

Dated: 31st August 2026

To, BSE Limited Corporate Relations Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Security Code: 543327	To, National Stock Exchange of India Ltd. Corporate Relations Department Exchange Plaza, Block G,C/1, Bandra Kurla Complex, Bandra (E), Mumbai –400 051 Symbol: EXXARO
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Dear Sir/Madam,

Sub: Submission of Annual Report - 2025-26 of the Company, pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Report of the Company for the Financial Year 2025-26 along with notice being sent to the shareholders for the 19th Annual General Meeting to be held on **Saturday, the 26th September 2026 at 11:00 A.M. IST through Video Conferencing/ Other Audio Visual Means (VC/OAVM).**

The Annual Report containing the Notice is also uploaded on the Company's website www.exxarotiles.com.

We are requested to kindly take the same on record.

Thanking You

Yours Faithfully
For Exxaro Tiles Limited

Mr. Mukeshkumar B. Patel
Managing Director
DIN: 01944968

Encl: As Above

EXXARO TILES LIMITED

Corporate Office: 1201, D-Block, Ganesh Glory11, Near BSNL Office, S.G Highway, Jagatpur, Ahmedabad - 382470 | 079 3500 5555.

REG. Office & Unit 2: Survey No. 169 & 170, Vavdi Harsol Road, at & Po.: Mahelav, Taluka: Talod, Sabarkantha - 383305, Gujarat, India.

Unit 1: Block No. 204/205, Opp. Hanuman Temple, Near Mahuvad Turning, At & Po. Dabhasa, Tal.Padara, Dist. Vadodara - 391440 Gujarat, India.

🌐 www.exxarotiles.com 📧 info@exxarotiles.com ☎ +91 87585 72121 | **CIN:** L26914GJ2008PLC052518



EXXARO TILES LIMITED

CIN: L26914GJ2008PLC052518

Registered Office: Survey No. 169 & 170, Vavdi, Harsol Road

At & Po.: Mahelav, Ta.- Talod, Sabarkantha, Gujarat – 383305.

Email ID: cs@exxarotiles.com, Tel: 079-3500 5555

Website: <https://www.exxarotiles.com>

NOTICE

NOTICE is hereby given that the Nineteenth (19th) Annual General Meeting of the Members of Exxaro Tiles Limited (CIN: L26914GJ2008PLC052518) will be held on **Saturday, 26th September 2026 at 11.00 A.M.** Indian Standard Time ("IST") through Video Conferencing facility/ Other Audio-Visual Means ("VC/OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Statutory Auditor thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Report of the Statutory Auditor thereon.
2. To appoint a Director in place of Mr. Dineshkumar R. Patel (DIN: 01917917) who retires by rotation and being eligible, offers himself for re-appointment.

**On behalf of the Board of Directors,
EXXARO TILES LIMITED**

Date: 25th July 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Chairman & Managing Director
(DIN: 01944968)

General instructions for accessing and participating in the Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) facility and voting through electronic means including remote e-voting:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and pursuant to relevant Regulations of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, which sets out details relating to Ordinary Business.
2. In terms of Section 152 of the Act, Mr. Dineshkumar R. Patel (DIN: 01917917) retires by rotation at this meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment. The Relevant details of the Director proposed to be re-appointed, as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) is annexed to this notice.
3. A statement providing additional details/profile of the Directors seeking re-appointment as set out in the Notice is annexed herewith as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ('ICSI').
4. The Ministry of Corporate Affairs, Government of India ('MCA') has vide its circular No. 9/2024 dated 19th September, 2024, read with circulars dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 8th December 2021, 28th December 2022 and 25th September 2023, (collectively referred to as 'MCA Circulars') allowing, inter-alia, conducting of AGMs/EGMs through ('VC / OAVM') facility on or before 30th September 2025. The Securities and Exchange Board of India ('SEBI') also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 ('SEBI Circulars') has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). The deemed venue for the AGM will be the registered office of the Company at Survey No 169 & 170, Vavdi Harsol Road, At - Mahelav, Ta.- Talod, Dist.- Sabarkantha, Gujarat-373305, India. Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
5. Attendance of the Members participating in the AGM through VC / OAVM facility shall be counted for the purpose of reckoning the quorum for the AGM as per section 103 of the Companies Act, 2013.
6. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using

remote e-Voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.

