulate, Monitor and Report trading by Designated Persons and their immediate relatives (Code of conduct for insider trading) under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations).

The Code of Conduct for Insider Trading and Code of Fair Disclosure & Conduct have been uploaded on website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

E. Corporate Policies

The Act and the Listing Regulations, stipulate formulation of certain policies for all listed Companies. The key policies/ codes adopted by the Company are available on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14

General Body Meetings

A. Annual General Meetings

The details of the last three Annual General Meetings are as under:

Financial Year (s)	Venue	Date	Time	Number and Details of Special Resolution Passed
2024-2025	Video conferencing and Other Audio Visual Means	September 30, 2025	11:00 A.M.	No special resolution was passed
2023-2024	Video conferencing and Other Audio Visual Means	September 30, 2024	11:00 A.M.	1. Re-appointment of Mr. Deepak Kejriwal (DIN:07442554) as Managing Director of the Company. 2. Re-appointment of Ms. Deepika Agrawal (DIN: 09395834) as an Independent Director of the Company. 3. Appointment of Mr. Shiv Shanker Aggarwal (DIN:07060407) as an Independent Director of the Company.
2022-2023	Video conferencing and Other Audio Visual Means	September 30, 2023	11:00 A.M.	1. Appointment of Mr. Ratan Lal Nangalia (DIN: 07268034) as an Independent Director of the Company; and 2. Re-appointment of Mr. Raghavendra Anant Mody (DIN: 03158072) as Chairman & Whole-time Director of the Company.

B. Extra-Ordinary General Meetings

During the Financial Year 2025-26, no Extra Ordinary General Meeting was held.

C. Postal Ballot

During FY 2025-26, postal ballot was conducted by the Company for seeking the approvals of the Members. The details of the Postal Ballots conducted are mentioned below:

S.N.	Date of Postal Ballot Notice	Date of passing of resolution	Particulars of Special Resolution passed
1.	February 12, 2025	April 19, 2025	Approval for increase in remuneration of Mr. Raghavendra Anant Mody, Chairman & Whole-Time Director (DIN: 03158072) of the Company.
2.	June 12, 2025	July 19, 2025	Approval for the sale of shares of Hindusthan Speciality Chemicals Limited, material subsidiary of the Company.
3.	December 29, 2025	February 05, 2026	Approval for change of name of the Company and consequent Alteration in the Memorandum of Association (MOA) and Articles of Association (AOA) of the Company.

Details of E-Voting:

Description of the resolution	Vote(s) in favour of the resolution		Votes against the Resolution(s)		Invalid votes
	No. of votes cast	% of total valid votes cast	No. of votes cast	% of total valid votes cast	
Approval for increase in remuneration of Mr. Raghavendra Anant Mody, Chairman & Whole-Time Director (DIN: 03158072) of the Company.	1077260	100	0	0	0
Approval for the sale of shares of Hindusthan Speciality Chemicals Limited, material subsidiary of the Company.	1077387	99.9795	221	0.0205	0
Approval for change of name of the Company and consequent Alteration in the Memorandum of Association (MOA) and Articles of Association (AOA) of the Company.	1077465	99.9995	5	0.0005	0

Person who conducted the aforesaid postal ballot exercise: The Board of Directors had appointed Mr. Neeraj Sharma, proprietor of M/s Neeraj & Associates (Membership No.: 60713, COP: 23057) as the Scrutiniser to conduct the above Postal Ballots only through the remote e- Voting process and for scrutinising the votes cast therein, in a fair and transparent manner.

Procedure for Postal Ballot: Pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the general circulars issued by Ministry of Corporate Affairs Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard-2 on General Meetings ("SS- 2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company provided only remote e-Voting facility to its Equity Shareholders to enable them to cast their votes electronically instead of submitting the Postal Ballot forms.

The Company engaged the services of NSDL for facilitating remote e-Voting to enable the Members to cast their votes electronically. The Company sent the Postal Ballot Notices in electronic form only to those Equity Shareholders whose names appeared in the Register of Members/List of Beneficial Owners and whose e-mail addresses were available with the Company/Depositories/the Depository Participants/the Company's Registrar and Share Transfer Agent as on the cut-off date. Voting rights were reckoned on the paid-up value of the shares registered in the names of the Members as on the respective cut-off dates.

The Scrutiniser, after the completion of scrutiny, submitted his report and the results of the Postal Ballot through remote e-Voting were announced by the Company Secretary. The results are displayed on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=80 besides being communicated to the stock exchange.

Whether any Special Resolution is proposed to be passed through postal ballot this year: As on date of this report none of the business proposed to be transacted require passing of special resolution through Postal ballot.

Means of Communication

Your Company follows a robust process of communicating with its stakeholders, security holders and investors through multiple channels of communications such as dissemination of information on the website of the Stock Exchanges, the Annual Reports and uploading relevant information on its website. Such timely disclosures are an indicator of the Company's good corporate governance practices.

a) Quarterly Financial Results

The Company's quarterly/half-yearly/nine months/annual financial results are submitted to Stock Exchange and published in newspapers i.e. Financial Express in English & Jansatta in Hindi. Simultaneously, they are also put on the Company's website at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=2

b) Stock Exchange

The Company is timely submitting the required information, statement and report to the BSE Ltd. The Company intimates to the Stock Exchange all price sensitive information which in its opinion are material and of relevance to the shareholders.

c) **Reminder to Investors**

Reminders for unclaimed shares, unpaid/unclaimed dividend are sent to the shareholders as per records every year.

d) **Website**

The Company's website contains a dedicated section for Investors where annual reports, stock exchange filings, quarterly reports, policies etc., are available, apart from the details about the Company, Board of Directors and its Committees.

e) **Email**

The Company has also designated the e-mail id i.e. investors@hindusthan.co.in, exclusively for investor services.

General Shareholder Information

A.	Corporate Identification Number (CIN)	L31300DL1959PLC003141
B.	ISIN	INE799B01025
C.	Address for Correspondence	Hindusthan Insulators & Industries Limited, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi – 110001 Tel: +91-11-23310001,02,04 & 05 Email: investors@hindusthan.co.in Website: www.hindusthaninsulators.com
D.	Date of Annual General Meeting	September 08, 2026
	Time and venue of Annual General Meeting	11:00 A.M through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM')
E.	Book Closure	NA
F.	Financial year	The financial year of the Company starts from the 1st day of April and ends on 31st day of March of the next year.
	Tentative schedule for declaration of financial results during the financial year 2026-27 are given below. In addition, the Board may meet on other dates as and when required.	
	Quarter ending June 30, 2026	On or Before August 14, 2026
	Quarter ending September 30, 2026	On or Before November 14, 2026
	Quarter ending December 31, 2026	On or Before February 14, 2027
	Quarter and year ending March 31, 2027	On or Before May 30, 2027
G.	Dividend	Rs. 0.50/- per equity share of face value of Rs. 2/- each.
	Record Date	June 19, 2026
	Dividend Payment date	Final Dividend, if any, declared in the forthcoming 66th Annual General Meeting will be paid on or before September 30, 2026

Listing details

Name and address of Stock Exchange where equity shares of the Company are listed	Scrip Code	Status of Annual Listing Fee paid for FY 2026-27
Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	539984	Yes

Depository Fee

Annual Custody / Issuer fee for the financial year 2026-27 to Central Depository Services Limited (CDSL) and National Securities Depository Limited (NSDL) has been paid.

Registrar and Share Transfer Agent (RTA)

All the functions related to share registry, both in physical and electronic form, are handled by the RTA i.e. Skyline Financial Services Private Limited.

Communication Details:

Address: D-153/A, First Floor, Okhla Industrial Area, Phase-1, New Delhi – 110020
Phone no. :011-40450193-97
Email: info@skylinerta.com
Website: www.skylinerta.com

Share Transfer System:

Trading in Ordinary (Equity) Shares of the Company through recognized Stock Exchanges is permitted only in dematerialised form. Pursuant to Regulation 40 of Listing Regulations, no requests for effecting transfer of securities have been processed unless the securities are held in the dematerialised form with the depository with effect from April 01, 2019. However, this restriction shall not be applicable to request received for effecting transmission or transposition of physical shares.

Further, Securities Exchange Board of India has mandated that securities shall be issued only in dematerialized mode while processing duplicate / unclaimed, suspense / renewal / exchange / endorsement/sub- division/consolidation/transmission/ transposition service requests received from physical securities holders.

SEBI has also mandated furnishing of PAN, contact details, bank account details and nomination by holders of physical securities. Further, the Shareholders holding shares in physical form may kindly note that SEBI, vide its various circulars has mandated that dividend and interest, if any, shall be paid only through electronic mode with effect from April 01, 2024. Hence the Shareholders are requested to update their details with Company/RTA by submitting ISR Forms which are available on website of the Company and RTA. The Shareholders holding shares in physical form are requested to get their shares dematerialised at the earliest to avoid any inconvenience in future while transferring the shares.

The SEBI, through its Circular No. SEBI/HO/MIRSD/MIRSD PoD/P/CIR/2025/97 dated July 02, 2025 had announced the opening of a special window for re-lodgement of transfer requests of physical shares from July 07, 2025 to January 06, 2026, during which Shareholders could re-lodge their previously rejected or unattended transfer deeds, provided these were originally lodged prior to April 01, 2019. Through its Circular No. SEBI/ HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026, SEBI has opened another special Window for a period of one year from February 05, 2026 to February 04, 2027, for transfer and dematerialisation of physical shares.

Distribution of Shareholding

Distribution of shareholding of shares of the Company as on March 31, 2026 is as follows:

No. of Shares held	No. of Shareholders	% of Shareholders	Aggregate Shares held	% of Shareholding
1 – 500	1877	87.06	1,48,441.00	2.06
501 – 1000	109	5.06	87,369.00	1.21
1001 – 2000	75	3.48	1,12245,.00	1.56
2001 – 3000	25	1.16	63,988.00	0.89
3001 – 4000	14	0.65	49079.00	0.68
4001 – 5000	3	0.14	14665.00	0.20
5001 –10000	18	0.83	1,35,156.00	1.87
10001 & above	35	1.62	66,03,482.00	91.53
Total	**2156**	**100.00**	**72,14,425.00**	**100.00**

Shareholding Pattern as on March 31, 2026:

Shares held by	No. of Shares	% of Shareholding
Promoters & Promoters Group	54,10,760	75.00
Public Shareholding		
Banks and Financial Institutions	16,675	0.23
Bodies Corporate	1,01,195	1.40
Foreign holdings (NRIs)	5,297	0.07
Indian Public/ Others	16,80,498	23.30
Total	**72,14,425**	**100**

Dematerialization of Shares & liquidity

Trading in company's shares is permitted only in dematerialized form for all investors. The Company's shares are available for trading with both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Investors are therefore advised to open a Demat account with a Depository participant to trade in dematerialized form.

The Securities of the Company are not suspended from trading on the stock exchange. However, trading is restricted on account of surveillance measures.

Shares of the company are actively traded in BSE Limited. The details of shares in physical and dematerialized form as on March 31, 2026 are as given below:

Particulars	No. of Shares	% of share capital
NSDL	28,38,321	39.342
CDSL	43,45,554	60.234
Physical	30,550	0.424
Total	**72,14,425**	**100.000**

Outstanding Instruments and their impact on equity

The Company does not have any outstanding GDRs/ ADRs/ Warrants/Convertible Instruments as on March 31, 2026.

Plant and Warehouse Locations

- Insulators & Electricals Company (Insulators Division) 1-8, New Industrial Area, P.B. No. 1, Mandideep-462045 (M.P)
- Plot No. 1C, Brahamaputra Industrial Park, Village: Silla, P. O. College Nagar, North Guwahati, Distt. Kamrup – 781031 (Assam)
- Industrial Area, P.O. Birla Nagar, Gwalior-474004, (M.P)
- Sy. No. 194, 195/1 & 196/1 Kannamangala village, Bidarahalli Hobli, Bangalore East Taluk, Bangalore- 560115
- 12 / 1, Milestone, Mathura Road, Faridabad-121003, Haryana.

Credit Ratings:

The Company has not obtained any credit rating during the financial year ended March 31, 2026 as the Company has not issued any debt instruments and does not have any fixed deposit programme or any scheme during the financial year ended March 31, 2026.

During the year under review, the Company has not availed any loan facility from any financial institution.

Transfer to the Investor Education and Protection Fund:

The Company is required to transfer dividends which have remained unpaid/ unclaimed for a period of seven years to the Investor Education & Protection Fund established by the Government.

During FY 2025-26, unclaimed/ unpaid dividend for the year ended March 31, 2018 has been transferred to the Investor Education & Protection Fund.

During the financial year 2026–27, there is no unclaimed final dividend amount which is liable to be transferred by the Company to IEPF.

Disclosures With Respect To Demat Suspense Account/ Unclaimed Suspense Account- NIL

Other Disclosures

A. Related Party Transactions

None of the transactions with any of related parties were in conflict with the Company's interest. Attention of members is drawn to the disclosure of transactions with related parties set out in notes of Standalone Financial Statements, forming part of the Annual Report.

All related party transactions entered during the financial year 2025-26 were at an arm's length basis and in the ordinary course of business.

During the year under review, the Board of Directors has adopted the updated related party transaction policy in line with the amendments to the Listing Regulations, 2015.

The policy of Related Party Transactions has been placed on the Company's website at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14.

The Register under Section 189 of the Act, is maintained and particulars of the transactions have been entered in the Register, as applicable.

B. Details of non-compliance by the Company, penalties and strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years: None

C. Vigil Mechanism / Whistle Blower Policy

The Company has adopted a Whistle Blower Policy as per the provisions of the Act, and as required by the Listing Regulations. The Whistle Blower Policy is also hosted on the website of the Company at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14.

The Whistle-blower Policy has an established reporting mechanism for Stakeholders to report concerns about unethical behaviour, actual or suspected fraud, or violation of the Code, including insider trading violations and reporting instances of leak of Unpublished Price Sensitive Information by the employees. Under the Vigil Mechanism, the employees are encouraged to voice their concerns and all stakeholders and associates have been provided access to the Audit Committee through the Chairperson. No personnel have been denied access to the Audit Committee. The Policy provides adequate safeguards against victimization of persons who use the mechanism.

D. Disclosure of commodity price risks or foreign exchange risk and hedging activities:

Commodities are a large part of raw materials procured and consumed by the Company. Our Company has a robust framework and governance mechanism to ensure that it is sufficiently protected from market volatilities. Our Company manages foreign exchange risk with appropriate hedging activities consistent with the policies of the Company. Foreign exchange transactions are fully covered with strict limits placed on the amount of uncovered exposure, if any, at any point in time. There are no materially uncovered exchange rate risks in the context of the Company's imports and exports. The details of foreign exchange exposures as on March 31, 2026 are disclosed in the Notes to the financial statements.

E. Details of utilization of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32 (7A) of the Listing Regulations.

The Company has not raised funds through preferential allotment or qualified institutional placement.

F. Non - Disqualification Certificate from Practicing Company Secretary

The Company has obtained a certificate from Ms. Sonal Khurana, Partner of M/s. Manish K & Associates, Practising Company Secretaries (Firm Registration Number: P2016DE087200), confirming 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 SEBI and Ministry of Corporate Affairs or any such authority as provided in **Annexure-A** to this report.

G. Compliance Certificate regarding compliance of conditions of Corporate Governance

A certificate from M/s. K.N. Gutgutia & Co., Chartered Accountants (Firm Registration No. 304153E), Statutory Auditors of the Company confirming compliance with the conditions of Corporate Governance as stipulated under the Listing Regulations is annexed to this report as **Annexure-B**.

H. CEO/ CFO Certification

The certificate required under Regulation 17(8) of the Listing Regulations, duly signed by the Managing Director and Chief Financial Officer of the Company is provided as **Annexure-C** to this report.

I. Total fees paid to Statutory Auditors of the Company during the FY 2025-26

M/s. K.N. Gutgutia & Co., Chartered Accountants (Firm Registration No. 304153E) has been appointed as the Statutory Auditors of the Company. The particulars of payment of fees to the Statutory Auditors are given below:

Particulars	Amount (in Rs.)
Services as statutory auditor	2,50,000
Tax Audit	50,000
Other services	1,26,000
Total	**4,26,000**

J. Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to the number of complaints received and disposed of during the financial year 2025-26 are as under:

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

K. Risk Management

The Audit Committee reviews key risks affecting the Company and mitigation measures thereof.

L. Code of Conduct

The Company has in place a comprehensive Code of Conduct ('the Code') applicable to the Board of Directors and Senior Management personnel. All the Board members and Senior Management personnel have affirmed compliance with the code of conduct. The Code of Conduct for the Board Members of the Company also includes Code for Independent Directors which is a guide to professional conduct for Independent Directors, pursuant to section 149(8) and Schedule IV of the Act. It gives guidance and support needed for ethical conduct of business and compliance of law.

A copy of the Code is available on the Company's website and can be accessed at https://hindusthaninsulators.com/investorrelation.aspx?mpgid=151&pgidtrail=151&catid=14.

The Code has been circulated to Directors and Senior Management Personnel and its compliance is affirmed by them annually.

A declaration to this effect signed by Mr. Deepak Kejriwal, Managing Director of the company forms part of this Report as **Annexure-D**.

M. Accounting Treatment

The Financial Statements of the Company for FY 2025-26 have been prepared in accordance with the applicable accounting principles in India and the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with rules made thereunder.

N. Audit of Reconciliation of Share Capital:

As stipulated by SEBI, a Practicing Company Secretary carries out the Audit of Reconciliation of Share Capital on a quarterly basis to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and paid-up capital. The Audit report is also submitted to the Stock Exchange.

O. Annual Secretarial Compliance Report

Regulation 24A of the Listing Regulations requires listed entities to obtain Annual Secretarial Compliance Report from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder. The said Secretarial Compliance report is in addition to the Secretarial Audit Report by Practicing Company Secretaries under Form MR-3 and is required to be submitted to Stock Exchange within 60 days of the end of the financial year.

The Company has engaged the services of Mr. Manish Kumar Agrawal, Proprietor of M/s. Agrawal Manish Kumar & Co., Company Secretaries for providing the Secretarial Compliance Report.

P. Compliance with Mandatory Requirements

The Company has complied with all mandatory requirements of Listing Regulations, relating to Corporate Governance.

Q. Compliance with Non-Mandatory Requirements

1. During the year under review, there is no audit qualification on the Company's Standalone Financial statements. The Company continues to adopt best practices to ensure regime of unmodified audit opinion.

2. The Internal Auditors of the Company directly reports to the Audit Committee which oversees the internal audit functions.

R. Loans and advances in the nature of loans to firms/ companies in which directors are interested

The aforesaid details are given in the Notes to the financial statements.

S. The Disclosure of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub- regulation (2) of Regulation 46 are as follows:

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and sub-regulation (2) of Regulation 46 of the Listing Regulations, as applicable, with regard to Corporate Governance.

T. Disclosure of agreements, if any, binding

In terms of Regulation 30A of the Listing Regulations, there are no agreements entered which will impact the management or control or impose any restriction or create any liability upon the Company.

U. Green Initiative

Pursuant to section 101 of the Act, read with Companies (Management and Administration) Rules, 2014 as amended, the Company may send Notice of Annual General Meeting, financial statements and other Communication in electronic form. This Company is sending the Annual Report including the Notice of Annual General Meeting, Audited Standalone Financial Statements, Directors' Report, Auditors Report along with their annexure etc. for the financial year 2025-26 in the electronic mode to the shareholders who have registered their e-mail ids with the Company and/or their respective Depository Participates (DPs). Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses. Those holding shares in demat form can register their e-mail addresses with their concerned DPs. Shareholders who hold shares in physical form are requested to register their e-mail addresses with the Company's Registrar and Share Transfer Agent "Skyline Financial Services Private Limited".

Annexure-A

Certificate of Non-Disqualification of Directors

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

To
The Members
Hindusthan Insulators & Industries Limited
7th Floor, Kanchenjunga Building, 18, Barakhamba Road,
New Delhi - 110001

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Hindusthan Insulators & Industries Limited (Formerly known as Hindusthan Urban Infrastructure Limited) having CIN - L31300DL1959PLC003141 and having registered office at 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi - 110001 (hereinafter referred to as 'the Company'), produced before me 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 Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verification (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its Officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended March 31, 2026 have been debarred or 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.

S.N.	Name	DIN	Date of Appointment
1.	Mr. Raghavendra Anant Mody	03158072	31/08/2017
2.	Mr. Deepak Kejriwal	07442554	01/12/2018
3.	Mr. Shyam Sunder Bhuwania	00107171	04/02/1975
4.	Mr. Ratan Lal Nangalia	07268034	10/08/2023
5.	Mr. Shiv Shanker Aggarwal	07060407	10/08/2024
6.	Ms. Deepika Agrawal	09395834	13/11/2021

Ensuring the eligibility of 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 Manish K. & Associates
Company Secretaries
Sd/-
Sonal Khurana
Partner
C.P. No. 20473
FCS No. 48922
UDIN: A048922H000964496

Place: New Delhi
Date: 29/07/2026

Annexure-B

Independent Auditors' Certificate on Corporate Governance

[Pursuant to Regulation 34(3) and Schedule V Para E of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members of
Hindusthan Insulators & Industries Limited

1. We, **K.N.GUTGUTIA & CO., CHARTERED ACCOUNTANTS**, the Statutory Auditors of **HINDUSTHAN INSULATORS & INDUSTRIES LIMITED (Formerly Known As Hindusthan Urban Infrastructure Limited)** (the "Company"), 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 clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations').