8. In compliance with the aforesaid Circulars, Notice of the AGM along with the Annual Report for the FY 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/RTA/Depositories. The Notice can also be accessed from the websites of the Company i.e. www.exxarotiles.com as well as from the website of Stock Exchanges where Company is listed i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.
9. The AGM Notice is also disseminated on the website of National Securities Depository Limited (NSDL) (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evoting.nsdl.com.
10. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to MCA circulars on AGM through VC/OAVM, the physical attendance of Members has been dispensed with. Accordingly, to facility for appointment of proxies by the Members will not be available for this AGM and hence the Attendance Slip, Route Map and Proxy Form are not annexed to this Notice.
11. Pursuant to Section 113 of the Act, the corporate members intending to authorize their representatives to attend the Meeting are requested to send a scanned certified copy of the board resolution (pdf/jpeg format) authorizing their representative to attend and vote on their behalf at the Meeting. The said Resolution/Authorization shall be sent to the NSDL by email at evoting@nsdl.com with a copy marked to cs@exxarotiles.com.
12. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.
13. **REGISTRATION OF EMAIL ADDRESSES** – Eligible members who have not registered their e-mail addresses are requested to register the same with their Depository Participant ('DP'), if the shares are held in demat form and members holding shares in physical form are requested to provide the same to the Registrar and Transfer Agent.
14. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to the RTA.
15. **Nomination:** As per the provisions of Section 72 of the Companies Act, 2013 the facility for making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are advised to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in electronic form and to the Company's Registrar and Transfer Agent ('RTA') in case the shares are held by them in physical form, quoting their folio number.
16. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
17. In terms of circulars issued by The Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of Permanent Account Number Card (PAN Card) by every participant in securities market. Members holding shares in electronic form are, therefore,

requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar and Transfer Agent – Bigshare service Private Limited.

18. As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities of listed companies can only be transferred in dematerialized form with effect from 1st April 2019. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrars and Transfer Agent, M/s. Bigshares Services Private Limited for assistance in this regard. In view of the above, members are advised to dematerialize shares held by them in physical form.
19. Members seeking any information about the financial accounts or any other matter to be placed at the AGM are requested to write to the Company at least 10 days before the Meeting. The same will be replied by the Company suitably.
20. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested maintained under Section 189 of the Act, shall be available for electronic inspection by the members during the AGM. All other documents referred to in the Notice shall also be made available for inspection in electronic mode.
21. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS (E-VOTING) AND OTHER INSTRUCTIONS RELATING THERETO ARE AS UNDER:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) read with the circulars issued by MCA and SEBI and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is providing its members, the facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services.
2. For this purpose, the Company has entered into an agreement with **National Securities Depository Limited (NSDL)** for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
3. The facility for E-voting through electronic voting system shall also be made available at the venue of the AGM and the members attending the meeting, who have not cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting prior to the AGM may attend the AGM but shall not be able to cast their vote again at the AGM.
4. Mr. Vasantkumar B. Patel, Proprietor of M/s. Vasant Patel & Associates, Company Secretaries (CP No. 3848) Ahmedabad has been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting during the meeting in a fair and transparent manner.
5. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, would unblock the votes cast through remote e-voting and through e-voting at the AGM in the presence of at least two witnesses not in employment of the Company and submit, not later than three days of conclusion of the AGM, a consolidated Scrutinizer's report of the total votes cast in favor or

against, if any, to the Chairman of the meeting or a person authorized by him in writing who shall countersign the same.