Management's Responsibility

2. 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 conditions of the Corporate Governance stipulated in the Listing Regulations.

Auditor's Responsibility

3. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion as to whether the Company has complied with the conditions of corporate governance as stated in paragraph 2 above. Our responsi-bility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

4. We have examined relevant records of the Company in accordance with the applicable Generally Accepted Auditing Standards in India, the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India (ICAI), and Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the code of Ethics issued by the ICAI.

5. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control of Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

6. Based on our examination of the relevant records and according to the information and ex-planations 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 Regulations during the year ended 31st March, 2026.

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

For K. N. Gutgutia & Co.,
Chartered Accountants
FRN 304153E
Sd/-
(B. R. Goyal)
Partner
M. NO. 12172
UDIN: 260121720ZQKLL5130

Place: New Delhi
Date: 21st July, 2026

Annexure-C

Compliance Certificate by CEO/MD and CFO

To
The Board of Directors,
Hindusthan Insulators & Industries Limited

Sub: CEO/MD and CFO certification under Regulation 17 (8) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

We, Deepak Kejriwal, Managing Director and Shailendra Jhalani, Chief Financial Officer of the Company, certify to the Board that:

1) We have reviewed the financial statements and the cash flow statement of the Company for the year ended March 31, 2026 and that to the best of our knowledge and belief:

    (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

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

2) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

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

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

    (i) That there are no significant changes in internal control over financial reporting during the year;

    (ii) That there are no significant changes in accounting policies during the year; and

    (iii) That there are no instances of significant fraud, of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

	Sd/-	**Sd/-**
Place: Mandideep	**(Deepak Kejriwal)**	**(Shailendra Jhalani)**
Date : May 27, 2026	**Managing Director**	**Chief Financial Officer**

Annexure-D

Declaration Affirming Compliance of Code of Conduct

In accordance with the provisions of Para D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that all the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Conduct of Board of Directors and Senior Management for the year ended 31st March, 2026.

For Hindusthan Insulators & Industries Limited
Sd/-
(Deepak Kejriwal)
Managing Director

Place: Mandideep
Date: May 27, 2026

Management Discussion and Analysis Report

Global economic overview

Global economy grew marginally at an 3.4% in 2025 compared to 3.3% in the previous year, influenced by the US tariff shock of April 2025. Despite being partially unwound through subsequent trade deals, it left effective tariff rates well above pre-2025 levels and heightened trade policy uncertainty.

Advanced economies witnessed a marginal growth from 1.8% in 2024 to 1.9% in 2025, while emerging market and developing economies demonstrated relative resilience, expanding by 4.4% in 2025 compared to 4.3% in 2024.

Global inflation continued its multi-year downward trend in 2025, declining to an estimated 4.1% from 5.8% in 2024.

Regional growth (%)	2025	2024
World output	3.5	3.5
Advanced economies	1.9	1.9
Emerging and developing economies	4.5	4.5

(Source: IMF, un.org)

Performance of the major economies, 2025

Unitd States
GDP growth of 2.1% in 2025 compared to 2.8% in 2024.

China
GDP growth was 5.0% in 2025 compared to 5.0% in 2024.

United Kingdom
GDP growth was 1.4% in 2025 compared to 1.0% in 2024.

Japan
GDP growth was 1.1% in 2025 compared to (0.2) % in 2024.

Germany
GDP growth was 0.2% in 2025 compared to a (0.5)% in 2024.

(Source: IMF April 2026 Outlook, World Bank)

Outlook

Given the challenge of forming stable, real-time assumptions for projections, the IMF World Economic Outlook Update assumes that the reopening of the Strait of Hormuz begins in mid-July 2026, with conditions broadly returning to the prewar state of affairs by March 2027, consistent with commodity price assumptions based on market pricing as of June 10, 2026.

Under this outlook, global growth is projected at 3.0% in 2026, before recovering to 3.4% in 2027. Global inflation is expected to rise to 4.7% in 2026, as the disinflation trend since 2024 stalls, before easing to 3.9% in 2027.

(Source: OECD Interim Economic Outlook, IMF, World Economic Forum, Federal Reserve, Bank of England, European Central Bank, Bank of Japan)

Indian economic overview

The Indian economy's real GDP grew at 7.7% in FY 2025-26, compared to 7.1% in FY 2024-25. This growth was driven by strong consumption and increasing investments, reaffirming India's position as the fastest-growing major economy.

India's Real GDP at Constant Prices was estimated at ₹323.12 lakh crore in FY 2025-26, compared with ₹299.89 lakh crore in FY 2024-25.

Growth of the Indian Economy

	FY 22-23	FY 23-24	FY 24-25	FY 25-26
Real GDP Growth (%)	7.0*	7.2	7.1	7.7

* The FY23 figure (7.0%) is from the old base year series (2011–12) as the new series back-data for FY23 will only be available after December 2026.

Growth of the Indian economy quarter by quarter, FY 2025-26

	Q1 FY 25-26	Q2 FY 25-26	Q3 FY 25-26	Q4 FY 25-26
Real GDP Growth (%)	6.7	7.4	6.2	5.8

Note: Q2 revised upward from 8.2% and Q3 from 7.35% under the new base year 2022–23 series released February 27, 2026. Q4 remains an estimate. (Source: MoSPI)

Inflation, policy and currency dynamics

Inflation remained benign through much of FY 2025-26, with full-year CPI estimated at an exceptionally low 2.1%.

This created room for 125 basis points of cumulative rate cuts, supporting consumption and investment.

However, macro stability was accompanied by currency volatility. The Indian rupee depreciated sharply by 9.88% during FY 2025-26 — its steepest fall since FY 2011-12 — touching ₹94.83 against the US dollar. This reflected global capital flows, a strong dollar environment, and geopolitical uncertainties.

Capital flows and market behaviour

Foreign portfolio investors remained risk-averse, withdrawing a record ₹1.8 trillion during FY 2025-26 – the largest outflow in 36 years. However, strong domestic institutional inflows of ₹8.50 trillion provided a crucial counterbalance, highlighting the growing maturity and depth of India's domestic capital markets.

India's market capitalisation declined 8% year on year in FY 2025-26 to $4.5 trillion from $4.83 trillion in FY 2024-25, marking the sharpest drop since FY 2022-23. The BSE Sensex declined 7% or 5,467 points in FY 2025-26, against a gain of 5.1% or 3,763 points, in FY 2024-25. Similarly, the Nifty 50 fell 5%, or 1,188 points, in FY 2025-26, compared to a gain of 5.3% or 1,192 points, in FY 2024-25. against a gain of 5.34%, or 1,192 points, in the corresponding period. The downturn was largely driven by the ongoing West Asia conflict and concerns around potential tariff measures under Donald Trump, which weighed on global investor sentiment.

Gold prices surged 64.1% during FY 2025-26 reflecting global risk aversion and safe-haven demand.

India's net direct tax collections rose 5.12% y-o-y to ₹23.40 lakh crore in FY 2025-26, though this fell short of the Revised Estimate of ₹24.21 lakh crore by approximately ₹80,000 crore. Corporate tax collections came in at ₹10.99 lakh crore against a target of ₹11.09 lakh crore, while personal income tax (including STT) stood at ₹12.41 lakh crore against a target of ₹13.12 lakh crore — the larger of the two misses, partly reflecting the income tax relief extended to the middle class in the Union Budget 2025–26

Banking sector

India's banking sector reflected improving financial health, with the gross non-performing asset ratio declining to a multi-decadal low of 1.8% as of March 2026, indicating stronger asset quality and disciplined lending practices. This stability was mirrored in profitability metrics, as scheduled commercial banks reported a return on assets of 1.3% and a return on equity of 12.6% for the full year FY 2025-26, underscoring sustained operational efficiency and a healthier Balance Sheet trajectory. Banks also remained well capitalised, with the capital to risk-weighted assets ratio (CRAR) at 17.7% and the Common Equity Tier-1 (CET1) ratio at 15.3%, both multi decadal highs, while profit after tax for scheduled commercial banks crossed ₹4,05,268 crore in 2025-26, up from ₹3,78,163 crore the previous year.

India's growth story

Real Gross Value Added (GVA), which measures economic output excluding taxes and subsidies, grew 7.9% in FY 2025-26, compared with 7.3% in FY 2024-25. At current prices, nominal GVA rose 9.1% to ₹314.87 lakh crore from ₹288.54 lakh crore a year earlier.

The tertiary services sector remained a key growth driver, expanding by 9.0% in FY 2025-26 and increasing its share in nominal gross value added to 54.3% from 52.8% in FY 2024-25, supported by broad-based momentum across segments.

During FY 2025-26, financial, real estate, IT and professional services grew by 9.9%, while trade, hotels, transport, communication and broadcasting recorded a strong 10.1% growth, and public administration and other services expanded by 5.8%.

The secondary sector grew 9.1%, accelerating from 8% in the previous year, driven by manufacturing alongside construction growth of 7.1%. This combination of services-led scale and manufacturing acceleration is shaping a more balanced and resilient economic structure.

Consumption and investment

During FY 2025-26, Private Final Consumption Expenditure (PFCE) and Gross Fixed Capital Formation (GFCF) maintained above 7% growth, reflecting a well-balanced demand composition across household spending and investment activity.

Growth catalysts

Policy-led consumption boost: The Union Budget FY 2026-27's tax relief measures—particularly income tax exemptions up to ₹12 lakh—are expected to stimulate discretionary spending and reinforce consumption-led growth.

Anticipatory Pay Commission impact: The 8th Pay Commission, though expected to be implemented from FY 2027-28, is already shaping consumer sentiment, creating a forward consumption impulse.

Monetary stability: The Reserve Bank of India's calibrated stance, with the repo rate at 5.25%, balances inflation risks with growth support, ensuring macroeconomic stability.

Credit expansion: Improved banking health and liquidity conditions are expected to sustain strong credit growth across MSMEs, housing, and retail segments.

Fiscal prudence with growth focus: The Union Budget maintains fiscal discipline while prioritising infrastructure, MSME support, skilling, and innovation—key levers for long-term productivity.

Outlook

The year under review underscores a defining divergence: a world grappling with uncertainty, and an India navigating it with confidence.

In a global environment marked by fragmentation and caution, India stands out as a rare convergence of stability, scale and structural opportunity. The World Bank has revised its FY 2026-27 growth estimate upward to approximately 6.6%, reflecting resilient domestic momentum even as growth moderates from the previous year. India is expected to retain its position as the fastest-growing major economy.

Growth will be shaped by a combination of strong domestic demand and resilient private consumption, supported by low inflation and GST rationalisation, alongside stable export performance with improved access to key markets. This momentum is further reinforced by sustained policy support, ongoing economic reforms, and a favourable demographic advantage.

While risks persist, particularly from elevated energy prices, subsidy pressures on government spending, and uncertainty in global demand, India's macroeconomic fundamentals remain strong.

Over the medium term, sustained consumption, gradual investment recovery, and expanding global trade linkages are expected to reinforce India's position as a key driver of global economic growth.

(Source: Upstox, Economic Times, India Today, 5paisa, Livemint, The Logical Indian)

Industry overview

The Indian power sector remains one of the most diversified and rapidly evolving sectors globally, encompassing conventional sources such as coal, natural gas, hydro and nuclear power, alongside a significantly expanding renewable energy portfolio comprising solar, wind, hydro and bioenergy. The sector continued to witness strong structural transformation during FY 2025-26, supported by the Government of India's sustained focus on energy security, infrastructure development, industrial expansion and clean energy transition.

India's power sector growth is being driven by flagship programmes such as 'Make in India', Smart Cities Mission, Production-Linked Incentive (PLI) schemes, rapid electrification initiatives and rising investments across manufacturing, mobility and infrastructure sectors. These initiatives are increasing the need for reliable, scalable and sustainable power infrastructure, thereby creating long-term opportunities across the power equipment and electrical components value chain.

As of January 31, 2026, India's total installed power generation capacity stood at approximately 520.5 GW, reflecting the highest-ever annual capacity addition during FY 2025-26. Of this, nearly 52.3% (271.9 GW) comprised non-fossil fuel-based capacity, while renewable energy sources accounted for over 263 GW, representing approximately 50.6% of the country's total installed power capacity.

India added a record 52.5 GW of power generation capacity during FY 2025-26 (up to January 2026), surpassing the previous record of 34 GW achieved in FY2024-25. Renewable energy contributed nearly 75% of this incremental capacity addition, including approximately 35 GW of solar and 4.6 GW of wind capacity additions.

India achieved a significant milestone during FY 2025-26 by crossing 50% installed power capacity from non-fossil fuel sources nearly five years ahead of its 2030 Paris Agreement target. As of March 2026, India's installed non-fossil fuel capacity increased to approximately 283 GW, including nearly 275 GW from renewable energy and around 9 GW from nuclear power.

Solar energy continued to remain the key growth driver within the renewable energy segment. India's cumulative solar capacity crossed 150 GW during FY 2025-26, while wind energy capacity reached approximately 56 GW. The country also recorded significant progress in rooftop solar deployment and grid-scale renewable integration.

Nuclear power continued to gain strategic importance within India's long-term energy roadmap. India's installed nuclear capacity increased from 4.78 GW in 2014 to nearly 8.8 GW by FY 2025-26. The Government of India has outlined an ambitious target of achieving 100 GW nuclear power capacity by 2047 as part of its long-term clean energy diversification strategy.

Despite the accelerating renewable energy transition, thermal power continues to play a critical role in meeting India's base-load electricity demand. Peak power demand in India touched a record 270.8 GW during 2026 amid rising industrial activity and higher cooling demand, highlighting the continued need for transmission infrastructure strengthening and grid reliability enhancements.

India currently ranks among the world's leading renewable energy markets and continues attracting substantial domestic and international investments across solar manufacturing, transmission infrastructure, energy storage, smart grids and electrical equipment. The sector's ongoing policy reforms, infrastructure investments and energy transition initiatives are expected to create significant long-term opportunities for stakeholders across the power transmission, insulator and electrical equipment manufacturing segments.

(Source: Times of India , PIB , Hindustan Times , IBEF , Reuters)

Opportunities and threats

The Indian power sector continues to present significant long-term growth opportunities driven by rising electricity demand, rapid industrialisation, infrastructure expansion and the country's accelerating transition towards clean energy. India's growing investments across renewable energy, transmission infrastructure, smart grids, railway electrification and urban development are expected to create substantial demand for electrical equipment, transmission components and insulators over the coming decade.

India's power and renewable energy sector is expected to attract investments exceeding 45,00,000 crore (US$ 525+

billion) by 2032, supported by large-scale renewable energy deployment, transmission expansion and grid modernisation initiatives. The Government of India continues to strengthen the sector through policy reforms, infrastructure spending and programmes focused on ensuring reliable, affordable and sustainable power access across the country.

India's renewable energy transition remains a major opportunity driver. The country crossed 50% installed power capacity from non-fossil fuel sources during FY 2025-26 and continues targeting 500 GW of non-fossil fuel capacity by 2030. Rapid expansion in solar parks, wind energy, green hydrogen, battery storage and interstate transmission systems is expected to significantly increase demand for power transmission and distribution infrastructure.

Railway electrification also continued to emerge as a major growth catalyst for the electrical equipment industry. Indian Railways achieved more than 98% broad-gauge route electrification by FY 2025-26 and remained on track to achieve complete electrification in the near term as part of its broader net-zero carbon emissions target by 2030. Continued investments in dedicated freight corridors, high-speed rail connectivity and railway infrastructure modernisation are expected to support sustained demand across the sector.

Increasing investments in smart cities, electric mobility, data centres, manufacturing expansion and urban infrastructure development are expected to strengthen long-term electricity consumption and grid infrastructure requirements across India.

The sector also faces certain challenges and competitive pressures. Rising competition from domestic and international manufacturers, input cost volatility, supply chain disruptions and pricing pressures continue to impact the operating environment for electrical equipment manufacturers.

The potential reduction or elimination of anti-dumping duties on imported insulators, particularly from China, may adversely impact the domestic insulator manufacturing industry by increasing low-cost imports and intensifying pricing competition. This could affect margins and market share for domestic manufacturers operating within the segment.

(Source: IBEF , PIB)

Growth drivers

Transmission infrastructure opportunity: India's transmission sector is expected to attract investments of over ₹9.1 lakh crore by 2032, driven by the need to strengthen the national grid and facilitate renewable energy integration. Planned additions of more than 191,000 circuit kilometres of transmission lines and 1,274 GVA of transformation capacity are expected to generate sustained demand for high-voltage insulators.

Renewable energy target: India's ambition to achieve 500 GW of non-fossil fuel energy capacity by 2030 is accelerating investments in transmission and evacuation infrastructure. The growing deployment of solar, wind, and hybrid projects is expected to create significant opportunities for the Company's insulator portfolio.

Renewable integration: The National Electricity Plan envisages the integration of over 600 GW of renewable energy capacity by 2032, necessitating substantial investments in transmission corridors, substations, and grid modernisation. This is expected to support long-term demand for electro-porcelain and advanced insulation solutions.

Government-led grid expansion: Large-scale programmes such as the Green Energy Corridor, Revamped Distribution Sector Scheme (RDSS), and interstate transmission projects are driving investments across India's power infrastructure ecosystem, strengthening demand visibility for transmission line components.

Approvals from leading utilities: The Company has secured approvals from several reputed government utilities for the supply of disc insulators, porcelain long rod insulators, solid-core post insulators, and hollow insulators. These approvals position the Company to participate in a wider range of transmission and substation projects while enhancing its domestic market share.

Expanding export footprint: Global investments in power transmission infrastructure, renewable energy, and grid modernization are creating significant export opportunities. The Company continues to strengthen its presence across strategic international markets while expanding its engagement with utility and EPC customers worldwide.

Government policies

1. Insulator division

Revamped Distribution Sector Scheme (RDSS): Supports modernisation and strengthening of power distribution infrastructure, creating demand for insulators used in substations and transmission networks.

National Electricity Plan (NEP): Focuses on significant expansion of transmission and distribution networks to accommodate growing electricity demand and renewable energy integration, driving demand for high-voltage and ultra-high-voltage insulators.

Green Energy Corridor Programme: Facilitates transmission infrastructure for renewable energy evacuation, increasing requirements for advanced transmission line insulators.

Make in India Initiative: Encourages domestic manufacturing of electrical equipment and components through policy support and localisation efforts.

2. Conductor division

National electricity plan and transmission expansion programme: The Government is investing heavily in expanding transmission capacity to support rising power demand and renewable energy integration, creating substantial demand for conductors.

PM Gati Shakti National Master Plan: Promotes integrated infrastructure development, including power transmission networks, railways, industrial corridors, and logistics infrastructure.

Green Energy Corridor: Requires significant deployment of high-capacity conductors to evacuate renewable energy from generation centres to consumption hubs.

3. **Real estate division**

   Pradhan Mantri Awas Yojana (PMAY): Supports affordable housing development through incentives, subsidies, and increased housing demand across urban and rural markets.

   Real Estate (Regulation and Development) Act (RERA), 2016: Enhances transparency, accountability, and consumer protection in the real estate sector, improving investor confidence.

   Smart Cities Mission: Promotes urban infrastructure development, creating opportunities in residential, commercial, and mixed-use projects.

Company overview

Leveraging a rich legacy of over six decades of technological excellence, The Hindusthan Insulators & Industries Limited (formerly known as Hindusthan Urban Infrastructure Limited) has established itself as one of India's leading manufacturers of overhead conductors and electro-porcelain high-tension insulators. Founded in 1959 as a flagship enterprise of The Hindusthan Group, the Company is part of a diversified, multi-location and multi-product conglomerate with a strong presence across India. Over the years, it has built a reputation for quality, innovation, and reliability, contributing significantly to the country's power transmission and distribution infrastructure.

Product-wise performance

Insulator division

During the FY 2025–26, the Insulator Division reported a 25.12% increase in revenue from operations, rising from ₹264.61 Crores in FY 2024–25 to ₹331.08 Crores in FY 2025–26. However, the division recorded a Profit before tax of ₹51.28 Crores, compared to a loss of ₹34.15 Crores in the previous year. The increase in profitability was mainly due to increase in selling price.

The division's performance during the year was supported by continued demand from transmission and distribution infrastructure projects, railway electrification initiatives and renewable energy-related grid expansion. However, profitability remained impacted by input cost volatility, pricing pressures, competitive market conditions and higher operating costs.

Conductor division

Revenue from operations in the Conductor Division stood at ₹0.65 Crores during FY 2025–26 as against ₹0.76 Crores in FY 2024–25, registering a decline of 14.9%.

Real estate division

The Real Estate segment recorded a 3.1 % decline in revenue, from ₹7.42 Crores in FY 2024–25 to ₹7.19 Crores in FY 2025–26. Consequently, profit before interest and tax increased to ₹5.02 Crores, compared to ₹ 4.43 Crores in the previous year.

The division's performance was influenced by prevailing market conditions, customer demand trends and the pace of project execution during the year. The Company continued to maintain a cautious and disciplined approach towards inventory management, customer engagement and cost optimisation within the real estate business.

Outlook

India's power sector is entering a transformative phase, driven by growing electricity demand, rapid renewable energy adoption, and sustained investments in infrastructure development. Supported by progressive policy initiatives and structural reforms, the sector is evolving to meet the needs of a fast-growing economy while advancing the country's clean energy ambitions. These developments are expected to create significant opportunities across the power value chain over the coming decade.

As one of the world's largest and most diversified power markets, India's energy mix comprises conventional sources such as coal, hydro, gas, and nuclear power, alongside an expanding renewable energy portfolio. The sector remains fundamental to the nation's economic growth, industrial progress, and energy security, while playing an increasingly important role in supporting India's long-term sustainability and decarbonisation objectives.

Current Energy Mix (as on March 31, 2026)

India's power sector continues to witness a significant transition towards cleaner and sustainable energy sources. As of March 31, 2026, the country's installed power generation capacity stood at approximately 485 GW, with renewable energy accounting for an increasing share of the overall energy mix.

The composition of India's total installed power generation capacity is as follows:

Thermal Power

- **Coal:** 222,907 MW (46.0%)
- **Lignite:** 6,620 MW (1.4%)
- **Natural Gas:** 20,132 MW (4.1%)
- **Diesel:** 589 MW (0.1%)

Renewable Energy

- **Large Hydro:** 48,250 MW (10.0%)
- **Solar Power:** 118,650 MW (24.5%)
- **Wind Power:** 52,450 MW (10.8%)
- **Other Renewable Sources (Biomass, Waste-to-Energy and Small Hydro):** 11,250 MW (2.3%)

Nuclear Energy

- **Nuclear:** 8,780 MW (1.8%)

The growing contribution of renewable energy reflects India's commitment towards energy security, sustainability, and achieving its long-term climate objectives. Government initiatives, policy support, investments in transmission infrastructure, and increasing private sector participation continue to drive the expansion of solar and wind power capacities across the country. Renewable energy is expected to play an increasingly important role in meeting India's rising electricity demand while reducing carbon emissions and dependence on conventional fossil fuels.

Key trends and future developments

Aspect	FY26 data	Key details
Renewable energy shift	Renewables made up 75% of all new power capacity in FY26	Solar drove most additions; India's non-fossil capacity crossed 283 GW (including large hydro & nuclear)
Capacity additions (FY26)	50.9 GW renewable capacity added (excluding large hydro) — record highest ever	❖ Solar: 44.6 GW added (crossed 150 GW total) ❖ Wind: 6.05 GW added (total 56 GW, 4th globally) ❖ Large hydro: 3.7 GW, Nuclear: 0.7 GW
Total installed capacity	520.51 GW as of January 2026	Non-fossil: 52.3% (271.97 GW); Renewable (excl. hydro): 50.6% (263.19 GW)
Per capita power consumption	1,460 kWh in 2024–25 (up 52.6% from previous baseline)	Draft National Electricity Policy projects 2,000 kWh by 2030, 4,000+ kWh by 2047
Long-term projections	874 GW by 2032 (updated Ministry of Power projection)	Original NEP projected 900,422 MW by 2031–32 with 68.4% non-fossil share

Company strategy going forward

In line with India's continued focus on power infrastructure expansion, renewable energy integration, transmission network strengthening, and industrial development, the Company has adopted a growth-oriented strategy focused on operational excellence, market expansion, product innovation, and sustainable value creation. The strategy is designed to capitalize on emerging opportunities across the power and infrastructure sectors while enhancing profitability and stakeholder value.

Insulator Division

The Insulator Division continues to be the primary growth driver of the Company and is well-positioned to benefit from increasing investments in power transmission and distribution infrastructure, renewable energy evacuation projects, and grid modernization initiatives.

The Company intends to:

- Strengthen the High Tension Insulators Division as the principal growth engine of the Company.
- Successfully implement the ongoing capacity expansion programme, including the installation and commissioning of six additional kilns.
- Enhance operational efficiency, productivity, and cost competitiveness through continuous process improvements.
- Expand market share in domestic and international markets.
- Strengthen the order book and diversify the customer base across utilities, EPC contractors, and industrial customers.
- Increase export contribution and strengthen the Company's global market presence.
- Improve profitability, return ratios, and cash flow generation.
- Reinforce its leadership position in the domestic insulator market through superior product quality, customer service, and timely execution.
- Enhance manufacturing efficiency through process optimization, automation, productivity improvements, and effective cost-control measures.
- Leverage long-standing relationships with utilities, EPC contractors, and other power sector stakeholders to secure a larger share of upcoming transmission and distribution projects.

Real Estate Division

The Company seeks to maximize value from its real estate assets through a disciplined, strategic, and opportunity-driven approach. The key elements of its strategy include:

- Undertaking the redevelopment of certain aging warehouse facilities by replacing them with modern warehousing infrastructure. This redevelopment initiative is aimed at enhancing asset quality, improving operational efficiency, and increasing the commercial value of the properties.

- Upon completion, the upgraded facilities are expected to strengthen the Company's ability to attract high-quality tenants, secure improved commercial arrangements, and capitalize on the growing demand for warehousing and logistics infrastructure.
- Evaluating suitable monetization opportunities to unlock value and enhance long-term shareholder returns.
- Strengthening the rental income potential of its properties through asset modernization, improved infrastructure, and enhanced tenant engagement.

Sustainability, innovation and digital transformation

The Company remains committed to responsible growth and sustainable business practices across all its operations.

Key focus areas include:

- Improving energy efficiency and resource utilization across manufacturing facilities.
- Strengthening environmental management practices, waste reduction initiatives, and compliance with applicable sustainability standards.
- Investing in product innovation and process improvements to enhance quality, productivity, and competitiveness.
- Expanding the use of digital technologies for operational monitoring, quality control, customer engagement, and corporate governance.
- Developing employee capabilities through continuous training, skill enhancement, and a strong safety culture.

Outlook

The Company remains optimistic about the long-term prospects of the power and infrastructure sectors in India. Supported by a strong order pipeline, improving operational performance, established customer relationships, and ongoing investments in capacity and technology, the Company is well-positioned to capitalize on future growth opportunities. Management remains committed to achieving sustainable growth, improving profitability, and creating long-term value for all stakeholders.

Emerging trends

Trend	Description
Renewable Energy Expansion	Solar and wind leading capacity additions
Green Hydrogen	Early adoption phase, but high future potential
Smart Grids & Digitalization	Integration of AI, IoT, and smart meters
Energy Storage Systems	Battery and pumped hydro storage scaling up
Electric Vehicles (EVs)	New load centres driving distributed power demand

Opportunities

Investment potential: India's power sector is expected to attract investments of USD 250–300 billion by 2030, driven by capacity expansion, grid modernization, renewable energy integration, and transmission infrastructure development.

Export opportunities: Growing global demand for renewable energy technologies, power transmission equipment, and smart grid solutions presents significant opportunities for Indian manufacturers to expand their international footprint.

Technological innovation: Advancements in grid flexibility, digitalization, smart metering, and artificial intelligence-enabled demand forecasting are enhancing operational efficiency and transforming the power ecosystem.

Rural and off-grid expansion: Increasing focus on decentralized energy systems, rural electrification, and distributed renewable energy solutions is creating new growth avenues across underserved and emerging markets.

Way forward

India stands at a pivotal stage in its energy transition journey. Backed by policy support, technological innovation, and sustained investments, the country is well positioned to meet rising energy demand while advancing its sustainability and decarbonization objectives. The sector's future growth will be determined by its ability to balance energy accessibility, reliability, affordability, and environmental responsibility.

Against this backdrop, the Company continues to strengthen its market position by securing approvals from several reputed government utilities for the supply of a wide range of insulator products, including disc insulators, porcelain long rod insulators, solid-core post insulators, and hollow insulators. These approvals are expected to enhance market penetration and support growth in domestic market share.

The Company remains vigilant in monitoring geopolitical developments and global market dynamics. Lessons learned from recent disruptions arising from international conflicts have reinforced the importance of supply chain resilience, business continuity planning, and proactive risk management. By closely tracking global developments, the Company seeks to mitigate potential disruptions and maintain operational stability.

At the international level, the Company is strategically leveraging evolving global trade dynamics to expand its export footprint. The changing geopolitical landscape has created opportunities in key overseas markets, particularly in North America, where the Company has made meaningful progress in strengthening customer relationships and expanding its market presence.

Simultaneously, the Company is accelerating its expansion across high-growth Southeast Asian markets, including Vietnam, Malaysia, and the Philippines. These economies continue to witness significant investments in transmission and distribution infrastructure, presenting attractive opportunities for the Company's products and solutions. This strategic focus on geographic diversification is expected to strengthen the Company's global footprint, broaden its revenue base, and support sustainable long-term growth.

Risks and concerns

Risk	Mitigation
Market competition risk The Company operates in a highly competitive industry, facing competition from domestic manufacturers as well as low-cost international suppliers. Increased competition may exert pressure on pricing, margins, and market share across key product categories.	▪ Focuses on product quality, reliability, and technical excellence to differentiate its offerings. ▪ Invests in product development, process improvements, and manufacturing efficiency to maintain competitiveness. ▪ Strengthens customer relationships through timely delivery, technical support, and customised solutions. ▪ Continuously monitors market developments and competitive dynamics to respond proactively to emerging opportunities and threats.
Trade policy and import risk Changes in trade policies, including the withdrawal of anti-dumping duties on imported insulators, may increase the influx of low-cost imports and intensify pricing pressures in the domestic market.	▪ Focuses on value-added products, superior quality standards, and customised solutions that provide differentiation beyond pricing. ▪ Enhances operational efficiency and cost competitiveness through continuous process optimisation. ▪ Expands customer engagement and strengthens relationships with utilities, EPC contractors, and industrial customers. ▪ Closely monitors policy developments and industry trends to formulate appropriate strategic responses.
Power sector cyclicality risk Demand for the Company's products is closely linked to investments in power transmission, distribution, and infrastructure development. Any slowdown in capital expenditure, policy implementation, or project awards may impact order inflows and revenue growth.	▪ Maintains a diversified customer portfolio across utilities, railways, EPC contractors, and industrial sectors. ▪ Expands participation in emerging infrastructure opportunities and new application segments. ▪ Focuses on export market development to diversify revenue streams and reduce dependence on any single market. ▪ Continuously monitors sector developments and aligns capacity and business strategies accordingly
Raw material and energy cost risk The Company's operations are dependent on key raw materials such as metals, ceramic inputs, and energy resources. Volatility in commodity prices, fuel costs, and power tariffs may increase manufacturing costs and impact profitability.	▪ Maintains long-term relationships with key suppliers to ensure supply stability and competitive procurement. ▪ Undertakes strategic sourcing and periodic price reviews to manage procurement costs effectively. ▪ Implements energy-efficiency initiatives and process optimisation measures across manufacturing facilities. ▪ Continuously evaluates opportunities for cost reduction through operational excellence programmes and productivity improvements.
Project execution and customer delay risk Delays in project execution, funding constraints, approval processes, or payment delays at customer organisations—particularly government agencies and public sector undertakings—may affect order execution schedules, receivable cycles, and working capital requirements.	▪ Maintains regular engagement with customers to monitor project progress and identify potential bottlenecks at an early stage. ▪ Diversifies the customer base across sectors and geographies to reduce concentration risk. ▪ Implements robust project monitoring and contract management mechanisms to improve execution visibility. ▪ Strengthens receivables management and collection processes to optimise cash flows.

Risk	Mitigation
Quality and manufacturing risk Product quality and reliability are critical to maintaining customer confidence and meeting stringent industry standards. Any quality deviation may result in customer claims, reputational damage, and financial losses.	▪ Operates a comprehensive quality management system supported by rigorous testing and inspection processes. ▪ Maintains advanced laboratory and testing facilities to ensure compliance with national and international standards. ▪ Conducts regular process audits and continuous improvement initiatives across manufacturing operations. ▪ Enforces strict supplier quality standards through periodic evaluations and performance reviews.
Liquidity and working capital risk Extended project cycles, delayed customer payments, and fluctuations in order execution schedules may increase working capital requirements and impact liquidity management.	▪ Closely monitors working capital metrics through regular reviews and forecasting mechanisms. ▪ Strengthens receivable collection processes and customer credit monitoring systems. ▪ Optimises inventory levels through demand planning and supply chain coordination. ▪ Maintains adequate banking facilities and financial flexibility to support operational requirements.
Foreign exchange and interest rate risk The Company is exposed to foreign currency fluctuations arising from export transactions and imports of raw materials. Changes in interest rates may also impact financing costs and profitability.	▪ Monitors currency exposures on an ongoing basis and adopts suitable hedging strategies where appropriate. ▪ Maintains a prudent capital structure and disciplined treasury management practices. ▪ Undertakes periodic financial planning and scenario analysis to assess the impact of market fluctuations. ▪ Focuses on maintaining adequate liquidity and financial resilience.
Environment, health and safety (EHS) risk Manufacturing operations involve exposure to occupational health, safety, and environmental risks. Non-compliance with EHS standards may lead to accidents, operational disruptions, regulatory actions, and reputational impact.	▪ Maintains a comprehensive EHS management framework supported by established policies, procedures, and monitoring mechanisms. ▪ Conducts regular safety audits, workplace inspections, and risk assessments across manufacturing facilities. ▪ Provides continuous training and awareness programmes to strengthen safety culture and employee preparedness. ▪ Invests in pollution control systems, waste management practices, and environmental compliance initiatives to minimise environmental impact.

Internal control systems and their adequacy

The Company has established a robust internal control system and procedures commensurate with its size, scale, and complexity of operations. These controls are designed to ensure the orderly and efficient conduct of business, adherence to corporate policies, safeguarding of assets, prevention and detection of fraud and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

The internal control framework facilitates compliance with applicable statutory and regulatory requirements, while supporting the Company's continued focus on revenue growth and operational excellence. Key strategic actions undertaken during the year include cost rationalization, value engineering, competitive sourcing, and improved credit discipline—all of which have contributed to greater operational efficiency.

The Audit Committee of the Board plays an active oversight role in strengthening internal controls. Internal Audit Reports, covering critical operational and financial areas, are reviewed periodically by the Audit Committee. Recommendations and observations from these audits are acted upon promptly, and necessary corrective measures are implemented to enhance control effectiveness.

The Company remains committed to continuously upgrading its internal control environment through regular process reviews, technology enhancements, and the adoption of industry best practices to ensure sustainable growth and governance compliance.

Human resources and industrial relations

The Company continues to foster an open, transparent, and collaborative work environment that encourages teamwork, accountability, and alignment with business objectives. It firmly believes that human capital is one of the most critical enablers of sustainable growth and long-term success.

To strengthen human resource management, the Company has implemented structured systems and procedures aligned with industry best practices. These initiatives are aimed at enhancing employee engagement, streamlining HR processes, and ensuring compliance with organizational goals.

The Company focuses on attracting, nurturing, and retaining talent by offering competitive compensation packages, a conducive work environment, and ample opportunities for career progression. Structured training programs, skill development initiatives, and well-defined succession planning have been introduced to ensure continuous professional growth and future readiness of employees.

During the year under review, industrial relations remained cordial across all manufacturing units and offices. The management acknowledges the contribution of its workforce and remains committed to maintaining a harmonious and productive work environment.

Financial/operational performance

Profit and loss summary

(Rs. in Lakhs)

	12M FY26	12M FY25	% Change
Revenues	33,854.37	27,279.11	24.11%
Reported EBITDA	6,568.85	(878.89)	
EBITDA Margins(%)	19.40%	(3.22%)	22.62%
(+) Other Income	711.63	608.40	16.97%
(-) Depreciation	903.22	935.91	(3.49%)
(-) Finance Cost	944.62	1,253.74	(24.66%)
Finance cost as % to Revenue	2.79%	4.60%	(1.81 %)
(+) Share of Profit / (Loss) of JV	-	-	
Profit Before Exceptional Items & Tax	4,721.01	(3,068.54)	
Exceptional Items	(4,705.30)	2,599.97	
Profit Before Tax	15.70	(468.56)	
PBT Margins(%)	0.05%	(1.72%)	1.77 %
Tax	(803.11)	(288.59)	178.28%
Profit / Loss After Tax	(787.40)	(179.98)	337.49%
PAT margin (%)	(2.33%)	(0.66%)	(1.67 %)

Debt details

(Rs. in Lakhs)

	31.03.26	31.03.25	Inc/(Dec)
Long Term Debt	3,801.81	3,536.57	265.24
Current Maturities for Long-Term Debt	-	-	-
Total Long-Term Debt	3,801.81	3,536.57	265.24
Short Term Debt	7,117.46	5,892.46	1225
Gross Debt Level	10,919.27	9,429.03	1,490.4

Financial Ratios

	Year ended 31-Mar-26	Year ended 31-Mar-25	% Variance	Reason for variance
Current ratio	1.82	1.36	33.7%	Increase in current assets and better management of current liabilities resulted in improvement in current ratio.
Debt-equity ratio	0.26	0.22	16.2%	Improvement due to increase in earnings available for debt servicing and reduction in debt obligations during the year.

	Year ended 31-Mar-26	Year ended 31-Mar-25	% Variance	Reason for variance
Debt service coverage ratio	-	-	-	-
Return on equity ratio	(1.85%)	(0.42%)	342.4%	Variation mainly due to reduction in net losses during the current year as compared to previous year.
Inventory turnover ratio	3.49	2.70	29.2%	Inventory turnover improved due to higher sales and efficient inventory management during the year.
Trade receivables turnover ratio	6.44	4.71	36.9%	Improvement due to faster realization of trade receivables and better collection efficiency.
Trade payables turnover ratio	4.31	3.18	35.5%	Increase mainly due to higher purchases and timely payment management during the year.
Net capital turnover ratio	3.04	5.96	-49.0%	Decrease due to increase in working capital base during the current year.
Net profit ratio	(2.33%)	(0.66%)	252.5%	Variation mainly due to reduction in net losses during the year as compared to previous year.
Return on capital employed	0.68%	0.27%	154.0%	Improvement due to better utilization of capital employed and increase in operating profitability.

Key performance highlights

The Company achieved annual revenue of ₹345.66 crore in FY 2025-26, representing a growth of 23.95% compared to ₹278.88 crore in the previous year. The growth was driven by improved demand across key customer segments and stronger execution during the year.

Profitability

Reported EBITDA: The Company reported a strong improvement in operating performance during FY 2025-26, with EBITDA of ₹65.69 crore as against an EBITDA loss of ₹8.79 crore in FY 2024-25. EBITDA margin improved significantly to 19.40% from (3.22%), reflecting higher revenues, improved operating efficiencies and a favourable product mix.

Profit Before Tax (PBT): The Company reported a profit before tax of ₹15.70 lakh during FY 2025-26 as compared to a loss before tax of ₹468.56 lakh in FY 2024-25. Consequently, the PBT margin improved to 0.05% from (1.72%) in the previous year.

Profit After Tax (PAT): The Company reported a net loss of ₹787.40 lakh during FY 2025-26 as compared to a net loss of ₹179.98 lakh in FY 2024-25. The higher loss after tax was primarily attributable to the exceptional loss of ₹4,705.30 lakh and tax expense of ₹803.11 lakh recognized during the year. Consequently, the PAT margin stood at (2.33%) as against (0.66%) in FY 2024-25.

Cautionary statement

This report is prepared in compliance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is intended to provide information to the shareholders of the Company. It should not be construed as an offer, invitation, or solicitation for any investment or as a guarantee of future performance. The statements made in this report describing the Company's objectives, projections, estimates, expectations, or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations.

Actual results may differ materially from those expressed or implied due to various risks and uncertainties. Key factors that may affect the Company's performance include, but are not limited to:

- Domestic and global economic conditions impacting demand, supply, and pricing;
- Fluctuations in raw material and fuel costs;
- Delays in execution of projects by customers;
- Changes in government policies, regulatory frameworks, tax laws, and other statutes;
- Competitive pressures in domestic and international markets.

The Company assumes no obligation to publicly update or revise any forward-looking statements, whether due to new information, future events, or otherwise. Readers are therefore cautioned not to place undue reliance on these statements

Independent Auditor's Report

To
The members of
Hindusthan Insulators & Industries Limited
(formerly known as Hindusthan Urban Infrastructure Limited)

I. Report on the Audit of Standalone Financial Statements for the year ended 31st March 2026

1. Opinion

A. We have audited the Standalone Financial Statements of HINDUSTHAN INSULATORS & INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to financial statements including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

B. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its Loss, other comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

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

3. 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 that there are no key audit matters to be communicated in our report.

4. Information Other than the Standalone Financial Statements and Auditor's Report thereon

A. The Company's Board of Directors is responsible for the preparation of 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.

B. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

5. Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

A. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) specified under section 133 of company Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

6. Auditor's Responsibilities for the Audit of the Standalone Financial Statements

A. 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

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

i) 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.

ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has an adequate internal financial controls system in place and the operating effectiveness of such controls.

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

iv) 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.

v) Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

C. 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.

D. 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.

E. 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.

II. 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 in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable.

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

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

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

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

   d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

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

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

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

   i) The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements. Refer notes 32 to the standalone financial statements.

   ii) The Company has made provision, as required under the applicable law or Ind-AS, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

   iii) There has been no delay in transferring the amounts required to be transferred to the Investor Education and Protection Fund by the Company.

   iv) (a) The Management has represented that, to the best of its knowledge and belief, 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

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

(d) The Company has neither declared nor paid any dividend during the year

(e) Based on our examination which included test checks, the Company has used accounting software's 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's. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

3. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act:

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

For K.N. Gutgutia & Co.
Chartered Accountants
FRN 304153E

(B.R. Goyal)
Partner
M. NO. 12172
UDIN: 26012172KQPCPR7289

Place: New Delhi
Date: 27/05/2026

Annexure “A” to the Independent Auditor’s Report

(Referred to in paragraph II point 1 under “Report on Other Legal and Regulatory Requirements” section of our report to the members of HINDUSTHAN INSULATORS & INDUSTRIES LIMITED of even date)

i) In respect of the Company’s Property, Plant and Equipment and Intangible Assets:

(a) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

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

(b) The Company has a regular program of physical verification of its Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years in a phased manner. In accordance with this program a portion of the Property, Plant and Equipment has been physically verified by the management during the year and no material discrepancies have been noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

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

ii) (a) The inventories have been physically verified during the year lying at various factory sites by the management at reasonable intervals. In our opinion, no material discrepancies were noticed on physical verification of stocks.