6. The results declared along with the Scrutinizer's Report shall be placed on the Company's website (www.exxarotiles.com) and on the website of NSDL (<https://www.evoting.nsdl.com/>) after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE") as well as National Stock Exchange ("NSE") where the shares of the Company are listed.
7. The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) of **19th September 2026**.
8. The instructions for shareholders voting electronically are as under:
 - I. The remote E-voting period commences on **23th September 2026 at 9.00 A.M. IST and ends on 25th September 2026 at 5.00 P.M. IST**. During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **19th September 2026** may cast their vote by remote e-voting. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
 - II. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - III. As per circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, all individual shareholders holding securities in demat mode can cast their vote by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.
 - IV. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility

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

Step 1: Access to NSDL e-Voting system

- A. Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL Depository	1) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page

	click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5) Shareholders/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
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and

	click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

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

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

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

4. Your User ID details are given below :

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

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

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#) (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
 2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
 3. Now you are ready for e-Voting as the Voting page opens.
 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
 5. Upon confirmation, the message “Vote cast successfully” will be displayed.
 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote
- 9. Process for those shareholders whose email / mobile no. are not registered with the Company/ Depositories**
1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@exxarotiles.com.
 2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@exxarotiles.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
 3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
 4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

INSTRUCTION FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
3. Further shareholders will be required to switch on the video facility and use Internet connection with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@exxarotiles.com. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have 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 available during the AGM.
3. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

OTHER GUIDELINES/INSTRUCTIONS

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to vbpatelassociates@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request at evoting@nsdl.com.

**On behalf of the Board of Directors,
EXXARO TILES LIMITED**

Date: 25th July 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Chairman & Managing Director
(DIN: 01944968)

Details of Directors seeking reappointment at the General Meeting in pursuance of provisions of the Companies Act, 2013 & Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 AND SECRETARIAL STANDARDS – 2):

Annexure-1

Name of the Director	Mr. Dineshkumar R. Patel
Brief Profile	Mr. Dineshkumar R. Patel, aged 57 years, is Whole-time Director and one of the Promoters of our Company. He has been on the Board of Directors since August 06, 2014 He has been appointed as the Whole-Time Director of our Company on January 6, 2021 & re-appointment for another term of 05 years till 05th January 2031 via Postal Ballot on 24th December 2025. He does not have a formal education degree. Prior to joining our Company, he was associated with Regent Granito (India) Limited from 2002 till 2007 as Manger Production and Operations and with Classic Microtech Private Limited from 2007 to 2012 as Manager – Production Operations He possesses over 25+ years of experience in covering production activities, streamlining of processes and procedures to facilitate smooth production process & enhanced productivity in the manufacturing industry. He manages the entire production and administrative operations at manufacturing facility of the Company at Talod-Unit II.
DIN	01917917
Date of Birth	01 st June 1969
Nationality	Indian
Date of Appointment on the Board	August 06, 2014
Qualification	Don't have any formal degree.
List of Directorship in other Companies	1. Exxaro Ceramic Limited & 2. Dhvanish and Devang Petro Private Limited
Chairmanship/ Membership of Committees of other Companies in which he/she is a Director	NIL
Shareholding in Exxaro Tiles Limited as on Date	7,55,33,070 Shares
Relationship with other Directors, KMPs	NA
Number of meetings of the Board attended	09 Board Meeting

during the financial year (2025-2026)	
Listed entities from which director has resigned in past 3 years	NIL

**On behalf of the Board of Directors,
EXXARO TILES LIMITED**

Date: 25th July 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Chairman & Managing Director
(DIN: 01944968)

BOARD'S REPORT

Dear Members,

Your Directors take pleasure in presenting the Nineteen (19th) Annual Report and the Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2026.

1. FINANCIAL RESULTS

The Company's financial performance for the year ended on 31st March, 2026 is summarized below:

Particular	Standalone (Rs. In Lakhs)		Consolidated (Rs. Lakhs)	
	Year Ended on 31 st March 2026	Year Ended on 31 st March 2025	Year Ended on 31 st March 2026	Year Ended on 31 st March 2025
Revenue from Operations	28182.28	29963.42	30490.30	30421.49
Profit before Tax	301.16	85.59	398.87	173.07
Tax Expense	90.58	163.85	115.76	185.24
Profit After Tax (before Minority interest)	210.58	(78.26)	283.11	(12.17)
Other Comprehensive Income/expenses	10.18	15.93	10.18	15.93
Net Profit for the Year	220.75	(62.33)	293.28	3.76

2. TRANSFER TO RESERVES

The Company has not transferred any amount to general reserves for F.Y. 2025-26.