(b) The Company has been sanctioned working capital limits in excess of ₹5 crore, in aggregate, during the year, from banks on the basis of security of current assets and we found the quarterly statements filed by the company with such banks are in agreement with the books of account of the company.

iii) The Company has not provided any loans or advances in the nature of loans or stood guarantee or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) to 3(iii)(f) of the Order are not applicable.

iv) The company has complied with the provisions of section 185 and 186 of the Act in respect of Investment made, Loans granted, and securities provided, as applicable.

v) The Company has not accepted any deposits or amounts which are deemed to be deposits. and hence paragraph 3(v) of the Order is not applicable to the Company.

vi) Pursuant to the rules made by the central government of India, the company is required to maintain cost records as specified under section 148(1) of the act in respect of its products. We have broadly reviewed the same, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records with a view to determining whether they are accurate or complete.

vii) In respect of statutory dues:

(a) According to the records examined by us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax , Goods & Service Tax, Duty of Custom, Duty of Excise, Cess and other statutory dues wherever applicable.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Income Tax, Duty of Customs, Goods and Service Tax, Cess and other material statutory dues were in arrears as at 31st March 2026 for a period of more than six months from the date they became payable.

(b) According to the records and information and explanations given to us and the records of the company examined by us, dues of Income Tax, Sales Tax Service Tax, Goods & Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues which have not been deposited on account of disputes are as follows:

Name of the Statute	Nature of dues	Amount (in ₹) (Net of amount paid)	Year to which the amount relates (FY)	Forum where dispute is pending
Central Sales Tax Act, 1956 & Sales Tax/Vat Act of Various States				
	Sales Tax, U.P.	4,88,619	1995-96	Assistant Commissioner (Assessment), Ghaziabad
		9,25,200	2000-01	Hon'ble High Court, Allahabad
	Sales Tax, Gwalior	12,75,806	2015-16	Additional Commissioner cum Appeallte Authority-Gwalior
	VAT, Khurda	2,86,973	2017-18	CESTAT , Cuttak
	Central Sale Tax, Khurda	73,60,288	2017-18	
	Central Sales Tax, Madhya Pradesh	43,285	2014-15	M.P Commercial Tax Board
		7,49,935	2015-16	
		25,22,753	2016-17	
		35,067	2017-18	
Central Excise	Central Excise, Guwahati	15,90,385	2012-13 & 2013-14	CESTAT, Kolkata
		25,67,144	2014-15	
	Central Excise, Khurda	19,99,629	2014-15	
GST Act	GST, Bhopal	1,32,30,671	2017-18 & 2018-19	GSTAT
	GST, Khurda	13,78,343	2017-18	Appeal filed with Commissioner (Appeals), GST & Central Excise
	GST, Guwahati	2,63,069	2017-18 & 2018-19	Writ in High Court
	GST, Guwahati	1,95,17,052	2018-19, 2019-20, 2020-21 & 2021-22	Writ in High Court
	GST, Khurda	5,68,765	2022-23	Superintendent CGST Khurda
	GST, Khurda	2,36,39,802	2019-20	Commissioner CGST Khurda
Custom Act	Custom Duty	11,52,919	2021-22	

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) (a) Based on our audit procedures and according to the information given by the management, the company has not defaulted on repayment in respect of any loans or borrowings from any financial institution, bank, government.

(b) The Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

(c) Based on our audit procedures and according to the information given by the management, term loans were applied for the purpose for which the loans were obtained and not for any other purpose.

(d) On an overall examination of the financial statements of the Company, funds raised on a short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x) (a) The Company has not raised any money by way of any initial public offer or further public offer (including debt instrument) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

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

xi) (a) 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 information and explanations given by the management of the company, no whistle blower complaints received by the Company during the year (and up to the date of this report), hence 3 (xi)(c) of the Order is not applicable to the Company.

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

xiii) As per the information and explanations and records made available by the management of the company and audit procedure performed, for the related party's transaction entered during the year, the company has complied with the provisions of sec 177 and 188 of the act, wherever applicable. As explained, as per records and details made available to us such related party's transactions have been disclosed in note no. 35 of standalone financial statements as required by the applicable Ind-AS.

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

(b) We have considered the internal audit reports 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) In our opinion during the year the Company has not entered into any non-cash transaction with the Director or person connected with him. Hence paragraph 3 (xv) of the Order is not applicable to the Company.

xvi) In our opinion, The Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934 and hence paragraph 3 (xvi) of the Order is not applicable to the Company.

In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii) The Company incurred cash profit during the financial year covered by our audit and in the immediately preceding financial year.

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

xix) On the basis of the financial ratios, ageing and expected dates of 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 of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. 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) Provisions of Section 135 (Corporate Social Responsibility (CSR)) of the Companies Act, is not applicable to the company for the current year. Hence, reporting under clause 3(xx) of the Order is not applicable.

For K.N. Gutgutia & Co.
Chartered Accountants
FRN 304153E

(B.R. Goyal)
Partner
M. NO. 12172

Place: New Delhi
Date: 27/05/2026

Annexure "B" to the Independent Auditor's Report

(Referred to in paragraph II point 2 A (f) under "Report on Other Legal and Regulatory Requirements" section of our report to the members of HINDUSTHAN INSULATORS & INDUSTRIES LIMITEDof even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Opinion

We have audited the internal financial controls over financial reporting of HINDUSTHAN INSULATORS & INDUSTRIES LIMITED("the Company") as of March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the 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 Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For K.N. Gutgutia & Co.
Chartered Accountants
FRN 304153E

(B.R. Goyal)
Partner
M. NO. 12172

Place: New Delhi
Date: 27/5/2026

Balance Sheet as at March 31, 2026

(₹ in Lakhs)

Particulars	Note No.	As at Mar 31, 2026	As at Mar 31, 2025
ASSETS			
1. Non - current assets			
(a) Property, Plant and Equipment	2	8,210.13	8,484.08
(b) Capital work - in - progress	3	3,930.22	46.58
(c) Investment Properties	4	21,958.97	22,026.62
(d) Other Intangible assets	5(a)	8.36	10.43
(e) Intangible assets under development	5(b)	13.56	9.76
(f) Financial assets			
(i) Investment	6	2,033.04	8,807.19
(ii) Loans	10	-	4,375.66
(iii) Other Financial Assets	11	1,016.36	2,875.80
(g) Other non - current assets	13	4,247.52	1,144.74
Total non - current assets		**41,418.17**	**47,780.86**
2. Current assets			
(a) Inventories	7	10,014.01	8,921.76
(b) Financial assets			
(i) Trade receivables	8	5,024.39	5,482.37
(ii) Cash and cash equivalents	9(I)	1,328.18	307.88
(iii) Other bank balances	9(II)	5,307.95	259.15
(iv) Loans	10	-	-
(v) Other Financial Assets	11	250.85	48.55
(c) Current Tax Assets (Net)	12	93.31	181.14
(d) Other Current Assets	13	2,625.36	1,928.93
Total current assets		**24,644.06**	**17,129.77**
Total Assets		**66,062.23**	**64,910.64**
EQUITY AND LIABILITIES			
1. EQUITY			
(a) Equity share capital	14	144.29	144.29
(b) Other equity		42,140.02	42,918.87
Total equity		**42,284.31**	**43,063.16**
2. LIABILITIES			
(A) Non - current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	3,801.81	3,536.57
(ii) Other financial liabilities	17	347.88	347.88
(b) Provisions	18	323.10	356.22
(c) Deferred tax liabilities (net)	19	5,752.24	4,997.35
(d) Other Non-current liabilities	20	43.88	57.87
Total non - current liabilities		**10,268.91**	**9,295.89**
(B) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	7,117.46	6,035.44
(ii) Trade payables			
(a) total outstanding dues of micro and small enterprises	16	800.04	617.99
(b) total outstanding dues of creditors other than (ii) (a) above	16	2,181.68	3,509.03
(iii) Other financial liabilities	17	1,755.38	1,005.78
(b) Other current liabilities	20	1,271.06	1,015.48
(c) Provisions	18	383.39	367.87
Total current liabilities		**13,509.01**	**12,551.59**
Total Equity & Liabilities		**66,062.23**	**64,910.64**

Material accounting policies 1

Notes to the financial statements 2-54

The accompanying notes referred to above form an integral part of the financial statements.

As per our report of even date
For K. N. Gutgutia & Company
Chartered Accountants
FRN: 304153E

For and on behalf of the Board of directors of Hindusthan Insulators & Industries Limited

(B. R. Goyal)
Partner
Membership No: 12172

Raghavendra Anant Mody
(DIN : 03158072)
Chairman and Whole Time Director

Deepak Kejriwal
(DIN : 07442554)
Managing Director

Place: New Delhi
Date : 27th May,2026

Shailendra Jhalani
PAN : ADLPJ4576C
Chief Financial Officer

Neha Kejriwal
Membership No: F12381
Company Secretary & Compliance Officer

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

(₹ in Lakhs)

	Particulars	Note No.	Year ended 31.03.2026	Year ended 31.03.2025
I	Revenue from operations	21	33,854.37	27,279.11
II	Other income	22	711.63	608.40
III	**Total income (I + II)**		**34,566.01**	**27,887.52**
IV	Expenses :			
	Cost of Materials Consumed	23	10,691.75	9,806.04
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	24	103.79	2,172.42
	Employee benefits expense	25	2,640.78	2,218.39
	Finance costs	26	944.62	1,253.74
	Depreciation and amortization expense	27	903.22	935.91
	Other expenses	28	14,560.83	14,569.56
	Total expenses		**29,845.00**	**30,956.05**
V	**Profit /(Loss) before exceptional items and tax (III - IV)**		**4,721.01**	**(3,068.54)**
VI	Exceptional items	29	(4,705.30)	2,599.97
VII	**Profit/(Loss) before tax (V-VI)**		**15.70**	**(468.56)**
VIII	**Tax expense/(benefit)**	30		
	(1) Current tax		356.83	-
	(2) Deferred tax		373.23	(288.59)
	(3) Tax adjustment of earlier years		73.05	-
			803.11	**(288.59)**
IX	**Profit / (Loss) for the year (VII - VIII)**		**(787.40)**	**(179.98)**
X	Other Comprehensive Income			
	(i) Items that will not be reclassified to profit or loss	31	12.06	8.68
	(ii) Income tax relating to items that will not be reclassified to profit or loss		(3.51)	(3.03)
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Total Other Comprehensive Income for the year		**8.55**	**5.65**
XI	**Total Comprehensive Income for the year (IX + X)**		(778.85)	(174.33)
XII	**Earnings per equity share:**			
	(1) Basic		(10.91)	(2.49)
	(2) Diluted		(10.91)	(2.49)

Material accounting policies **1**

Notes to the financial statements **2-54**

The accompanying notes referred to above form an integral part of the financial statements.

As per our report of even date
For K. N. Gutgutia & Company
Chartered Accountants
FRN: 304153E

For and on behalf of the Board of directors of
Hindusthan Insulators & Industries Limited

(B. R. Goyal)
Partner
Membership No: 12172

Raghavendra Anant Mody
(DIN : 03158072)
Chairman and Whole Time Director

Deepak Kejriwal
(DIN : 07442554)
Managing Director

Place: New Delhi
Date : 27th May,2026

Shailendra Jhalani
PAN : ADLPJ4576C
Chief Financial Officer

Neha Kejriwal
Membership No: F12381
Company Secretary & Compliance Officer

Statement of Cash Flows

for the year ended Mar 31, 2026

(₹ in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
CASH FLOW FROM OPERATING ACTIVITIES		
Profit /(Loss) Before Tax	**15.70**	**(468.56)**
Adjustments for :		
Depreciation & amortisation expense	903.22	935.91
Unrealised Foreign Exchange Fluctuation Loss/(Gain)	(50.92)	(33.03)
Finance Cost	944.62	1,253.74
Liability/Sundry Balance Written back	(15.11)	(10.43)
Re-measurement of defined benefit plans transferred to OCI	12.06	8.68
Rental Income	(718.86)	(741.92)
Interest Income	(542.80)	(541.35)
Loss/ (Profit) on Sale of Property, Plant & Equipment	(3.24)	(17.32)
Profit on Sale of Assets held for Sale	-	(2,599.97)
Realized Loss/ (gains) on Sale of Investment (Mutual Funds)	(94.89)	-
Realized Loss/ (gains) on Sale of Investment in Subsidiary	4,705.30	-
Unrealized loss/ (gains) on Investments (FVTPL)	48.57	-
Operating Profit Before Working Capital Changes	**5,203.67**	**(2,214.26)**
Adjustments for :		
(Increase)/Decrease in Trade Receivables	508.90	660.05
(Increase)/Decrease in Loans & Other Assets	(4,001.51)	(585.65)
(Increase)/Decrease in Inventories	(1,092.25)	1,743.07
Increase/(Decrease) in Trade Payable, Provisions & Other Liabilites	(156.60)	(254.26)
Cash Generated from Operations	**462.21**	**(651.04)**
Direct Tax Paid (net of refund)	(36.10)	13.87
Net Cash Inflow /(Outflow) from Operating Activities	**498.30**	**(664.91)**
CASH FLOW FROM INVESTING ACTIVITIES		
Acquisition / Purchase of PPE & Other Intangible Assets	(4,545.04)	(33.56)
Sale Proceeds of Property, Plant & Equipment (PPE)	101.28	1,302.79
Sale Proceeds on Sale of Assets held for Sale	-	6,147.19
Sale Proceeds on Sale of Investments	9,366.16	-
Purchase of Investment Property	-	-
Purchase of Investment	(7,251.00)	-
Interest Income Received	542.80	541.35
(Investment)/Redemption in Term Deposit with bank as margin money	(5,847.24)	(189.17)
(Loan given)/Repayment received and Interest accrued there on	7,033.54	(413.50)
Rental Income	718.86	741.92
Net Cash Inflow /(Outflow) from Investing Activities	**119.35**	**8,097.02**

Statement of Cash Flows

for the year ended Mar 31, 2026

(₹ in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds From / (Repayment) of Short Term Borrowings (net)	(142.98)	(5,378.74)
Loan taken from /(repaid to) Related parties	1,225.00	(862.54)
Proceeds from /(Repayment) of Long term Borrowings	-	(10.56)
Finance Cost Paid	(679.38)	(1,007.01)
Net Cash Inflow /(Outflow) from Financing Activities	**402.64**	**(7,258.85)**
Net Increase/ (Decrease) in cash & cash equivalents	**1,020.30**	**173.26**
Cash & cash equivalents at Beginning of the Year	307.89	134.63
Cash & cash equivalents at End of the Year	1,328.19	307.89
Components of cash & cash equivalents:		
- Balance with Banks : On current accounts	985.19	82.70
- Cash on hand	7.77	19.89
- Term Deposits with Banks (with maturity of less than 3 months)	335.22	205.29
	1,328.19	**307.89**

1) The above cash flow has been prepared under the “Indirect Method” as set out in Ind AS-7 : Statement of Cash Flows

2) Acquisition/Purchase of Property, Plant & Equipment includes movement of capital work in progress, Intangible assets and capital advances & capital payable, paid during the year.

Material accounting policies	1
Notes to the financial statements	2-54

The accompanying notes referred to above form an integral part of the financial statements.

As per our report of even date
For K. N. Gutgutia & Company
Chartered Accountants
FRN: 304153E

(B. R. Goyal)
Partner
Membership No: 12172

Place: New Delhi
Date : 27th May,2026

For and on behalf of the Board of directors of Hindusthan Insulators & Industries Limited

Raghavendra Anant Mody
(DIN : 03158072)
Chairman and Whole Time Director

Deepak Kejriwal
(DIN : 07442554)
Managing Director

Shailendra Jhalani
PAN : ADLPJ4576C
Chief Financial Officer

Neha Kejriwal
Membership No: F12381
Company Secretary & Compliance Officer

Statement of Changes in equity

for the year ended March 31, 2026

A Equity Share Capital

(₹ in Lakhs)

Particulars	Issued		Subscribed & fully paid up	
	No of Shares	Amount	No of Shares	Amount
Equity shares of ₹10 each -				
As at March 31, 2025	1443000	144.30	1442885	144.29
Equity shares of ₹2 each -				
As at March 31, 2026	7215000	144.30	7214425	144.29

B Other Equity

(₹ in Lakhs)

Particulars	Reserves and Surplus			Items of Other Comprehensive Income	Equity Component of	Total
	Capital Redemption Reserve	General Reserve	Surplus / (Deficit)	Remeasurement of Defined Benefit Plans	Redeemable Preference Share Capital (Net of Taxes)	
Balance as at 31.03.2025 (A)+(B)+(C) (D)	**26.44**	**39,538.21**	**(1,441.43)**	**(52.71)**	**4,848.37**	**42,918.87**
Profit for the year	-	-	(787.40)	-	-	(787.40)
Items of OCI for the year ended, net of tax						
Remeasurement benefit of defined benefit plans	-	-	-	8.55	-	8.55
Total Comprehensive Income for the year 2025-26 (E)	**-**	**-**	**(787.40)**	**8.55**		**(778.85)**
Increase / Reductions during the year						
Transferred to / (from) - Surplus / (Deficit)	-	(2,228.83)	2,228.83	-	-	-
Transferred to / (from) - Revaluation Reserve	-	-	-	-	-	-
Total (F)	**-**	**(2,228.83)**	**2,228.83**	**-**	**-**	**-**
Balance as at 31.03.2026 (D)+(E)+(F) (G)	**26.44**	**37,309.38**	**-**	**(44.16)**	**4,848.37**	**42,140.02**

Material accounting policies 1

Notes to the financial statements 2-54

The accompanying notes referred to above form an integral part of the financial statements.

As per our report of even date
For K. N. Gutgutia & Company
Chartered Accountants
FRN: 304153E

For and on behalf of the Board of directors of Hindusthan Insulators & Industries Limited

(B. R. Goyal)
Partner
Membership No: 12172

Raghavendra Anant Mody
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Managing Director

Place: New Delhi
Date : 27th May,2026

Shailendra Jhalani
PAN : ADLPJ4576C
Chief Financial Officer

Neha Kejriwal
Membership No: F12381
Company Secretary & Compliance Officer

Notes to the Financial Statements

for the year ended March 31, 2026

Company Information

Hindusthan Insulators & Industries Limited (Formerly known as Hindusthan Urban Infrastructure Limited) (the 'Company') is a public limited Company domiciled and incorporated in India under the Indian Companies Act, 1956. The registered office of the Company is located at 'Kanchenjunga' (7th Floor),18, Barakhambha Road, New Delhi, India. The Company is listed on the Bombay Stock Exchange (BSE).

The Company is engaged mainly in the business of manufacturing & selling of electrical conductors, insulator products and also engaged in real-estate activity of renting out property.

These financial statements were authorized for issue in accordance with a resolution of the directors on dated 27th May, 2026.

Note No. 1. Significant Accounting Policies

1.1 Basis of preparation of financial statements

(i) Statement of compliance

These financial statements are the separate financial statements of the Company (also called standalone financial statements) prepared in accordance with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

(ii) Historical cost convention

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements.

(iii) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Lakhs as per the requirement of Schedule III, unless otherwise stated

1.2 Key accounting estimates and judgements

The preparation of the Company's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Critical accounting estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

a. Property, Plant and Equipment

Property, Plant and Equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the asset.

b. Defined benefit obligation

The costs of providing post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in Note 34, 'Employee benefits'.

c. **Fair value measurement of Financial Instruments**

When the fair values of financials assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using prudent valuation techniques, which involve various judgements and assumptions.

d. **Income taxes**

The Company's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/ recovered for uncertain tax positions/deferred tax liability/assets.

1.3 Current & non-current classification:

The assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

a) it is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;

b) it is held primarily for the purpose of being traded;

c) it is expected to be realised within 12 months after the reporting date; or

d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

a) it is expected to be settled in the company's normal operating cycle;

b) it is held primarily for the purpose of being traded;

c) it is due to be settled within 12 months after reporting date; or

d) the company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

1.4 Property, Plant and Equipment and Intangible Assets

(i) **Property, Plant and Equipment**

Property, plant and equipment are stated at cost net of recoverable taxes and includes amounts added on revaluation, less accumulated depreciation and impairment loss, if any.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other nonrefundable purchase taxes or levies, and any directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Expenditure incurred on start-up and commissioning of the project and/or substantial expansion, including the expenditure up to the date of commencement of commercial production are capitalised. Subsequent expenditures related to an item of fixed asset are capitalised to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

(ii) **Capital work in progress and Capital advances:**

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances paid towards acquisition of fixed assets outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Notes to the Financial Statements

for the year ended March 31, 2026

(iii) Intangible Assets

❖ **Acquired Intangible Assets**

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortization / impairment loss, if any.

Subsequent expenditure is capitalized only when it increases the future economic benefits from the specific asset to which it relates.

❖ **Internally generated intangible assets**

Internally generated intangibles including research cost are not capitalized and the related expenditure is recognized in the Statement of Profit and Loss in the period in which the expenditure is incurred.

(iv) Derecognition

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the Statement of Profit and Loss when the asset is derecognized.