3. DIVIDEND

To conserve liquidity for future business operations, Your Directors has not recommended any dividend for the financial year ended March 31, 2026.

4. DIVIDEND DISTRIBUTION POLICY

In terms of the Regulation 43A of the Listing Regulations the Board of Directors has formulated and approved Dividend Distribution Policy, which is available on the website of the Company at: https://www.exxarotiles.com/wp-content/uploads/2021/08/Dividend-distribution-policy_18082021_Exxaro.pdf.

5. PERFORMANCE HIGHLIGHTS

Your director's have regret to inform you that as compared to the previous year, the revenue from operations of the Company decrease from Rs. 29963.42 Lakhs to Rs. 28182.28 Lakhs on standalone basis. During the year under review, the Company has incurred Net Profit of Rs. 210.58 Lakhs as against the Net Loss of Rs. 78.26 Lakhs on standalone basis in the previous year. Your directors expect to achieve better financial performance in the coming years.

6. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there is no change in the nature of business of the company.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Retirement by rotation

Pursuant to the provisions of section 152 of the Companies Act, 2013, Mr. Dineshkumar R. Patel (DIN: 01917917) will retire by rotation at the ensuing Annual General Meeting (AGM) of the Company and

being eligible, offer himself for re-appointment. A detailed profile of Mr. Dineshkumar R. Patel (DIN: 01917917), along with additional information required under Regulation 36(3) of Listing Regulations and Secretarial Standard on general meetings is provided separately by way of Annexure to the Notice of the AGM.

Appointment/cessation of Director and KMP

During the FY Mr. Himanshu Shah, Chief Financial officer of the Company has resigned effect from 06th September 2025 due to perusal of his new direction, long term goal and aspiration. The Board places on record its deep appreciation for the valuable contribution made by Mr. Himanshu Shah, during his tenure as Chief Financial officer.

During the FY Mr. Jigneshbhai B. Patel, has been appointed as Chief Financial officer of the Company w.e.f 18th November 2025.

During the FY Mr. Miten Majmudar (DIN: 11379191) has been appointed as Additional Independent Director of the Company w.e.f 18th November 2025 and the same has been approved by Members through postal ballot on 24th December 2025.

During the FY Mr. Mukeshkumar B. Patel (DIN: 01944968) has been re-appointed as Chairman and Managing Director, Mr. Kirankumar Bhikhalal Patel (DIN: 01918094) has been re-appointed as Whole Time Director and Mr. Dineshkumar Ramanlal Patel (DIN: 01917917) has been re-appointed as Whole Time Director of the Company for a period of 05 years on Board Meeting held on 18th November 2025 and the Members of the Company has approved the same through postal ballot on 24th December 2025.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on 31st March, 2026 are as under:

Name	Designation
Mr. Mukeshkumar B. Patel	Chairman & Managing Director
Mr. Kirankumar B. Patel	Whole time Director
Mr. Dineshbhai R. Patel	Whole-time Director
Mr. Jigneshbhai B. Patel	Chief Financial Officer
Mrs. Dharmishtha Shah	Company Secretary & Compliance Officer

The resolutions for the appointment / re-appointment of all the Directors proposed for Shareholders approval along with their brief profiles as detailed in the Notice of AGM would be placed for your approval.

ANNUAL COMPLIANCE AFFIRMATION

Pursuant to the requirements of Regulation 26(3) of Listing Regulations, all members of the Board of Directors and senior management personnel have affirmed compliance with the code of conduct for Board of Directors and senior management Personnel.

DECLARATION BY INDEPENDENT DIRECTORS

All the Independent Directors have furnished declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16 (1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further there has been no change in the circumstances which may affect their status as Independent Director during the year under review.

MEETING OF BOARD OF DIRECTORS

During under review, 09 (Nine) Meetings of the Board of Directors were held in accordance with the provisions of the Companies Act, 2013 and rules made there under and the applicable secretarial standards. The details of the Board Meetings with regard to their dates and attendance of each of the

Directors thereof have been provided in the Corporate Governance Report which forms part of the Annual Report of the Company.

STATEMENT REGARDING INTEGRITY, EXPERTISE AND EXPERIENCE OF INDEPENDENT DIRECTORS

In the opinion of the Board, the Independent Directors possess Excellent rating in respect of clear sense of value and integrity and have requisite expertise and experience in their respective fields.

As per the recent amendments of the Companies Act, 2013 the online proficiency self-assessment test to be conducted by Indian Institute of Corporate Affairs is exempted for the Independent Directors who have served a Company in such capacity for a total year not less than three years. Accordingly, the Company's Independent Directors have already passed online proficiency self-assessment test.

EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance and that of its committee's as well as performance of the Directors individually. Feedback was sought covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance and the evaluation was carried out based on responses received from the Directors.

A separate exercise was carried out by the Nomination and Remuneration Committee of the Board to evaluate the performance of individual Directors. The performance evaluation of the Non- Independent Directors and the Board as a whole was carried out by the Independent Directors. The performance evaluation of the Chairman of the Company was also carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

8. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of its knowledge and ability, confirm that:

- a) in the preparation of annual accounts for the financial year ended March 31, 2026, the applicable accounting standards have been followed and there are no material departures
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of your Company at the end of the financial year and profit of your Company for the year ended March 31, 2026.
- c) the directors had taken proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a "going concern" basis;
- e) the Directors had laid down internal financial controls were in place and that such internal financial controls were adequate and were operating effectively
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

9. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Company has wholly owned subsidiary namely Exxaro Ceramics Limited. The Company has invested Rs.1 Lakh in subsidiary to subscribe equity shares and received back loan of Rs.61.93 Lakhs during the year 2025-26 and also taken loan from subsidiary of Rs.347.80 lakhs during the year 2025-26 against which also repaid Rs.46.00 Lakh during the year 2025-26. Outstanding payable amount of such loan at the end of financial year is Rs. 301.80 Lakhs.

The Company incorporated a wholly owned subsidiary, **Aresta General Trading FZE**, on 23rd March 2026 in Dubai, United Arab Emirates (UAE).

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiaries in Form No. AOC-1 is attached to the Annual Report of the company as **Annexure 1**.

The Company's policy on material subsidiary is available on the Company's website and can be assessed through the weblink at https://www.exxarotiles.com/wp-content/uploads/2021/03/POLICY_ON_MATERIAL_SUBSIDIARIES_AND_GOVERNANCE_OF_SUBSIDIARIE_S.pdf

The Company has prepared the consolidated financial statements for the year ended 31st March, 2026 along with the above subsidiary as per the provisions of applicable Accounting Standards and under relevant provisions of the Companies Act Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiaries, are available on the Company's website at www.exxarotiles.com.

10. CONSOLIDATED FINANCIAL STATEMENTS

The Company has adopted Indian Accounting Standard (Ind-AS) from 1st April, 2020. In accordance with the provisions of the Act and Listing Regulations read with relevant Accounting Standards issued by the Institute of Chartered Accountants of India, the consolidated financial statement forms part of this Annual Report. The audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of its subsidiaries are available on Company's website at www.exxarotiles.com. These documents are also available for inspection by the Members at the Registered Office of the Company during business hours on all working days.

11. DEPOSITS

During the year under review, the Company has neither invited nor accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and as such, no amount on account of principal or interest on deposits from the public was outstanding as on the date of the Balance Sheet.

12. MATERIAL CHANGES AND COMMITMENTS BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT

There have been no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year 2025-26 and the date of this report.

13. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

During the year under review, there were no significant and material orders passed by the Regulators or Courts or Tribunals or Statutory and quasi-judicial body impacting the going concern status and the Company's operations in future.

14. INTERNAL FINANCIAL CONTROL SYSTEM

Internal Financial Controls are an integrated part of the risk management process. The Company has adequate internal financial controls in place to address financial and financial reporting risks. The internal financial controls with reference to the financial statements are commensurate with the size and nature of business of the Company.