(v) Depreciation and Amortization

❖ **Depreciation**

Depreciation on each part of an item of property, plant and equipment is provided using the Straight-Line Method as per the useful lives and in the manner prescribed under Part C of Schedule II of the Companies Act, 2013.

Freehold land is not depreciated. Leasehold land and Leasehold improvements are amortized over the period of the lease.

The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

On increase in value due to revaluation on the basis of remaining useful life as estimated by the valuer, the corresponding amount is directly transferred to General Reserve from Revaluation Reserve.

❖ **Amortization**

Intangible Assets with finite lives are amortized on a Straight-Line basis over the estimated useful economic life. The amortization expense on intangible assets with finite lives is recognized in the Statement of Profit and Loss.

The estimated useful life of intangible assets like Product development, Software systems etc. has been estimated as five years.

The amortization period and the amortization method for an intangible asset with finite useful life is reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

1.5 Impairment

The Company assesses at each Balance Sheet date whether there is any indication that an asset/cash generating unit may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset/cash generating unit. If such recoverable amount of the asset or the recoverable amount of the cash generating unit is less than the carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss.

An assessment is also done at each balance sheet date whether there is any indication that an impairment loss recognized for an asset/cash generating unit in prior accounting periods may no longer exist or may have decreased. If any such indications exists, the assets/ cash generating unit's recoverable amount is estimated. The carrying amount of the fixed asset/ cash generating unit is increased to the revised estimate of its recoverable amount but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in previous periods. A reversal of impairment loss is recognized in the Statement of Profit and Loss.

1.6 Revenue Recognition

Revenue from sale of products & services is recognized when the significant risks and rewards of ownership of the products or services are transferred to the buyer, recovery of the consideration is reasonably assured and the amount of revenue can be measured reliably. Revenues is net of goods & service tax (GST) and discounts, if any.

Income from subsidy, disbursed/disbursable by the Governments is included in other operating income. The subsidy amount is recognized only to the extent that the realization is reasonably assured.

Dividend income is recognized when the right to receive the income is established.

Income from interest on deposits and loans is recognized on time proportionate basis.

Export incentives/ benefits are accounted for on accrual basis in the year in which exports are made and are included in other operating income.

1.7 Government grants and subsidies

The Company is entitled to subsidies from government in respect of manufacturing unit located in specified regions.

Such subsidies are measured at amounts receivable from the government which are non-refundable and are recognized as income when there is a reasonable assurance that the Company will comply with all necessary conditions attached to them.

Government subsidy relating to purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Statement of Profit and Loss on a straight line basis over the expected life of the related assets and presented within other operating revenue.

1.8 Inventory

Inventories are stated at lower of cost or net realisable value except scrap which is valued at net estimated realizable value.

The cost for the purpose of valuation is computed on the basis of weighted average price in case of Conductors and in case of Insulators Division on the basis of First-in-First out (FIFO)

Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

The cost of work-in-progress and finished goods comprises of raw materials, packing materials, direct labour, other direct costs, and appropriate portion of variable and fixed production overheads and such other costs incurred as to bring the inventory to its present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities.

Net realisable value is the estimate of the selling price in the ordinary course of business, less the estimated costs of completion/ reprocessing and the estimated cost necessary to make the sale.

1.9 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A) Financial Assets

The Company recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis.

Notes to the Financial Statements

for the year ended March 31, 2026

All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

a) **Effective interest method**

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premium or discounts) through the expected life of the debt instrument, or where appropriate, a shorter period to the net carrying amount on initial recognition.

Income is recognized on effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in the statement of profit and loss and is included in the" Other income" line item.

b) **Investment in Equity Instruments at fair value through profit & loss**

These investments are initially measured at fair value plus transaction costs subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized in profit & loss

c) **Financial assets at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

B) Financial Liabilities

The Company recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. 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.

1.10 Derivative financial instrument

The Company uses derivative financial instruments, such as forward & Options currency contracts to hedge its foreign currency risks. Derivative financial instruments are measured at their fair value at the end of each reporting period.

1.11 Measurement of Fair Values

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices 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 or indirectly

Level 3 — inputs that are unobservable for the asset or liability

1.12 Investment in Subsidiary Companies

The Company has elected to recognize its investments in subsidiary companies at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements'. The details of such investments are given in Note 6.

1.13 Foreign Currency Translation

Initial Recognition:

On initial recognition, transactions in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.

Measurement of foreign currency items at reporting date:
Foreign currency monetary items of the Company are translated at the closing exchange rates. Non-monetary items that are measured at historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction.

Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured.

Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

1.14 Income Taxes

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax:
Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961.

Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Deferred tax:
Deferred tax is recognized 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 under Income Tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Presentation of current and deferred tax:
Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

1.15 Provisions and Contingencies

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated. If the effect of 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 recognized as a finance cost.

Notes to the Financial Statements

for the year ended March 31, 2026

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 embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

1.16 Cash and Cash Equivalents

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

1.17 Employee Benefits

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

Post-Employment Benefits:

I. **Defined Contribution plans:**

Recognition and measurement of defined contribution plans:

The Company recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss when the employees render services to the Company during the reporting period.

II. **Defined Benefit plans:**

Recognition and measurement of Defined Benefit plans:

The cost of providing defined benefits is determined using the actuarial valuation techniques with actuarial valuations being carried out at each reporting date. Re-measurements of the net defined benefit liability / (asset) comprising actuarial gains and losses, are recognized in Other Comprehensive Income. The Company presents the above liability/ (asset) as current and non-current in the Balance Sheet as per actuarial valuation by the independent actuary.

Other Long Term Employee Benefits:

Entitlements to annual leave and sick leave are recognized when they accrue to employees. Sick leave can only be availed while annual leave can either be availed or encashed subject to a restriction on the maximum number of accumulation of leave. The Company determines the liability for such accumulated leaves using the actuarial valuation techniques.

1.18 Research & Development

Expenditure on research is recognized as an expense when it is incurred. Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognized as an expense when it is incurred.

1.19 Borrowing Cost

Borrowing cost includes interest, ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

1.20 Operating Segment

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

Notes to the Financial Statements

for the year ended March 31, 2026

1.21 Events occurring after Reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

1.22 Earnings Per Share

a) **Basic earnings per share**

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

b) **Diluted earnings per share**

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to the equity shareholders after taking income tax effect of interest and other finance cost associated with dilutive potential equity shares and the weighted average number of equity shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

1.23 Investment Properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property.

Investment property is measured at its cost, including related transaction costs and where applicable borrowing costs less depreciation and impairment if any.

Depreciation on building is provided over its useful life using the Straight-Line Method

1.24 Exceptional items

When items of income and expense within statement of profit and loss from ordinary activities are of such

size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed separately as exceptional items.

1.25 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term.

Notes to the Financial Statements

for the year ended March 31, 2026

Lease Liability

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

1.26 Non current assets held for sale and discontinued operations

Non-current assets 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. Non-current assets classified as held for sale are measured at lower of their carrying amount and fair value less cost to sell. Non-current assets classified as held for sale are not depreciated or amortised from the date when they are classified as held for sale. Non-current assets classified as held for sale and the assets and liabilities of a disposal group classified as held for sale are presented separately from the other assets and liabilities in the Standalone Balance Sheet.

Notes to the Financial Statements

for the year ended March 31, 2026

2. Property, Plant & Equipment

(₹ in Lakhs)

Particulars	Leasehold Land	Buildings	Plant & equipment	Office equipment	Furniture & fixtures	Motor Vehicle	Right of use assets	Total
Gross Block								
As at 01.04.2024	160.20	4,941.09	16,689.87	271.10	454.39	508.93	-	23,025.57
Additions			71.56	6.75	0.45	11.93		90.68
Disposals	(40.72)	(641.93)	(1,311.40)			(271.18)	-	(2,265.22)
As at 31.03.2025	**119.48**	**4,299.16**	**15,450.03**	**277.85**	**454.83**	**249.68**	**-**	**20,851.03**
As at 01.04.2025	119.48	4,299.16	15,450.03	277.85	454.83	249.68	-	20,851.03
Additions			622.24	13.88	3.27	18.21		657.60
Adjsutment	(15.00)							(15.00)
Disposals			(83.44)	(0.28)		(12.98)		(96.71)
As at 31.03.2026	**104.48**	**4,299.16**	**15,988.83**	**291.44**	**458.10**	**254.91**	**-**	**21,396.93**
Depreciation								
As at 01.04.2024	29.57	2,544.33	8,990.16	237.40	329.02	351.59	-	12,482.07
Charge for the year	1.31	155.34	630.54	7.96	40.61	28.87	-	864.63
Disposals	-	(194.10)	(529.10)	-	-	(256.54)	-	(979.75)
Assets held for sale (Refer Note 48)								
As at 31.03.2025	**30.87**	**2,505.57**	**9,091.60**	**245.36**	**369.63**	**123.92**	**-**	**12,366.96**
As at 01.04.2025	30.87	2,505.57	9,091.60	245.36	369.63	123.92	-	12,366.96
Charge for the year	1.31	134.79	630.17	7.49	30.83	28.93		833.50
Disposals	-	-	(1.49)	(0.21)	-	(11.96)	-	(13.66)
Assets held for sale (Refer Note 48)								
Adjustments	-	-	-	-	-	-	-	-
As at 31.03.2026	**32.18**	**2,640.36**	**9,720.28**	**252.63**	**400.46**	**140.88**	**-**	**13,186.79**
Net Block	-	-	-	-	-	-	-	-
As at 31.03.2025	88.61	1,793.59	6,358.43	32.49	85.20	125.76	-	8,484.08
As at 31.03.2026	**72.30**	**1,658.80**	**6,268.55**	**38.81**	**57.65**	**114.02**	**-**	**8,210.13**

3. Capital work - in - progress

(₹ in Lakhs)

Particulars	Amount
As at 31.03.2025	46.58
As at 31.03.2026	**3930.22**

Notes to the Financial Statements

for the year ended March 31, 2026

4. Investment Properties

(₹ in Lakhs)

Particulars	Land at Banera	Land at Bangalore (including Site development)	Land at Faridabad	Land at Guwahati	Building at Faridabad	Building at Guwahati	Total
Gross Block							
As at 01.04.2024	0.91	1098.86	19046.00	738.60	1001.21	1000.51	22886.09
Additions	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-
As at 31.03.2025	**0.91**	**1,098.86**	**19,046.00**	**738.60**	**1,001.21**	**1,000.51**	**22,886.09**
As at 01.04.2025	0.91	1098.86	19046.00	738.60	1001.21	1000.51	22886.09
Additions	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-
As at 31.03.2026	**0.91**	**1,098.86**	**19,046.00**	**738.60**	**1,001.21**	**1,000.51**	**22,886.09**
Depreciation							
As at 01.04.2024	-	-	-	-	463.95	326.35	790.29
Charge for the year	-	-	-	-	37.30	31.88	69.18
Other adjustments	-	-	-	-	-	-	-
As at 31.03.2025	**-**	**-**	**-**	**-**	**501.25**	**358.23**	**859.47**
As at 01.04.2025	-	-	-	-	501.25	358.23	859.47
Charge for the year	-	-	-	-	35.77	31.88	67.65
Other adjustments	-	-	-	-	-	-	-
As at 31.03.2026	**-**	**-**	**-**	**-**	**537.02**	**390.11**	**927.12**
Net Block							
As at 31.03.2025	0.91	1098.86	19046.00	738.60	499.96	642.29	22026.62
As at 31.03.2026	**0.91**	**1098.86**	**19046.00**	**738.60**	**464.20**	**610.41**	**21958.97**
Fair Value #							
31.03.2025	0.91	36000.00	27745.00	1169.45	1266.00	805.00	66986.36
31.03.2026	**0.91**	**50402.55**	**39306.64**	**4185.40**	**1148.58**	**705.60**	**95749.68**

 # Estimation of Fair Value

The company obtained independent valuations of its investment properties. The best evidence of fair value was the current prices in an active market for similar properties. The fair values of the investment properties in Bangalore were determined by K. Thammaiah & Associates, while those for Faridabad and Guwahati were determined by Jayant Consultants, Chartered Engineers & Registered Valuers.

(₹ in Lakhs)

	Year ended March 31, 2026	Year ended March 31, 2025
Rental income derived from investment properties	718.86	741.92
Direct operating expenses (including repairs and maintenance) generating rental income	216.45	61.21
Income arising from investment properties before depreciation	502.41	680.71
Depreciation	67.65	69.18
Income arising from investment properties (Net)	**434.76**	**611.53**

Premises given on operating lease:

The Company has given certain investment properties on operating lease. These lease arrangements range for a period between 2 and 5 years and include both cancellable and non-cancellable leases. Most of the leases are renewable for further period on mutually agreeable terms.

Notes to the Financial Statements

for the year ended March 31, 2026

4. Investment Properties *(Contd.)*

The total future minimum lease rentals receivable at the Balance Sheet date are as under: (₹ in Lakhs)

	As at 31.03.2026	As at 31.03.2025
For a period not later than one year	710.81	767.91
For a period later than one year and not later than five years	2,694.53	2,911.00
For a period later than five years	-	-
Total	**3,405.34**	**3,678.91**

5. (a) Other Intangible assets

(₹ in Lakhs)

Particulars	Computer softwares	Total
Gross Block		
As at 01.04.2024	204.90	204.90
Additions	-	-
Disposals	-	-
As at 31.03.2025	**204.90**	**204.90**
As at 01.04.2025	204.90	204.90
Additions	-	-
Disposals	-	-
As at 31.03.2026	**204.90**	**204.90**
Amortization		
As at 01.04.2024	192.37	192.37
Charge for the year	2.10	2.10
Disposals	-	-
As at 31.03.2025	**194.47**	**194.47**
As at 01.04.2025	194.47	194.47
Charge for the year	2.07	2.07
Disposals	-	-
As at 31.03.2026	**196.54**	**196.54**
Net Block		
As at 31.03.2025	**10.43**	**10.43**
As at 31.03.2026	**8.36**	**8.36**

5. (b) Intangible assets under development

(₹ in Lakhs)

Particulars	Amount
As at 31.03.2025	9.76
As at 31.03.2026	**13.56**

Notes to the Financial Statements

for the year ended March 31, 2026

6. Investments

(₹ in Lakhs)

Particulars	As at Mar 31, 2026		As at Mar 31, 2025	
	Current	Non-Current	Current	Non-Current
Unquoted Investment (Measured at Cost)				
Investments in Equity Shares				
Subsidiary Companies				
Hindusthan Speciality Chemicals Ltd.	-	-	-	8,459.31
Other Companies				
Continuum MP Windfarm Development pvt Ltd	-	347.88	-	90.48
Investments in Optionally Convertible Debentures				
Continuum MP Windfarm Development pvt Ltd	-	-	-	257.40
Unquoted Investment (Measured at Fair value)				
Investments in Mutual Funds	-	1,685.16	-	-
Total	**-**	**2,033.04**	**-**	**8,807.19**

*Share Purchase and Shareholder Agreement (SPSA) on 27-Jun-23 entered between Company (Captive User), Continuum MP Wind Farm Development Pvt. Ltd. (Seller - Company setting up Solar Plant) & Continuum Green Energy (India) Private Limited (Owner of Continuum MP Wind Farm Development Pvt. Ltd.) as per the requirement under Electricity Rule 2005, as company (Captive User , wish to purchase Power) entered into Power Purchase Agreement on 10-Jun-23 with Continuum MP Wind Farm Development Pvt. Ltd. (Seller - Company setting up Solar Plant)

(₹ in Lakhs)

	Face Value per unit	As at Mar 31, 2026		As at Mar 31, 2025	
		No. of Units	Amount	No. of Units	Amount
Aggregate amount of unquoted investments - At Cost					
Investments in Equity Shares - Subsidiary Company					
Hindusthan Speciality Chemicals Ltd. (₹10 each)	10	-	-	8,45,91,382	8,459.31
Investments in Equity Shares - Other Company					
Continuum MP Windfarm Development pvt Ltd	10	3478800	347.88	9,04,800	90.48
Investments in Optionally Convertible Debentures					
Continuum MP Windfarm Development pvt Ltd	10	-	-	25,74,000	257.40
		-	**347.88**		**8,807.19**
Aggregate amount of unquoted investments - At Fair Value (NAV)					
Investments in Mutual Funds - Cost		-	1,733.73	-	-
Investments in Mutual Funds - Fair Value (NAV)		-	1,685.16	-	-

Notes to the Financial Statements

for the year ended March 31, 2026

7. Inventories

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(I) Raw materials - In hand	2,737.22	1,880.83
- In transit	-	-
(II) Work-in-Progress	3,887.10	4,476.85
(III) Finished Goods	2,327.93	1,792.34
(IV) Stores & Spares and Packing	1,034.00	694.35
(V) Scrap	0.89	0.89
(VI) Goods in transit	26.86	76.49
Total	**10,014.01**	**8,921.76**

(i) For method of valuation of inventories, refer note 1.8

8. Trade Receivables

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
Trade receivables considered good - Secured				
- Secured, considered good (over six months)	-	-	-	-
- Secured, considered good (others)	-	-	794.25	373.31
Trade receivables considered good - Unsecured				
- Unsecured, considered good (over six months)	-	-	-	-
- Unsecured, considered good (others)	-	-	4,448.80	5,327.72
Total	-	-	**5,243.05**	**5,701.03**
Less: Loss allowance	-	-	(218.66)	(218.66)
Total	**-**	**-**	**5,024.39**	**5,482.37**

9. Cash & cash equivalents and Other Bank Balances

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
Cash and Bank Balances				
(I) Cash & cash equivalents				
(i) Balance with Banks	-	-	-	-
Current Accounts	-	-	985.19	82.70
(ii) Cash on Hand	-	-	7.77	19.89
(iii) Deposits with Banks held as Margin money/ Security (Maturity of less than three months)	-	-	335.22	205.29

Notes to the Financial Statements

for the year ended March 31, 2026

9. Cash & cash equivalents and Other Bank Balances *(Contd.)*

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
	-	**-**	**1,328.18**	**307.88**
(II) Other Bank Balances				
Earmarked Balances with Banks - Unclaimed Dividend	-	-	-	0.16
Deposits with Banks held as Margin money/ Security* (Maturity of more than 3 months and upto 12 months)	-	-	5,307.95	258.99
	-	**-**	**5,307.95**	**259.15**
Total	**-**	**-**	**6,636.14**	**567.03**

* Deposits with Banks held as Margin money/ Security includes Amount of ₹3859.28 Lakhs is lying in the Escrow account with State Bank of India (Converted into Fixed Deposit) for the Income tax demands pending of ₹2909.14 Lakhs (Pre-Deposited ₹120.00 Lakhs during the year) in respect of HSCL (the then subsidiary - In which company sold its shares during the year to DCM Shriram Limited) and ₹1070.14 Lakhs for Gujrat Industrial Development Corporation - non regulation charges.

10. Loans

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
Loans to related parties				
Hindusthan Speciality Chemicals Ltd.	-	4,375.66	-	-
Loans to employees	-	-	-	-
Total	**-**	**4,375.66**	**-**	**-**

Break-up of security details

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Loans considered good - Secured	-	-
Loans considered good - Unsecured	-	4,375.66
Loans which have significant increase in credit risk	-	-
Loans - credit impaired	-	-
Total	**-**	**4,375.66**

Notes to the Financial Statements

for the year ended March 31, 2026

11. Financial Assets: Others

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
Unsecured, considered good				
Interest accrued but not due	-	-	170.27	8.69
Interest receivable	-	2,657.87	-	-
Mark to Market Balance against outstanding forward contract	-	-	-	-
Deposits with Banks held as Margin money/ Security (Maturity of more than twelve months)	1,016.36	217.93	-	-
Income receivable	-	-	80.58	39.86
Total	**1,016.36**	**2,875.80**	**250.85**	**48.55**

12. Current Tax Assets/Liabilities (Net)

(₹ in Lakhs)

Particulars	As at Mar 31, 2026	As at Mar 31, 2025
Advance Payment of Tax / TDS / TCS (Net of Provisions)	93.31	181.14
Total	**93.31**	**181.14**

13. Other Assets

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
(I) Capital Advances				
Secured, considered good	-	-	-	-
Unsecured, considered good	2,702.54	22.28	-	-
(II) Security Deposits				
Secured, considered good	-	-	-	-
Unsecured, considered good	-	-	-	-
(A) (i) Sales Tax (Under Litigation)	216.45	214.98	-	-
(ii) Municipal Corporation (Under Litigation)	5.15	5.15	-	-
(iii) Central Excise & Custom (Under Litigation)	83.99	79.00	-	-
(iv) Electricity Board (Under Litigation)	-	-	-	-
(B) Others - I) Tender	31.45	58.72	-	-
II) Electricity	276.19	237.52	-	-
III) Others	84.70	92.74	-	-
Less: Provision for doubtful deposits	-	-	-	-

Notes to the Financial Statements

for the year ended March 31, 2026

13. Other Assets *(Contd.)*

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
(III) Earnest Money Deposit - Lien Fixed Deposit	-	-	-	-
- Others	7.31	7.31	-	-
(IV) Deposit/ Credit with Government Authorities				
GST, Custom, Excise & Service Tax	-	-	739.72	838.23
Income Tax Refundable	97.08	97.08	185.92	-
Income Tax - Deposit for Demand*	-	-	120.00	-
Sales tax	-	-	14.64	14.64
(V) Subsidies/ incentives receivable from Central/State government			-	-
(VI) Advances to Suppliers	-	-	1,130.99	736.90
Less: Provision for doubtful advances	-	-	-	-
(VII) Advance to Employees	-	-	61.32	60.70
Less: Provision for doubtful advances	-	-	-	-
(VIII) Other Advances				
Inter Unit Balances	-	-	-	-
Other	-	-	104.07	79.84
Prepaid Expenses	742.66	329.95	268.69	198.63
Total	**4,247.52**	**1,144.74**	**2,625.36**	**1,928.93**

* Income Tax Deposit for Demand inludes Pre deposit ₹120.00 Lakhs made during the year from Escrow account with State Bank of India for the Income tax demands pending of ₹2909.14 Lakhs in respect of HSCL (the then subsidiary - In which company sold its shares during the year to DCM Shriram Limited).

14. i) Equity Share Capital

(₹ in Lakhs)

Particulars	As at Mar 31, 2026	As at Mar 31, 2025
Authorised		
5,50,00,000 Equity Shares of ₹2/-each (31 March 2025 : 25,00,000 Equity Shares of ₹10/-each)	1,100.00	250.00
Issued		
72,15,000 Equity Shares of ₹2/-each (31 March 2025 : 14,43,000 Equity Shares of ₹10/-each)	144.30	144.30
Subscribed & Fully Paid up		
72,14,425 Equity Shares of ₹2/-each (31 March 2025 : 14,42,885 Equity Shares of ₹10/-each)	144.29	144.29
Total	**144.29**	**144.29**

14. i) Equity Share Capital *(Contd.)*

(a) Reconciliation of shares (FV ₹10 each) outstanding at the beginning and at end of the year: (₹ in Lakhs)

Particulars	As at Mar 31, 2026		As at Mar 31, 2025		No of Shares
	No of Shares	Amount	No of Shares	Amount	
Opening Balance	14,42,885.00	144.29	14,42,885.00	144.29	-
Add:- Addition during the Year	-	-	-	-	-
Less:- Deletion during the Year*	(14,42,885.00)	-	-	-	-
Closing Balance	**-**	**144.29**	**14,42,885.00**	**144.29**	**-**

* Each Equity shares having face value of ₹10 are subdivided/split into 5 (five) Equity shars having face value of ₹2 each on 14th March 2026

Reconciliation of shares (FV ₹2 each) outstanding at the beginning and at end of the year: (₹ in Lakhs)

Particulars	No of Shares	Amount	No of Shares	Amount	No of Shares
Opening Balance	-	-	-	-	-
Add:- Addition during the Year*	72,14,425.00	144.29	-	-	-
Less:- Deletion during the Year	-	-	-	-	-
Closing Balance	**72,14,425.00**	**144.29**	**-**	**-**	**-**

* Each Equity shares having face value of ₹10 are subdivided/split into 5 (five) Equity shars having face value of ₹2 each on 14th March 2026

(b) Terms/rights attached to equity shares

- The Company has equity shares having par value of ₹2/- per share. Each holder of equity shares is entitled to one vote per share.

  Shares in respect of each class in the company held by its holding company rights ultimate holding company including shares held by or by subsidiaries or associates of the holding company or the ultimate holding company in aggregate : NIL

- Shares reserved for issue under options and contracts/commitments for the sale of shares/disinvestment, including the terms and amounts : NIL

- In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts.The distribution will be in proportion to the number of equity shares held by the shareholders.

- The company has not Issued equity share capital including shares allotted for consideration other than cash during the past five years.

(c) Details of Shareholders holding more than 5% equity shares in the company (₹ in Lakhs)

Name of Shareholder	As at Mar 31, 2026		As at Mar 31, 2025	
	No. of Equity Shares (FV ₹ 2 each)	Percentage Holding	No. of Equity Shares (FV ₹10 each)	Percentage Holding
Hindusthan Consultancy & Services Ltd.	35,44,125.00	49.12%	7,08,825.00	49.12%
Carbo Industrial Holdings Ltd	6,64,100.00	9.21%	1,32,820.00	9.21%
Promain Ltd	5,89,500.00	8.17%	1,17,900.00	8.17%

Notes to the Financial Statements

for the year ended March 31, 2026

15. Borrowings

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
a) Loans repayable on demand				
From Related parties (Unsecured)	-	-	7,117.46	5,892.46
Sub Total	**-**	**-**	**7,117.46**	**5,892.46**
b) Liability Component of Redeemable Preference Shares	3,801.81	3,536.57	-	-
	3,801.81	**3,536.57**	-	-
c) Working Capital Facilities from Banks-Secured(Repayable on Demand)				
Cash Credit	-	-	-	142.98
Working Capital Demand Loan	-	-	-	-
Sub Total	**-**	**-**	**-**	**142.98**
Total	**3,801.81**	**3,536.57**	**7,117.46**	**6,035.44**

a) **Loans repayable on demand** - Inter-corporate loans taken during the year from related parties repayable on demand

b) **Liability Component of Redeemable Preference Shares :**

Redeemable Non-Cumulative Non-Convertible Preference Shares of ₹9,518.97 Lakhs issued on 12.12.2018. Present Value of Principal amount of such shares at the end of 20 years considered as Liability Component as per Ind-AS 32 using discount rate @ 7.50% is ₹3,801.81 Lakhs (Previous year - ₹3,536.57 Lakhs). Interest expense recognised during the year as per Ind-AS 32 is ₹265.24 Lakhs (Previous year - ₹246.74 Lakhs)

c) **Working Capial Facilities for Banks :**

(i) **Type of Loan:** Working capital facilities from State Bank of India, Bhopal Branch & IDBI Bank, Bhopal Branch for the Insulator division against which drawing is ₹0 Lakhs (Previous year - ₹142.98 Lakhs).

Nature of Security: Secured against hypothecation of all types of stocks and book debts and other receivable situated at plot no 1-8, New Industrial area Mandideep, Tehsil-Goharganj,Distt-Raisen, M.P. or such other place as approved by bank and secured collaterally by way of second charge on fixed assets of insulators division situated at plot no 1-8, New Industrial area Mandideep, Tehsil-Goharganj,Distt-Raisen, M.P.

16. Trade payables (including Acceptances)*

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro and small enterprises	800.04	617.99
Total outstanding dues of creditors other than micro and small enterprises	2,181.68	3,509.03
Total	**2,981.72**	**4,127.02**

*Acceptances include arrangements where operational suppliers of goods and services are initially paid by banks while the Company continues to recognise the liability till settlement with the banks which are normally effected within a period of 90 days.

Notes to the Financial Statements

for the year ended March 31, 2026

17. Other financial liabilities excluding provisions

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
Interest payable	-	-	667.50	353.65
Unclaimed dividend	-	-	-	0.16
Other Payables	-	-	786.50	437.25
Creditors For Capital Goods	-	-	87.56	22.28
Other Deposits : Trade/Service deposits	347.88	347.88	213.82	192.45
Total	**347.88**	**347.88**	**1,755.38**	**1,005.78**

18. Provisions

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
Provision for employee benefits	323.10	356.22	383.39	367.87
Total	**323.10**	**356.22**	**383.39**	**367.87**

19. Deferred tax liabilities (net)

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax liabilities on:		
- Fixed assets (PPE) U/s-32	7,562.03	8,297.14
- Equity Component of Preference Share Capital	1,664.84	2,090.49
	9,226.87	**10,387.63**
Deferred tax assets on:		
- Bonus, gratuity & leave salary U/s-43B	247.05	295.46
- Provision for doubtful debts U/s-36(1)(vii)	50.50	63.23
- Business loss / Un Absorbed Depreciation U/s-72	1,514.33	3,001.33
- Loss on Fair valuation of Equity investments (Net) - At FVTPL	14.14	-
- Other Temporary Differences	651.43	651.43
- Other Comprehensive Income	18.52	22.04
	2,495.98	**4,033.48**
MAT Credit Entitlement	978.65	1,356.81
Net deferred tax Liabilities	**5,752.24**	**4,997.35**

Notes to the Financial Statements

for the year ended March 31, 2026

20. Other Liabilities

(₹ in Lakhs)

Particulars	Non - current		Current	
	As at Mar 31, 2026	As at Mar 31, 2025	As at Mar 31, 2026	As at Mar 31, 2025
Advances from customers	-	-	457.98	296.42
Deferred Security Deposit (Rent)	43.88	57.87	13.99	13.99
Statutory Liabilities				
- Income Tax (TDS)	-	-	86.10	81.77
- Goods & Service Tax (GST)	-	-	684.43	599.41
- Others	-	-	28.56	23.89
Total	**43.88**	**57.87**	**1,271.06**	**1,015.48**

21. Revenue from operations

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Sale of products & services		
(I) Conductors & Cables	-	-
(II) Insulators	32,787.74	26,155.65
(III) Job Work	-	27.92
(IV) Real Estate (Rental Income)	718.86	741.92
	33,506.60	**26,925.49**
Other operating revenue		
(I) Scrap Sales	260.46	305.19
(II) Export Incentives	62.02	21.55
(III) Subsidy Income	-	-
(IV) Packing Material, Stores & Spares Sales	24.65	26.25
(V) Agriculture Income	0.65	0.63
	347.78	**353.62**
Revenue from Operations (Gross)	**33,854.37**	**27,279.11**

22. Other income

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
(A) INTEREST INCOME		
From FDR's	226.12	36.92
From Customers	30.47	19.67
From Related Parties	186.30	459.44
From Others	99.91	25.32

Notes to the Financial Statements

for the year ended March 31, 2026

22. Other income *(Contd.)*

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
(B) OTHER NON- OPERATING INCOME		
Fluctuation in Exchange Rate (Net)	50.92	33.03
Claims Received (Net)	4.68	6.28
Profit on Sale of Property, Plant & Equipment	3.24	17.32
Profit on Sale of Investments	94.89	-
Unrealized gains on Investments (FVTPL)	-	-
Liabilities No Longer Required & Sundry Credit Balance Written Back	15.11	10.43
Misc Receipt	-	-
Total	**711.63**	**608.40**

23. Cost of Materials Consumed

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Raw Material Consumption	10,691.75	9,806.04
Total	**10,691.75**	**9,806.04**

24. Changes in inventories of finished goods, stock-in-trade & work-in-progress

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Inventories at the beginning of the year		
Finished Goods	1,792.34	3,704.69
Work-In-Progress	4,476.85	4,787.06
Scrap	0.89	2.46
Goods in Transit	76.49	24.79
	6,346.58	**8,519.00**
Inventories at the end of the year		
Finished Goods	2,327.93	1,792.34
Work-In-Progress	3,887.10	4,476.85
Scrap	0.89	0.89
Goods in Transit	26.86	76.49
	6,242.78	6,346.58
Total	**103.79**	**2,172.42**

25. Employee benefits expense

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Salaries & wages	2,437.77	2,048.99
Contribution to provident & other funds	175.49	138.61
Staff & Workmen welfare expenses	27.51	30.78
Total	**2,640.78**	**2,218.39**

Notes to the Financial Statements

for the year ended March 31, 2026

26. Finance costs

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
(1) INTEREST		
On Term Loan	-	35.71
On Working Capital Borrowings	142.89	302.52
On Liability Component of Redeemable Preference Share Capital	265.24	246.74
On Others	479.96	565.54
	888.09	**1,150.51**
(2) OTHER BORROWING COST		
Bank Charges	56.53	103.23
Total	**944.62**	**1,253.74**

27. Depreciation and amortization expense

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Depreciation of property, plant & equipment	833.50	864.63
Depreciation of Investment Properties	67.65	69.18
Amortization of Intangible assets	2.07	2.10
Total	**903.22**	**935.91**

28. Other expenses

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
MANUFACTURING EXPENSES		
(i) Stores & Spares	1,589.39	1,279.36
(ii) Packing & Forwarding Expenses (Net)	1,859.15	1,763.76
(iii) Power & Fuel	5,103.24	5,006.95
(iv) Repairs to Building	55.45	64.60
(v) Repairs to Machinery	175.16	124.77
(vi) Jobs on Contract	4,065.82	3,180.07
SELLING AND ADMINISTRATION		
(i) Rent	86.14	87.86
(ii) Insurance	46.22	38.31
(iii) Rates & Taxes	75.66	59.46
(iv) Repairs - Others	149.98	55.57
(v) Directors Meeting Fees	5.90	4.90
(vi) Payment to Auditors	4.26	4.30
(vii) Charity & Donation	0.25	-
(vii) Brokerage & Commission	59.66	19.42
(viii) Bad Debts Written off	463.89	2,206.91
(ix) Allowance for Doubtful Debts	-	-
(x) Legal & Professional Charges	428.84	327.30

Notes to the Financial Statements

for the year ended March 31, 2026

28. Other expenses *(Contd.)*

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
(xi) Travelling & Conveyance	232.50	250.66
(xii) Fluctuation in Exchange Rate (Net)	-	-
(xiii) Security Charges Paid	42.96	49.70
(xiv) Miscellaneous Expenses	67.78	45.67
(xv) Unrealized loss on Investments (FVTPL)	48.57	-
Total	**14,560.83**	**14,569.56**

29. Exceptional items

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Profit/(Loss) on Sale of Property, Plant & Equipments of Khurda Plant (Conductor Unit)	-	3,961.00
Profit/(Loss) on Sale of Inventory of Khurda Plant (Conductor Unit)	-	(212.30)
Profit/(Loss) on Sale of Coal Fire Gas Plant (Property, Plant & Equipments)of Insulator Unit	-	(1,148.73)
Profit/(Loss) on Sale of Investment in subsidiary	(4,705.30)	
Total	**(4,705.30)**	**2,599.97**

30. Tax expense

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Current tax	356.83	-
Deferred tax	373.23	(288.59)
Tax adjustment of earlier years	73.05	-
Minimum Alternate Tax (Credit) Entitlement	-	
Total	**803.11**	**(288.59)**

31. Other Comprehensive Income

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Items that will not be reclassified to profit or loss		
Remeasurements of the defined benefit plans	12.06	8.68
	12.06	**8.68**
Items that will be reclassified to profit or loss		
Total	**12.06**	**8.68**

Notes to the Financial Statements

for the year ended March 31, 2026

32. Contingent Liabilities & Commitments

(₹ in Lakhs)

Particulars	As at March 31,2026	As at March 31,2025
(1) Contingent liabilities (to the extent not provided for)		
(A) Guarantee		
(a) The Company has given following corporate guarantee on behalf of its subsidiaries or group companies to secure financial facilities :		
Hindusthan Speciality Chemicals Ltd (Partly Owned Subsidiary till 25th Aug 2026), for secured financial facilities	-	20,802.00
Hindusthan Engineering Industries Ltd (Group company), under sales tax, excise, custom etc	6.50	6.50
(b) Outstanding guarantees furnished by banks on behalf of the company	753.56	589.64
(c) Outstanding letters of credit furnished by banks on behalf of the company	569.82	764.65
(B) Claims against Company, disputed by the Company, not acknowledged as debt:		
(a) Income Tax demand under appeal	-	4.28
(b) Custom/Excise Duty/GST show cause notices/demands under appeal**	597.50	784.70
(c) Claims against the Company for Sales/Purchase Tax/VAT **	198.45	215.55
(d) Claims against the Company for Labour Cases/MCF & Other under litigation **	100	416.66
**These demand shown net of advance paid for filing of appeal with respective department.	-	-
(2) Commitments as at year end: (to the extent not provided for)		
(A) Capital Commitments:		
Estimated amount of contracts remaining to be executed on capital account (Net of advances)	-	-
(B) Other Commitments:		
(i) Sales order to be executed against Government and Private Contracts	55,895.59	24,547.47
(ii) Liability in respect of sales bills discounted with banks/NBFC's	937.68	1,061.92

33. Disclosure requirement under MSMED Act, 2006

The Company has certain dues to suppliers (trade and capital) registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act').

There are no micro and small enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March 2026. The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) has been determined to the extent such parties have been identified on the basis of information available with the Company.The disclosures pursuant to the said MSMED Act are as follows:

(₹ In Lakhs)

Particulars	As at March 31,2026	As at March 31,2025
Principal amount due and remaining unpaid to any supplier at the end of the each accounting year	800.04	617.99
The amount of interest paid by the buyer in term of section 16 of the Micro, Small & Medium Enterprises Development Act,2006 (27 of 2006), alongwith the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-

Notes to the Financial Statements

for the year ended March 31, 2026

33. Disclosure requirement under MSMED Act, 2006 *(Contd.)*

(₹ In Lakhs)

Particulars	As at March 31,2026	As at March 31,2025
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small & Medium Enterprises Development Act,2006.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year, and	-	-
The amount of further interest remaining due and payable in suceeding year, untill such interest when the interest dues above are actually paid to the small enterprises, for the purpose of disallowances on account of deductible expendiure under section 23 of the Micro, Small & Medium Enterprises Development Act,2006.	-	-

34. Employee Benefits

As per Ind-AS 19 on "Employee Benefits", the disclosures of Employee Benefits are given below:

a) Defined Contribution Scheme

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Contribution to Defined Contribution Plan, recognized for the year are as under:		
Employer's Contribution to Provident Fund	96.59	83.99
Employer's Contribution to Pension Fund	35.96	37.31
Employer's-ESI Contribution	10.41	10.27
Total	**142.96**	**131.57**

b) Defined Benefit Scheme

Disclosure as required by Ind AS 19 on Employee Benefits in respect of gratuity and leave encashment are as follows:

(₹ in Lakhs)

Particulars	Leave Encashment (Non-Funded)		Gratuity (Non-Funded)	
	2025-26	2024-25	2025-26	2024-25
Net expenses recognised				
Current Service Cost	23.83	19.48	38.45	36.88
Interest Cost	7.58	6.79	41.69	43.19
Expected return on plan assets	-	-	-	-
Actuarial Losses / (Gains)	6.27	(4.74)	(12.06)	(8.68)
Past Service Cost	-	-	-	-
Net benefit expenses	**37.68**	**21.54**	**68.08**	**71.39**

Notes to the Financial Statements

for the year ended March 31, 2026

34. Employee Benefits *(Contd.)*

(₹ in Lakhs)

Particulars	Leave Encashment (Non-Funded)		Gratuity (Non-Funded)	
	2025-26	2024-25	2025-26	2024-25
Net assets/ (Liability) recognized in Balance Sheet				
Present Value of Defined Benefit Obligation	130.80	112.37	575.67	611.71
Fair Value of plan assets		-	-	-
Net Liabilities recognised in Balance Sheet	**130.80**	**112.37**	**575.67**	**611.71**
Change in the Present value of obligation over the year				
Present Value of Defined Benefit				
Obligation as at beginning of the year	112.37	95.85	611.71	611.55
Interest Cost	7.58	6.79	41.69	43.19
Past Service Cost	-	-	-	-
Current Service Cost	23.83	19.48	38.45	36.88
Benefits Paid	(19.26)	(5.01)	(104.12)	(71.22)
Actuarial (Gain) / loss on obligation	6.27	(4.74)	(12.06)	(8.68)
Present Value of Defined Benefit Obligation as at end of the year	**130.80**	**112.37**	**575.67**	**611.72**

(₹ in Lakhs)

Other Comprehensive Income	Gratuity	
	2025-26	2024-25
Actuarial (gains) / losses		
change in demographic assumptions	-	-
change in financial assumptions	(15.56)	4.56
experience variance (i.e. Actual experience vs assumptions)	3.50	(13.24)
others	-	-
Return on plan assets, excluding amount recognised in net interest expense	-	-
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-
Components of defined benefit costs recognised in other comprehensive income	(12.06)	(8.68)

34. Employee Benefits *(Contd.)*

Major Actuarial Assumptions

With the objective of presenting the plan assets and plan liabilities of the defined benefits plans at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.

Particulars	Leave Encashment (Non-Funded)		Gratuity (Non-Funded)	
	2025-26	2024-25	2025-26	2024-25
Financial Assumptions				
Discount Rate	7.54%	6.54%	7.54%	6.54%
(based upon the market yields available on Government bonds at the accounting date relevant to currency of benefit payments for a term that matches the liabilities)	7.70%	6.86%	7.70%	6.86%
Salary increase	5.00%	5.00%	5.00%	5.00%
(based on account of inflation, seniority, promotion, business plan, HR policy and other relevant factors on long term basis)	5.00%	5.00%	5.00%	5.00%
Demographic Assumptions				
Mortality Rate (% of IALM 2012-14)	100.00%	100.00%	100.00%	100.00%
(inclusive of provision for disability)	100.00%	100.00%	100.00%	100.00%
Withdrawal rates, based on age: (per annum)				
Up to 30 years	3.00%	3.00%	3.00%	3.00%
	0.50%	0.50%	0.50%	0.50%
31 - 44 years	2.00%	2.00%	2.00%	2.00%
	0.20%	0.20%	0.20%	0.20%
Above 44 years	1.00%	1.00%	1.00%	1.00%
	0.10%	0.10%	0.10%	0.10%

Sensitivity Analysis

The sensitivity of the overall plan liabilities to changes in the weighted key assumptions are:

(₹ in Lakhs)

	Leave Encashment (Non-Funded)	Gratuity (Non-Funded)
Impact of the change in discount rate	2025-26	2025-26
Present Value of Obligation at the end of the period	130.81	575.67
Impact due to increase of 0.50 %/1.00%	(4.12)	(8.39)
Impact due to decrease of 0.50 %/1.00%	4.41	8.96
Impact of the change in salary increase		
Present Value of Obligation at the end of the period	130.81	575.67
Impact due to increase of 0.50 %/1.00%	4.52	9.16
Impact due to decrease of 0.50 %/1.00%	(4.23)	(8.64)

Sensitivities due to mortality & withdrawals are not material & hence impact of change due to these not calculated

Notes to the Financial Statements

for the year ended March 31, 2026

34. Employee Benefits *(Contd.)*

Sensitivities as rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable.