This internal financial control system is being checked by the Internal Auditors at company's head office and all its plants. The system helps in improving operational and financial efficiency of the Company,

safeguarding of assets and prevention and detection of frauds, if any. No material observations have been received from the Internal Auditors of your Company regarding in efficiency or inadequacy of such controls.

During the year, the Company has tested its controls and the same are effectively working. Statutory Auditors' Report on Internal Financial Controls as required under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013, is annexed with the Independent Auditors' Report.

15. MAINTENANCE OF COST RECORDS

The Company is not required to maintain cost records as per sub-section (1) of Section 148 of the Companies Act, 2013.

16. THE DETAILS OF APPLICATION MADE /PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

The Company has not initiated proceedings under Insolvency & Bankruptcy Code, 2016 (IBC) against its customers and as on the date of this Report.

17. SHARE CAPITAL

Authorized Share Capital is Rs. 56,00,00,000 (Rupees Fifty-Six Crores only) divided into 50,00,00,000 (Fifty Crores) Equity Shares of Rs. 1/- each and 60,00,000 (Sixty Lakhs Only) Non-Convertible Preference Shares of Rs.10/- each.

Issued, Subscribed and Paid-up Share Capital of the Company is Rs. 44,74,10,700 divided into 44,74,10,700 Equity Shares of Rs. 1/- each.

18. FINANCE

During the under review, the Company has availed further or new financial assistance from Banks of Rs. 750.00 lakhs from Cosmos Bank for Solar Project at Goral for Talod.

19. INSURANCE

The Company has taken adequate insurance to cover the risks to its employees, property (land and buildings), plant, equipment, other assets and third parties.

20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company has not given any guarantees, provided security (ies) and made investments covered under the provisions of section 186 of the Companies Act, 2013. The detail of Loans given is as under:

Particulars of Loans Given:-

Sr. No.	Name of Party	Opening Balance loan given Amount (In Rs.)	Loan Given during the Year Amount (In Rs.)	Loan Received during the Year Amount (In Rs.)	Outstanding as on 31/03/2026	Purpose
1.	M/s. Exxaro Ceramic Limited (Wholly Owned Subsidiary of Exxaro Tiles Limited)	61,93,791/-	NIL	61,93,251/-	NIL	For long term business requirement

Sr. No.	Name of Party	Opening Balance loan received Amount (In Rs.)	Loan Received during the Year Amount (In Rs.)	Loan Paid during the Year Amount (In Rs.)	Outstanding Payable as on 31/03/2026	Purpose
1.	M/s. Exxaro Ceramic Limited (Wholly Owned Subsidiary of Exxaro Tiles Limited)	NIL	347,79,901/-	46,00,020/-	301,79,881/-	

21. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company believes that a strong internal control framework is necessary for business efficiency, management effectiveness and safeguarding assets. The Company has a well-defined internal control system in place, in alignment with the requirement of Companies Act, 2013 and has also laid down specific responsibilities on the Board, Audit Committee, Independent Directors and Statutory Auditors with regard to Internal Control Systems, which is designed to provide reasonable assurance related to operation and financial control.

The audit scope, methodology to be used, reporting framework is defined in charter of the Internal Audit, which is approved by the Audit Committee of the Board of Directors. The Internal Auditors evaluate the efficacy and adequacy of internal control system, its compliance with operating systems and policies of the Company and accounting procedures at all the locations of the Company. Based on the report of the Internal Auditors, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are placed before the Audit Committee of the Board. The Internal Audit also continuously evaluates the various processes being followed by the Company and suggests value addition, to strengthen such processes and make them more effective.

22. INTERNAL CONTROLS WITH RESPECT TO FINANCIAL STATEMENTS

The Company has an internal financial control system commensurate with the size and scale of its operations and the same has been operating effectively. The Internal Auditor evaluates the efficacy and adequacy of internal control system, accounting procedures and policies adopted by the Company for efficient conduct of its business, adherence to Company's policies, safeguarding of Company's assets, prevention and detection of frauds and errors and timely preparation of reliable financial information etc. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon were presented to the Audit Committee of the Board.