(₹ in Lakhs)

The defined benefit obligations shall mature after the end of reporting period is as follows:	Leave Encashment (Non-Funded)	Gratuity (Non-Funded)
	2025-26	2025-26
Expected cash flows over the next (valued on undiscounted basis):		
1 Year	44.84	338.55
1 to 6 years	28.95	124.72
More than 6 years	57.00	112.39

Risk Exposures

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follow:

A) Salary Increases : Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

B) Investment Risk : If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

C) Discount Rate : Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Mortality & disability : Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

E) Withdrawals : Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

35. Related Party Disclosures

A. List of Related Parties and relatives with whom transactions have taken place

Enterprise which have significant influence over the company

Hindusthan Consultancy and Services Ltd.

Enterprise over which company have significant influence (till 25th Aug 2025)

Hindusthan Speciality Chemicals Ltd

Director(s)/ Key Managerial Personnel :

Mr. Raghavendra Anant Mody - Chairman & Whole-time Director

Mr. Deepak Kejriwal - Managing Director

Mr. Shyam Sunder Bhuwania - Director

Mr. Shiv Shanker Aggarwal - Independent Director

Mr. Ratan Lal Nangalia - Independent Director

Ms. Deepika Aggarwal - Independent Director

Mr. Murari Lal Birmiwala - President - Finance & Company Secretary (till 31st Jan 26)

Ms. Neha Kejriwal - Company Secretary and Compliance Officer (From 24th April 26)

Mr. Shailendra Jhalani - Chief Financial Officer

Relatives of Director(s)/Key Managerial Personnel :

Mrs. Sanchita Mody

Ms. Devhuti Mody

Notes to the Financial Statements

for the year ended March 31, 2026

35. Related Party Disclosures *(Contd.)*

Others

Hindusthan Vidyut Products Ltd, Employee Provident Fund Trust
Hindusthan Engineering & Industries Ltd.
Hindusthan M-I Swaco Limited.
Hindusthan Chemicals Co.
Promain Ltd
Orient Bonds and Stock Limited.
Pradyumna Steels Ltd.
Paramount Enterprises Ltd.
Intercontinental Trading and Investment Company Ltd.
Olympic General Trading Ltd.
Ratlam Industrial Ltd
Associated General Trading Society Ltd.
Mody Investment & Manufacturing Co. Pvt. Ltd.
Starrise Merchants Pvt. Ltd.
Mody Education Foundation

B. Transactions with related parties

The following transactions were carried out with the related parties in the ordinary course of business.

i) With parties other than Directors / Key Managerial personnel

(₹ in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Purchase of Capital goods/Materials (Including GST)		
Hindusthan Speciality Chemicals Ltd	1.43	3.84
Hindusthan M-I Swaco Ltd	1.02	-
Sale of Capital goods/Materials/MEIS Scrip		
Hindusthan Speciality Chemicals Ltd	-	23.70
Hindusthan Engineering & Industries Ltd	-	-
Rent paid (Including GST)		
Promain Limited	59.80	62.48
Hindusthan Engineering & Industries Ltd	-	0.14
Rent received/ receivable		
Hindusthan Speciality Chemicals Ltd	9.99	35.35
Hindusthan Chemicals Limited	2.65	3.33
Reimbursement of Expenses Received /Receivable (Including GST)		
Hindusthan Speciality Chemicals Ltd	-	22.47
Reimbursement of Expenses Paid /Payable		
Hindusthan Engineering & Industries Ltd.	0.14	-
Brand Fee Paid		
Hindusthan Consultancy and Services Ltd.	5.00	2.92
Provident Fund Deposit (Paid/Payable)		
Hindusthan Vidyut Products Ltd, Employee Provident Fund Trust	65.39	55.98
Interest Received/Receivable		
Hindusthan Speciality Chemicals Ltd	186.30	459.44

Notes to the Financial Statements

for the year ended March 31, 2026

35. Related Party Disclosures *(Contd.)*

(₹ in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Interest Expense		
Hindusthan Engineering & Industries Ltd.	370.72	370.95
Orient Bonds and Stock Limited	0.34	11.36
Pradyumna Steels Ltd.	19.81	26.50
Paramount Enterprises Ltd.	27.89	49.89
Intercontinental Trading and Investment Company Ltd.	0.11	2.35
Olympic General Trading Ltd.	0.04	0.10
Promain Limited	0.04	0.11
Ratlam Industrial Ltd.	0.26	0.65
Associated General Trading Society Ltd.	0.23	0.55

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Loan - Received		
Starrise Merchants Pvt. Ltd.	-	1,035.00
Associated General Trading Society Ltd.	-	415.00
Hindusthan Consultancy and Services Ltd.	-	-
Hindusthan Engineering & Industries Ltd	5900.00	1,500.00
Intercontinental Trading and Investment Company Ltd.	-	195.00
Mody Investment & Manufacturing Co. Pvt. Ltd.	-	645.00
Olympic General Trading Ltd.	-	75.00
Orient Bonds and Stock Limited	-	625.00
Paramount Enterprises Ltd	-	730.00
Pradyumna Steels Ltd.	-	25.00
Promain Limited	-	80.00
Ratlam Industrial Ltd	-	475.00
Loan - Repaid		
Starrise Merchants Pvt. Ltd.	1,035.00	-
Orient Bonds and Stock Limited	625.00	595.00
Promain Limited	80.00	-
Paramount Enterprises Ltd	855.00	1,750.00
Ratlam Industrial Ltd	475.00	-
Associated General Trading Co	415.00	-
Olympic General Trading Co	75.00	-
Hindusthan Consultancy & Services Ltd	-	-
Mody Investment & Manufacturing Co. Pvt. Ltd.	645.00	280.00
Pradyumna Steels Ltd.	275.00	25.00
Intercontinental Trading and Investment Company Ltd.	195.00	275.00
Hindusthan Engineering & Industries Ltd	-	3,737.54
Loan - Received back		
Hindusthan Speciality Chemicals Ltd	4,375.66	-

Notes to the Financial Statements

for the year ended March 31, 2026

35. Related Party Disclosures *(Contd.)*

ii) With Directors/Key Managerial Personnel

(₹ in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Remuneration to Key Managerial Personnel:		
Mr. Raghavendra Anant Mody	180.00	180.00
Mr. Deepak Kejriwal	96.80	71.48
Mr. Murari Lal Birmiwala	37.57	39.90
Mr. Shailendra Jhalani	48.00	15.02
Mr. Vishal Pachisia	-	39.56
Salary paid to relative of Director(s)/ Key Managerial Personnel:		
Mrs. Sanchita Mody	90.00	90.00
Loan/Advance Repaid		
Mr. Deepak Kejriwal	-	6.00
Outstanding - Advance Given		
Mr. Deepak Kejriwal	2.30	1.00
Advisory Fess Paid to Key Managerial Personnel:		
Mr. Shyam Sunder Bhuwania	12.00	12.00
Sitting Fees Paid to Directors		
Mr. Shiv Shanker Aggarwal	2.20	-
Mr. Ratan Lal Nangalia	1.60	1.60
Mr. Sadhu Ram Bansal		1.60
Ms. Deepika Aggarwal	2.10	1.70
Outstanding - Receivable		
Hindusthan Speciality Chemicals Ltd	-	-
Hindusthan Engineering & Industries Ltd	-	-
Hindusthan Consultancy and Services Ltd.	-	-
Outstanding - Loan Given		
Hindusthan Speciality Chemicals Ltd (Loan Given)	-	4,375.66
Outstanding - Interest receivable on Loan Given (Net of TDS)		
Hindusthan Speciality Chemicals Ltd	-	2,657.87
Outstanding - Payable		
Hindusthan Engineering & Industries Ltd	0.14	26.97
Hindusthan Speciality Chemicals Ltd	-	27.99
Hindusthan M-I Swaco Limited	-	1.02
Promain Limited	-	15.00
Outstanding - Loan taken (including interest payable)		
Hindusthan Engineering & Industries Ltd	7784.96	1,551.31
Orient Bonds and Stock Limited	-	625.77
Pradyumna Steels Ltd	-	280.76
Paramount Enterprises Ltd	-	864.68
Intercontinental Trading and Investment Company Ltd.	-	195.24
Olympic General Trading Ltd.	-	75.09
Ratlam Industrial Ltd	-	475.59
Associated General Trading Society Ltd.	-	415.50

Notes to the Financial Statements

for the year ended March 31, 2026

35. Related Party Disclosures *(Contd.)*

(₹ in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Promain Limited	-	80.10
Hindusthan Consultancy and Services Ltd.	-	-
Mody Investment & Mfg. Co. Pvt. Ltd.	-	645.80
Starrise Merchants Pvt. Ltd.	-	1,036.27
Investment in Equity Share Capital of Subsidiary Company		
Hindusthan Speciality Chemicals Ltd.	-	8,459.31
Guarantees and collaterals by the Company		
Hindusthan Engineering & Industries Ltd.	6.50	6.50
Hindusthan Speciality Chemicals Ltd.	-	20,802.00

36. Segment Reporting

I) Based on the guiding principles given in Ind AS-108 "Operating Segment", The Chairman and Managing Director of the Parent Company have been identified as the Chief Operating Decision Makers (CODM) as defined by Ind AS 108 "Operating Segments". Operating Segments have been defined and presented based on the regular review by the CODM to assess the performance of each segment and to make decision about allocation of resources. Accordingly, the Company's business segments are organised around customers on industry and products lines as under:

a. **Conductor:** Conductor includes electrical conductor and related items.

b. **Insulator:** Insulator includes electrical insulator and related items.

c. **Real-estate :** Real-estate includes Property at Faridabad given for rent purpose.

d. **Others:** This segment is engaged in Investment activities

The Company prepares its operating segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

No operating segments have been aggregated to form the above reportable operating segments.

Revenue, expenses, assets and liabilities which relate to the Company as a whole and not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'.

Finance costs are not allocated to individual segments as the underlying instruments are managed on a Company basis

Current taxes and Deferred taxes are not allocated to those segments as they are also managed on a Company basis

A Business Segment

Segment information for the year ended 31st March, 2026

(₹ in Lakhs)

Particulars	Period	Conductor	Insulator	Real-estate	Others	Un-allocated	Total
Revenue from Operations (Gross)	**FY 25-26**	65.10	33107.68	718.86	-	-	33,891.64
	FY 24-25	76.41	26,460.78	741.92	-	-	27,279.11
Results							
Segment result	**FY 25-26**	(197.82)	5,128.43	502.41	232.61	-	5,665.62
	FY 24-25	698.02	(3,415.15)	442.88	459.44	-	(1,814.81)
Finance cost	**FY 25-26**	-	-	-	-	**944.62**	**944.62**
	FY 24-25	-	-	-	-	**1,253.74**	**1,253.74**

Notes to the Financial Statements

for the year ended March 31, 2026

36. Segment Reporting *(Contd.)*

(₹ in Lakhs)

Particulars	Period	Conductor	Insulator	Real-estate	Others	Un-allocated	Total
Unallocable Corporate Expenditure	**FY 25-26**	-	-	-	-	-	-
	FY 24-25	-	-	-	-	-	-
Profit /(Loss) before taxation & exceptional items	**FY 25-26**	-	-	-	-	-	**4,721.01**
	FY 24-25	-	-	-	-	-	**(3,068.54)**
Exceptional Items	**FY 25-26**	-	-	-	-	**(4,705.30)**	**(4,705.30)**
	FY 24-25	-	-	-	-	2,599.97	2,599.97
Net Profit/ (Loss) before tax	**FY 25-26**	-	-	-	-	-	**15.70**
	FY 24-25	-	-	-	-	-	(468.56)
Tax Expense	**FY 25-26**	-	-	-	-	-	**803.11**
	FY 24-25	-	-	-	-	-	(288.59)
Net Profit/ (Loss) after tax	**FY 25-26**	-	-	-	-	-	**(787.40)**
	FY 24-25	-	-	-	-	-	(179.97)
Other Information	As at						
Segment assets	**Mar 31, 2026**	**440.49**	**35,942.09**	**22,283.40**	**7,302.94**	**93.31**	**66,062.23**
	Mar 31, 2025	891.87	25655.27	22026.62	16058.66	278.22	64910.64
Segment liabilities	**Mar 31, 2026**	**24.48**	**13,556.66**	**562.40**	**-**	**9,634.39**	**23,777.92**
	Mar 31, 2025	7,789.09	8,818.06	242.98	-	4,997.35	21,847.48
Capital Employed	**Mar 31, 2026**	**416.01**	**22,385.43**	**21,721.00**	**7,302.94**	**(9,541.07)**	**42,284.31**
	Mar 31, 2025	(6897.22)	16837.21	21783.64	16058.66	(4719.13)	43,063.16
Capital expenditure	**Mar 31, 2026**	-	-	656.12	-	1.48	657.60
	Mar 31, 2025	-	78.45	-	-	12.23	90.68
Depreciation	**Mar 31, 2026**	-	763.28	67.65	-	72.30	903.22
	Mar 31, 2025	-	783.71	69.18	-	83.02	935.91

Notes to the Financial Statements

for the year ended March 31, 2026

36. Segment Reporting *(Contd.)*

B Additional Information by Geographies

For the year ended 31st March,2026

(₹ in Lakhs)

Particulars		March 31, 2026	March 31, 2025
a)	**Revenue from operations by geographical location of customers (Gross)**		
	Within India	31,003.96	26,232.20
	Outside India	2,887.68	1,046.91
	Total	**33,891.64**	**27,279.11**
b)	**Carrying amount of segment assets**		
	Within India	65,587.48	64,519.48
	Outside India	474.75	391.16
	Total	**66,062.23**	**64,910.64**
c)	**Capital expenditure**		
	Within India	657.60	90.68
	Outside India	-	-
Total		**657.60**	**90.68**

1) Segments have been identified and reported taking into account the nature of products and services, the differing risk and returns, the organization structure and the internal financial reporting systems.

2) The segment revenues, results, assets and liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

3) All non-current assets of the company are located within India.

4) Information about major customers :

Two Customer contributed more than 10% (Aggregating amount ₹3614.44 Lakhs) to the Company's Revenue in 2025-26

Two Customer contributed more than 10% (Aggregating amount ₹5044.5 Lakhs) to the Company's Revenue in 2024-25

37. Tax Expense

(a) Tax charge/(credit) recognised in the Statement of Profit & Loss (₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Current Tax :		
Current tax for the Year	356.83	-
Tax adjustment of earlier year	73.05	-
MAT Credit entitlement	-	-
Total Current Tax (i)	**429.88**	**-**

Notes to the Financial Statements

for the year ended March 31, 2026

37. Tax Expense *(Contd.)*

(a) Tax charge/(credit) recognised in the Statement of Profit & Loss

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Deferred Tax :		
Fixed Assets/Depreciation	(735.11)	239.30
Equity Component of Preference Share Capital	(425.65)	(86.22)
Provision for Gratuity / Leave Encashment	48.41	(5.72)
Provision for Doubtful Debts	12.73	-
Un Absorbed Depreciation/ Brought forward Losses	1,486.99	(435.95)
Loss on Fair valuation of Equity investments	(14.14)	-
Total Deferred Tax (ii)	**373.23**	**(288.59)**
Total Tax (i)+(ii)	**803.11**	**(288.59)**

(b) Tax on Other Comprehensive Income

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Deferred Tax :		
(Gain)/Loss on remeasurement of defined benefit plans	(3.51)	(3.03)
Total Deferred Tax	**(3.51)**	**(3.03)**

(c) Reconciliation of tax expense and accounting profit multiplied by India's domestic rate

(₹ In Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Profit before tax	15.70	(3,068.54)
Tax using the domestic tax rate 29.12%	4.57	-
Tax effect of :		
Rental Income	143.45	-
Capital Gain Income Income	22.10	-
Non-deductible tax expenses	1833.68	-
Deductible tax expenses	(1,646.97)	-
MAT Credit Entitlement	-	-
Total tax expenses in the statement of profit and loss	**356.83**	**0.00**

Notes to the Financial Statements

for the year ended March 31, 2026

37. Tax Expense *(Contd.)*

(d) **Movement in Deferred tax assets/liabilities**

(₹ in Lakhs)

Movement during the year ended 31st March, 2026	As at April 1, 2025	Charge/ (Credit) in profit & loss	Charge/ (Credit) in OCI	Charge/ (Credit) in Other Equity	As at March 31, 2026
Property, Plant & Equipment	4,445.17	-	-	-	4,445.17
Depreciation	3,016.84	(735.11)	-	-	2,281.73
Equity Component of Preference Share Capital	2,090.49	(425.65)	-	-	1,664.84
Provision for Gratuity & Leave Encashment	(267.37)	48.41	-	-	(218.97)
Provision for Doubtful Debts	(76.40)	12.73	-	-	(63.66)
Un-absorbed Depreciation/ Brought forward Losses	(2,176.27)	1,486.99	-	-	(689.28)
Loss on Fair valuation of Equity investments		(14.14)	-	-	(14.14)
Other temporary differences	(678.30)	-	3.51	-	(674.79)
MAT Credit Entitlement	(1,356.81)	378.16	-	-	(978.65)
Total	**4,997.35**	**751.38**	**3.51**	**-**	**5,752.24**

38. Earnings Per Share

(₹ in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
Profit/ (Loss) after Tax and exceptional items	(787.40)	(179.97)
Basic/weighted average number of equity shares		
outstanding during the year	72,15,000	14,42,885
Nominal value of Equity Share*	2	10
Basic/Diluted EPS		
On Profit after Tax and exceptional items*	**(10.91)**	**(2.49)**

*During the year, the Company carried out a subdivision of its equity shares whereby each existing equity share of face value ₹10 each was subdivided into 5 equity shares of face value ₹2 each with effect from 5th February 2026.

Pursuant to the requirements of Ind AS 33 – Earnings Per Share, the basic and diluted Earnings Per Share (EPS) for previous year presented in the Financial Statement have been adjusted retrospectively for the share split/division, as if the event had occurred at the beginning of the earliest period presented

39. Disclosure pursuant to Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and section 186(4) of the Companies Act, 2013

In respect of unsecured loans given to subsidiary company (ceased on 25th Aug 2026) :

(₹ in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
i) Hindusthan Speciality Chemicals Limited		
Outstanding as at the beginning of year	4,375.66	4,375.66
Loan given during the year	-	-
Repayment received during the year	4,375.66	-
Outstanding as at the end of year	-	4,375.66
Purpose	Business	Business
Interest Rate per annum	10.50%	10.50%

Notes to the Financial Statements

for the year ended March 31, 2026

40. Other Disclosures to Statement of Profit and Loss

(₹ in Lakhs)

Particulars		Year ended 31.03.2026	Year ended 31.03.2025
(a)	**NET GAIN/(LOSS) ON FOREIGN EXCHANGE**		
	SUNDRY DEBTORS		
	For Export/Deemed Export	44.44	32.94
	SUNDRY CREDITORS		
	For Import	6.48	0.09
	For Foreign Currency Loan	-	-
	For Machinery	-	-
	OTHERS	-	-
		50.92	**33.03**
(b)	**PAYMENT TO AUDITORS**		
	- Audit fees	2.50	2.50
	- Out of Pocket Expenses	-	-
	- Tax Audit	0.50	0.50
	- Other Services	1.26	1.30
		4.26	**4.30**
(c)	**AGGREGATE OF PROVISIONS, CONTINGENCIES OR COMMITMENT WRITTEN BACK AS NO LONGER REQUIRED**		
	Sundry Debtors Credit Balance Written back	-	(1.69)
	Sundry Credit Balance Written back	9.62	1.53
	Provision for Expenses, Bonus, Variable Pay etc.	1.02	0.59
	Others	4.47	10.00
		15.11	**10.43**
(d)	**AGGREGATE OF BAD DEBTS WRITTEN OFF**		
	Sundry Debtor Balance Written off		
	Conductor Segment	-	643.78
	Insulator Segment	501.36	1568.48
	Sundry Debtor - Credit Balance Written back		
	Conductor Segment	-	(10.67)
	Insulator Segment	(45.65)	-
	Others	8.19	5.33
		463.90	**2,206.91**
	Company has written off debts amounting to ₹463.90 Lakhs (PY - ₹2,206.41 Lakhs) which were outstanding over a long period, as the same are considered time barred and not recoverable		
(e)	**VALUE OF IMPORTS CALCULATED ON C.I.F BASIS**		
	Raw Material	1,756.07	1,263.93
	Components & Spare Parts	-	-
	Capital Goods	-	-
		1,756.07	**1,263.93**
(f)	**EXPENDITURE IN FOREIGN CURRENCY**		
	Commission	9.80	9.80
	Others	74.81	44.74
		84.61	**54.54**

Notes to the Financial Statements

for the year ended March 31, 2026

40. Other Disclosures to Statement of Profit and Loss *(Contd.)*

(₹ in Lakhs)

Particulars	Year ended 31.03.2026		Year ended 31.03.2025	
(g) VALUE OF IMPORTED/INDIGENOUS MATERIAL CONSUMED DURING THE YEAR ALONGWITH %				
IMPORTED				
Raw Materials	1,756.07	16.42%	1,110.49	11.32%
Stores and Spare Parts	-	-	61.84	0.36%
INDIGENOUS				
Raw Materials	8,935.69	83.58%	8,695.55	88.68%
Stores and Spare Parts	1,589.39	100.00%	1,217.52	100.00%
	12,281.15		**11,085.40**	

(₹ in Lakhs)

Particulars	Year ended 31.03.2026	Year ended 31.03.2025
(h) EARNINGS IN FOREIGN EXCHANGE		
Exports (F.O.B.)	2733.36	997.55
Freight & Insurance on Export	154.31	49.37

41. Financial Instruments : Fair Value Measurement

(₹ in Lakhs)

Financial Assets & Liabilities	Note	Level of hierarchy	31 March 2026			31 March 2025		
			Carrying Amount		Fair Value	Carrying Amount		Fair Value
			FVTPL	Amortised Cost		FVTPL	Amortised Cost	
Financial assets								
Investments in unquoted equity instruments	(b)		-	347.88	347.88	-	8,807.19	8,807.19
Investments in Mutual Funds	(c)		1,685.16	-	1,733.73	-	-	-
Trade receivables	(a)	**Level 1**	-	5,024.39	5,024.39	-	5,482.37	5,482.37
Loans	(a, b)		-	-	-	-	4,375.66	4,375.66
Cash and cash equivalents	(a)		-	1,328.18	1,328.18	-	307.88	307.88
Other bank balances	(a, b)		-	5,307.95	5,307.95	-	259.15	259.15
Other financial assets	(a)		-	1,267.21	1,267.21	-	2,924.35	2,924.35
Total financial assets			**1,685.16**	**13,275.62**	**15,009.36**	**-**	**22,156.60**	**22,156.60**
Financial liabilities								
Non-current borrowings	(b)		-	3,801.81	3,801.81	-	3,536.57	3,536.57
Current borrowings	(a)		-	7,117.46	7,117.46	-	6,035.44	6,035.44
Trade payables	(a)		-	2,981.72	2,981.72	-	4,127.02	4,127.02

Notes to the Financial Statements

for the year ended March 31, 2026

41. Financial Instruments : Fair Value Measurement *(Contd.)*

(₹ in Lakhs)

Financial Assets & Liabilities	Note	Level of hierarchy	31 March 2026			31 March 2025		
			Carrying Amount		Fair Value	Carrying Amount		Fair Value
			FVTPL	Amortised Cost		FVTPL	Amortised Cost	
Derivative financial liabilities	(d)	**Level 2**	-	-	-	-	-	-
Other financial liabilities	(a)		-	2,103.26	2,103.26	-	1,353.66	1,353.66
Total financial liabilities			**-**	**16,004.25**	**16,004.25**	**-**	**15,052.69**	**15,052.69**

Note:

(a) Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.