23. RELATED-PARTY TRANSACTIONS

The Company has formulated a policy on related party transactions which is also available on Company's website at https://www.exxarotiles.com/wp-content/uploads/2021/03/Company_policy_on_RPT.pdf. All Related Party Transaction that were entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis and were in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Regulations.

All related party transactions were placed before the Audit Committee/Board for approval. Prior approval of the Audit Committee was obtained for the transactions which are foreseen and are in repetitive in nature.

During the year under review, material transactions with Related Parties which are at arm's length basis are disclosed in Form AOC-2 and are appended as **Annexure 2** to the Board's Report. The Related Party Transactions Policy is uploaded on the Company's website i.e. www.exxarotiles.com under the section Investor Relations.

24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company is taking all necessary steps for conservation of energy and technology absorption. During the year under review, the Company has earned Rs. 277.97 Lakhs towards export of goods and the company has spent foreign exchange of Rs. 107.09 Lakhs towards import raw material and capital goods etc.

25. ANNUAL RETURN

Pursuant to the provision of Section 92(3) read with Section 134(3)(a) of the Companies Act, the Annual Return as on March 31, 2026 is available on the Company's website at www.exxarotiles.com.

26. PARTICULARS OF EMPLOYEES

The information as per Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as **Annexure - 3** to the Board's Report.

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of employees and other particulars of the top employees and employees drawing remuneration in excess of the limits as provided in the said rules are set out in the Board's Report as an addendum thereto. However, in terms of provisions of the first proviso to Section 136(1) of the Companies Act, 2013, the Annual Report is being sent to the members of the Company excluding the aforesaid information. The said information is available for inspection at the Registered Office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

THE DETAILS OF NUMBER OF EMPLOYEES AS ON 31ST MARCH, 2026 IS AS UNDER: -

Sr. No.	Male	Female	Transgender
1.	495	11	NIL

27. CORPORATE GOVERNANCE

In terms of Regulation 34(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Corporate Governance Report and the Auditors' Certificate regarding Compliance to Corporate Governance requirements are part of this Annual Report.

28. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis on matters related to the business performance as stipulated in the Listing Regulations is given as a separate section in the Annual Report.

29. COMMITTEES OF BOARD

The Company has duly constituted the following mandatory Committees in terms of the provisions of the Companies Act, 2013 read with relevant rules framed thereunder & Listing Regulations:

- a) Audit Committee
- b) Nomination and Remuneration Committee
- c) Stakeholders Relationship Committee

The composition of all such Committees, brief terms of reference, number of meetings held their dates and attendance during the year under review, and other details have been provided in the Corporate Governance Report. All the recommendations made by the Committees were accepted by the Board.

Audit Committee

The Audit Committee comprises of two Independent Directors namely Mr. Kamal Dave (Chairman), Mr. Gordhanbhai B. Patel (Member) and one Non-Independent- Executive Director Mr. Mukeshkumar B. Patel (Member). All the recommendations made by the Audit Committee were accepted by the Board.

Nomination and Remuneration Policy

The Nomination and Remuneration Committee comprises of three Independent Directors namely Mr. Gordhanbhai B. Patel (Chairman), Mr. Kamal Dave (Member) and Mrs. Darsha Kikani (Member).

The Policy of the Company on Director's appointment and remuneration, specifying criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub section (3) of section 178 of the Companies Act, 2013, adopted by the Board, is available on the website of the Company at www.exxarotiles.com under the heading Investor Relations.

Stakeholders Relationship Committee

The Stakeholders Relationship Committee comprises of two Independent Directors namely Mr. Gordhanbhai B. Patel (Chairman), Mr. Kamal Dave (Member) and one Non-Independent Executive Director Mr. Kirankumar B. Patel (Member). The Board has constituted a "Stakeholders Relationship Committee" to consider and resolve the grievances of security holders of the company.

Risk Management Committee

The Company is not required to constitute the Risk Management Committee, as the provision of Regulation 21 of the Listing Regulations is not applicable to the Company.