(b) Fair value of non-current financial assets and liabilities has not been disclosed as there is no significant differences between carrying value and fair value.

(c) The fair value is determined by using the valuation model/techniques with observable/non-observable inputs and assumptions.

(d) Derivatives are carried at fair value at each reporting date. The fair values of the dervatives financial instruments has been determined using valuation techniques with market observable inputs. The models incorporate various inputs including the credit quality of counter-parties and foreign exchange forward rates.

(e) There are no transfers between Level 1, Level 2 and Level 3 during the years ended 31 March 2026 and 31 March 2025.

Fair Value hierarchy

All financial assets and liabilities for which fair value is measured in the financial statements are categorised within the fair value hierarchy, described as follows: -

Level 1 - Quoted prices in active markets.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly.

Level 3 - Inputs that are not based on observable market data.

42. Financial Risk management

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the company's risk management framework.

The Company through three layers of defence namely policies and procedures, review mechanism and assurance aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The Audit committee of the Board with top management oversee the formulation and implementation of the risk management policies. The risk are identified at business unit level and mitigation plan are identified, deliberated and reviewed at appropriate forums.

The Company has exposure to the following risks arising from financial instruments:

- credit risk (see(i);
- liquidity risk (see(ii); and
- market risk (see(iii).

Notes to the Financial Statements

for the year ended March 31, 2026

42. Financial Risk management *(Contd.)*

i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and investments.

The carrying amount of financial assets represents the maximum credit exposure.

Trade receivables and other financial assets

The Company has established a credit policy under which new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. The Company's review includes external ratings, if they are available, financial statements, credit agency information, industry information and business intelligence. Sale limits are established for each customer and reviewed annualy. Any sales exceeding those limits require approval from the appropriate authority as per policy.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are an individual or a legal entity, whether they are institutional, dealers or end-user customer, their geographic location, industry, trade history with the Company and existence of previous financial difficulties.

Expected credit loss for Trade receivables:

Based on internal assessment which is driven by the historical experience/ current facts available in relation to default and delays in collection thereof, the credit risk for trade receivables is considered low. The Company estimates its allowance for trade receivable using lifetime expected credit loss. The balance past due for more than 6 months (net of expected credit loss allowance) is ₹533 Lakhs as of 31st March 2026 (31 March 2025: 1118.34 Lakhs)

Movement in the expected credit loss allowance of trade receivables are as follows:

(₹ in Lakhs)

	31 March 2026	31 March 2025
Balance at the beginning of the year	218.66	218.66
Add: Provided during the year (net of reversal)	-	-
Less: Amount written off/back	-	-
Balance at the end of the year	**218.66**	**218.66**

Expected credit loss on financial assets other than trade receivables:

With regard to all financial assets with contractual cash flows, other than trade receiables, management belives these to be high quality assets with negligble credit risk. The management believes that the parties from which these financial assets are recoverable, have strong capacity to meet the obligations and where the risk of default is negligible and accordingly no provision for excepted loss has been provided on these financial assets. Break up of financial assets other than trade receivables have been disclosed on standalone Balance Sheet.

ii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as fas as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company's treasury department is responsible for managing the short-term and long-term liquidity requirements. Short term liquidity situation is reviewed daily by the treasury department. Longer term liquidity position is reviewed on a regular basis by the Parent Company's Board of Directors and appropriate decisions are taken according to the situation.

Notes to the Financial Statements

for the year ended March 31, 2026

42. Financial Risk management *(Contd.)*

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements.

(₹ in Lakhs)

As at 31 March 2026	Contractual cash flows			
	Carrying amount	Total	Within 1 year	More than 1 year
Financial liabilities				
Borrowings	10,919.27	10,919.27	7,117.46	3,801.81
Trade payables	2,981.72	2,981.72	2,981.72	-
Other financial liabilities	2,103.26	2,103.26	1,755.38	347.88

As at 31 March 2025	Contractual cash flows			
	Carrying amount	Total	Within 1 year	More than 1 year
Financial liabilities				
Borrowings	9,572.01	9,572.01	6,035.44	3,536.57
Trade payables	4,127.02	4,127.02	4,127.02	-
Other financial liabilities	1,353.66	1,353.66	1,005.78	347.88

iii. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

The Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currencies of the Company. The functional currencies of the Company are primarily the INR, USD and EUR. The currencies in which these transactions are primarily denominated are USD and INR.

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows:

Particulars	31 March 2026				31 March 2025			
	USD	GBP	EURO	Rubal	USD	GBP	EURO	Rubal
Cash and cash equivalents	-	-	-	-	-	-	-	-
Trade receivable	4,48,237	-	54,020	-	3,71,552	-	1,28,785	48,80,639
Trade payables	57,679	-	5,885	-	1,18,124	-	-	-
Borrowings	-	-	-	-	-	-	-	-
Net exposure	5,05,916	-	59,905	-	4,89,676	-	1,28,785	48,80,639

Notes to the Financial Statements

for the year ended March 31, 2026

42. Financial Risk management *(Contd.)*

Sensitivity analysis

A reasonable possible strengthening/ weakening of the EUR, USD or INR against all other currencies at year end would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Particulars	Profit or loss (before tax)	
	Strengthening	Weakening
31 March 2026		
USD (1% movement)	5,059.16	(5,059.16)
GBP (1% movement)	-	-
EUR (1% movement)	599.05	(599.05)
Rubal (1% movement)	-	-
31 March 2025		
USD (1% movement)	4,896.76	(4,896.76)
GBP (1% movement)	-	-
EUR (1% movement)	1,287.85	(1,287.85)
Rubal (1% movement)	48,806.39	(48,806.39)

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Company are principally denominated in INR and USD with a mix of fixed and floating rates of interest. The Company has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates. The risk is managed by the Company by maintaing an appropriate mix metween fixed and floating rate borrowings.

Exposure to interest rate risk

The interest rate profile of the Company's interest bearing financial instruments as reported to the management of the Company is as follows:

The following table provides a break-up of the Company's fixed and floating rate borrowings:

(₹ in Lakhs)

	As at 31 March 2026	As at 31 March 2025
Fixed-rate borrowings	-	-
Floating rate borrowings	10,919.27	9,572.01
Total borrowings	**10,919.27**	**9,572.01**

The sensitivity analysis below have been determined based on the exposure to interest rates for floating rate liabilities assuming the amount of the liability oustanding at the year-end was outstanding for the whole year.

Notes to the Financial Statements
for the year ended March 31, 2026

43. Capital Management

Risk management

The Company's objectives when managing capital are to:

- safeguardng their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

'Net Debt' (total borrowings net of cash and cash equivalents and other bank balances) divided by 'Total Equity' (as shown in the Standalone Balance sheet)

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Net debt	4,283.13	9,004.98
Total equity	42,284.31	43,063.16
Net debt to equity ratio	**0.10**	**0.22**

Dividends

(₹ in Lakhs)

Particulars		As at 31 March 2026	As at 31 March 2025
(i)	**Equity Shares**		
	The Board of Directors has not paid any Dividend on Equity Shares this year	-	-
(ii)	**Preference Shares**		
	The Board of Directors has not paid any Dividend on Preference Shares this year	-	-
(iii)	**Dividend not recognised at the end of the reporting year**		
	The Board of Directors has recommended a final dividend @ 25 % (₹0.50/- per share) for the Financial Year 2025-26 subject to the approval of shareholders. The holders of 9,51,89,700 1% Redeemable, Non-Convertible, Non-Cumulative Preference Shares of ₹10/- each shall be entitled to receive dividend in priority to the equity shareholders, in accordance with the terms of issue of the preference shares and applicable provisions of the Companies Act, 2013.	-	-
	The Board of Directors of the Company in its meeting held on May 27, 2026 subject to the approval of shareholders, has approved the issue of fully paid bonus equity shares in the ratio of 2:1 i.e. 2 equity shares of ₹2/- each for every 1 existing fully paid-up equity share of ₹2/- each.	-	-
	The aforesaid dividend is proposed to be declared out of the Company's accumulated free reserves in accordance with the provisions of Section 123 of the Companies Act, 2013 and Rule 3 of the Companies (Declaration and Payment of Dividend) Rules, 2014.	-	-

Notes to the Financial Statements

for the year ended March 31, 2026

44. Trade Receivables ageing schedule

As at 31 March 2026 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment/ date of transaction					
	Less than 6 months"	6 months -1 year	1-2 years	2-5 years	More than 5 years	Total
Undisputed Trade receivables - considered goods	4,709.99	127.51	174.537	207.1	23.92	5243.05

As at 31 March 2025 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment/ date of transaction					
	Less than 6 months	6 months -1 year	1-2 years	2-5 years	More than 5 years	Total
Undisputed Trade receivables - considered goods	4582.69	488.55	258.10	371.69	-	5701.03

Ubilled Dues (if any) - NIL

45. Equity Share Capital - Shareholding of Promoters as under

As at 31 March 2026

Promoter Name	Shares held by promoters at the end of the year (FV ₹2 Each)		Shares held by promoters at the beginning of the year (FV ₹10 each)		% Change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Hindusthan Consultancy and Services Limited	3544125	49.13	708825	49.13	-
Carbo Industrial Holding Ltd	664100	9.21	132820	9.21	-
Promain Limited	589500	8.17	117900	8.17	-
Pradyumna Steels Limited	350000	4.85	70000	4.85	-
Hindusthan Business Corporation Limited	235000	3.26	47000	3.26	-
Raghavendra Anant Mody	25535	0.35	5107	0.35	-
Vikram Aditya Mody	2500	0.03	-	-	
Premlata Devi Mody	-	-	500	0.03	-
Total	**5410760**	**75.00**	**1082152**	**75.00**	

Notes to the Financial Statements

for the year ended March 31, 2026

45. Equity Share Capital - Shareholding of Promoters as under *(Contd.)*

As at 31 March 2025

Promoter Name	Shares held by promoters at the end of the year		Shares held by promoters at the beginning of the year		% Change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Hindusthan Consultancy and Services Limited	708825	49.13	708825	49.13	-
Carbo Industrial Holding Ltd	132820	9.21	132820	9.21	-
Promain Limited	117900	8.17	117900	8.17	-
Pradyumna Steels Limited	70000	4.85	70000	4.85	-
Hindusthan Business Corporation Limited	47000	3.26	47000	3.26	-
Rajendra Prasad Mody	-	-	500	0.03	(100%)
Raghavendra Anant Mody	5107	0.35	5107	0.35	-
Premlata Devi Mody	500	0.03	-	-	100%
Total	**1082152**	**75.00**	**1082152**	**75.0000**	

46. Trade Payable ageing schedule

As at 31 March 2026 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment/ date of transaction				
	Less than 1 year	1-2 years	2-5 years	More than 5 years	Total
MSME	800.04	-	-	-	800.04
Others	2055.50	44.92	68.56	12.70	2181.68
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-

As at 31 March 2025 (₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment/ date of transaction				
	Less than 1 year	1-2 years	2-5 years	More than 5 years	Total
MSME	617.99	-	-	-	617.99
Others	3232.85	180.50	95.68	-	3509.03
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-

Ubilled Dues (if any) -

Notes to the Financial Statements

for the year ended March 31, 2026

47. Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties, that are:

(a) repayable on demand; or

(b) without specifying any terms or period of repayment:

(₹ in Lakhs)

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoter	-	-
Directors	-	-
KMPs	-	-
Related Parties	7,784.96	100.00

As at 31 March 2025 (₹ in Lakhs)

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoter	-	-
Directors	1.00	0.02
KMPs	-	-
Related Parties	4,375.66	99.98

48. Capital-work-in Progress (CWIP) - ageing schedule

As at 31 March 2026 (₹ in Lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress (CWIP)	3896.86	-	-	33.36	3,930.22
Intangible assets under development	3.80	9.76	-	-	13.56

As at 31 March 2025 (₹ in Lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress (CWIP)	5.89	-	4.26	36.44	46.59
Intangible assets under development	9.76	-	-	-	9.76

Notes to the Financial Statements

for the year ended March 31, 2026

49. Exceptional Items :-

Exceptional Item for the year ended 31st March 2026 include Loss of ₹4,705.30 Lakhs on Sale of Investment (i.e Shareholding) in Subsidiary (Hindusthan Speciality Chemicals limited)

Company had entered into a Share Purchase Agreement on 12th June 2025 with DCM Shriram Limited ("DCM") under which the Sellers (The Company and other Shareholders of Hindusthan Speciality Chemicals limited ("HSCL") desire to sell Shares of HSCL to DCM.

DCM relying on the seller warranties and subject to fulfillment of Condition Precedents has agreed to purchase the shares of the HSCL from the sellers and the transaction was completed on 25th August 2025, post completion of Condition precedents and certain other actionable as identified in the said agreements except following -

Amount of ₹3859.28 Lakhs is lying in the Escrow account with State Bank of India (Converted into Fixed Deposit) for the Income tax demands pending of ₹2909.14 Lakhs (Pre-Deposited ₹120.00 Lakhs during the year) in respect of HSCL (the then subsidiary - In which company sold its shares during the quarter ended 30th September 2025 to DCM Shriram Limited) and ₹1070.14 Lakhs for Gujrat Industrial Development Corporation - non regulation charges. Payment to DCM , on account of losses incurred during the period from 01.08.2025 to 25.08.2025 , including differences observed in inventory verification , vendor claims ,dead inventory ,ITC mismatch etc. and other related matters, is under negotiation.

The losses incurred during the period from 01.08.2025 to 25.08.2025 are ascertainable and amount to ₹128.52 Lakhs. Accordingly, a provision of 58.5%, amounting to ₹75.18 Lakhs, has been made.

Once the final settlement is arrived at, the company shall make the payment to DCM.

Exceptional Item for the Year ended 31st March 2025 includes Loss of ₹1,148.73 Lakhs on Sale of Coal Fire Gas Plant (Property, Plant & Equipments) of Insulator Unit.

Exceptional Item for the year ended 31st March 2025 includes Profit of ₹3,748.68 Lakhs on Sale of Property, Plant & Equipments and Inventory of Khurda Plant (Conductor Unit)"

50. Security of current assets against borrowings - Details of Quarterly statements filed by the Company with banks -

Company has taken borrowings from banks on the basis of security of current assets for which quarterly statements of current assets filed by the company with banks are in agreement with the books of accounts and there is no material discrepancies.

51. Charges yet to be registered with ROC

Charges or satisfaction yet to be registered with ROC beyond the statutory period, details and reasons thereof - **Not Applicable**

52. Ratios

As at 31 March 2026

As at 31 March 2026

Particulars	Numerator	Denominator	Current year	Preceding year	% Variance	Reason for variance (if more than 25%)
Current Ratio	Current assets	Current liabilities	1.82	1.36	33.7%	Increase in current assets and better management of current liabilities resulted in improvement in current ratio.
Debt-Equity Ratio	Total Debt	Shareholder's Equity	0.26	0.22	16.2%	Improvement due to increase in earnings available for debt servicing and reduction in debt obligations during the year.

Notes to the Financial Statements

for the year ended March 31, 2026

52. Ratios *(Contd.)*

As at 31 March 2026

Particulars	Numerator	Denominator	Current year	Preceding year	% Variance	Reason for variance (if more than 25%)
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	-	-	-	-
Return on Equity Ratio %	Net Profits after taxes	Average Shareholder's Equity	(1.85%)	(0.42%)	342.4%	Variation mainly due to reduction in net losses during the current year as compared to previous year.
Inventory turnover ratio	Cost of goods sold or sales	Average Inventory	3.49	2.70	29.2%	Inventory turnover improved due to higher sales and efficient inventory management during the year.
Trade Receivables turnover ratio	Revenue	Average Accounts Receivable	6.44	4.71	36.9%	Improvement due to faster realization of trade receivables and better collection efficiency.
Trade payables turnover ratio	Purchases	Average Trade Payables	4.31	3.18	35.5%	Increase mainly due to higher purchases and timely payment management during the year.
Net capital turnover ratio	Revenue	Working Capital	3.04	5.96	(49.0%)	Decrease due to increase in working capital base during the current year.
Net profit ratio %	Net Profit after Tax	Revenue	(2.33%)	(0.66%)	252.5%	Variation mainly due to reduction in net losses during the year as compared to previous year.
Return on Capital employed %	Earning before interest and taxes	Capital Employed	0.68%	0.27%	154.0%	Improvement due to better utilization of capital employed and increase in operating profitability.
Return on investment %	Income generated from investments	Time weighted average investments	5.63%	-	-	-

Notes to the Financial Statements

for the year ended March 31, 2026

52. Ratios *(Contd.)*

As at 31 March 2025

Particulars	Numerator	Denominator	Current year	Preceding year	% Variance	Reason for variance (if more than 25%)
Current Ratio	Current assets	Current liabilities	1.36	1.03	32.1%	Borrowing reduce
Debt-Equity Ratio	Total Debt	Shareholder's Equity	0.22	0.36	(38.3%)	Borrowing reduce
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	-	0.45	(100.0%)	No Debt Service as all Loans are repaid
Return on Equity Ratio %	Net Profits after taxes	Average Shareholder's Equity	(0.42%)	(0.68%)	(38.5%)	Net Loss reduced
Inventory turnover ratio	Cost of goods sold or sales	Average Inventory	2.70	1.98	36.7%	Sale Increased. Inventory reduced
Trade Receivables turnover ratio	Revenue	Average Accounts Receivable	4.71	3.60	30.7%	Trade Receivable reduced
Trade payables turnover ratio	Purchases	Average Trade Payables	3.18	2.84	12.3%	-
Net capital turnover ratio	Revenue	Working Capital	5.96	26.19	(77.3%)	Working Capital increase
Net profit ratio %	Net Profit after Tax	Revenue	(0.66%)	(1.26%)	(47.7%)	Net Loss reduced
Return on Capital employed %	Earning before interest and taxes	Capital Employed	0.27%	0.41%	(34.2%)	Earnings decrease
Return on investment %	Income generated from investments	Time weighted average investments	-	-	-	-

53. Previous year figures have been regrouped / reclassified wherever necessary to correspond with the current years classification disclosure.

54. The financials statements has been approved by the Board on 27th May 2026

As per our report of even date
For K. N. Gutgutia & Company
Chartered Accountants
FRN: 304153E

(B. R. Goyal)
Partner
Membership No: 12172

Raghavendra Anant Mody
(DIN : 03158072)
Chairman and Whole Time Director

Deepak Kejriwal
(DIN : 07442554)
Managing Director

Place: New Delhi
Date : 27th May 2026

Shailendra Jhalani
PAN : ADLPJ4576C
Chief Financial Officer

Neha Kejriwal
Membership No: F12381
Company Secretary & Compliance Officer

Hindusthan Insulators & Industries Limited

(Formerly known as Hindusthan Urban Infrastructure Limited)

(An Enterprise of The Hindusthan Group)

CIN: L31300DL1959PLC003141

Regd. Office: Kanchenjunga, 7th Floor, 18, Barakhamba Road, New Delhi - 110001

Website: www.hindusthaninsulators.com
Phone: 011-23310001
E-mail: investors@hindusthan.co.in