30. RISK MANAGEMENT POLICY

Pursuant to the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formed a Risk Management Policy. This policy seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The policy defines the risk management approach across the enterprise at various levels including documentation and reporting. The Board of Directors reviews the risks appurtenant to the Company yearly and a statement of risks is mentioned under the head Management Discussion and Analysis Report which forms part of this Annual Report.

The Risk Management Policy as approved by the Board is uploaded on the Company's website www.exxarotiles.com under the heading Investor Relations.

31. VIGIL MECHANISM CUM WHISTLE BLOWER POLICY

The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees in conformation with Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, to report concerns about unethical behavior. This Policy is available on the Company's website at www.exxarotiles.com.

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

The Company has always been committed to provide a safe and conducive work environment to its employees. The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The Company has constituted an Internal Complaint Committee, known

as Anti Sexual Harassment Committee, to address the concerns and complaints of sexual harassment and to recommend appropriate action. Pursuant to the Sexual Harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013 disclosure indicating the compliant under the act are as under :-

1. The number of sexual harassment complaints received during the year: Nil
2. The number of such complaints disposed of during the year: Nil
3. The number of cases pending for a period exceeding ninety days: Nil

33. COMPLIANCE WITH THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961.

Your company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws. Your Company complies with the applicable provisions of the Maternity Benefit Act, 1961.

34. CORPORATE SOCIAL RESPONSIBILITY

As per General Circular No. 14 /2021 date 25th August, 2021, where the amount required to be spent by a company on CSR does not exceed Fifty Lakhs rupees, the requirement for constitution of the CSR Committee is not mandatory and the functions of the CSR Committee in such cases, shall be discharged by the Board of Directors of the company and as per MCA Notification date 20th September, 2022 "Provided further that a company having any amount in its Unspent Corporate Social Responsibility Account as per sub-section (6) of section 135 shall constitute a CSR Committee and comply with the provisions contained in sub-sections (2) to (6) of the said section."; The company had not falls under both the provisions as mentioned and therefore company did not Comprise CSR Committee. The Board of Directors of the company monitoring the CSR initiatives of the Company. The Board had adopted a CSR Policy. The same is available on Company's website at www.exxarotiles.com.

The Company undertakes initiatives in compliance with Schedule VII to the Act and guidelines, circulars issued by the Government from time to time.

The average net profit of the Company, computed as per Section 198 of the Act, during the three immediately preceding financial years (i.e. 2022-23, 2023-24 and 2024-25) was Rs. 4,75,16,910/-. During the year under review, the Company has spent Rs. 10,00,000/- on CSR activities against Rs. 9,50,338/- (2% of average net Profits of 3 immediately preceding financial years) The Annual Report on CSR activities is appended as **Annexure-4** to the Board's Report.

35. AUDITORS

Statutory Auditors

M/s. H. B. Kalaria & Associates, Chartered Accountants (Firm Registration No.:-) were re-appointed as the statutory auditors of the Company, to hold office for period of five consecutive years from the conclusion of the 18th AGM until the conclusion of 23rd AGM of the Company to be held in the year 2030 as required under Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

The Auditor's Report read with notes to the accounts referred to in the Auditor Report are self-explanatory and therefore do not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remark. There is no offence of fraud reported by the Statutory Auditors under section 143(12) of the Companies Act, 2013.

Details in Respect of frauds reported by the Auditors under Section 143 (12) of Companies Act, 2013:

There are no frauds reported by the Auditor which are required to be disclosed under Section 143(12) of Companies Act, 2013 for the financial year ended March 31, 2026.

Internal Auditor

The Internal Auditor of your Company is appointed by the Board on yearly basis, on the recommendation of the Audit Committee. The findings of internal audit are reported by the Internal Auditor to the Audit Committee on a periodic basis. The scope of internal audit is approved by the Audit Committee.

Mr. Mitesh Koshti, was appointed as the Internal Auditors of the Company to conduct the internal audit for the financial year 2025-26.

Secretarial Audit

Pursuant to provision of section 204(1) of the Companies Act 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended or re-enacted from time to time) and other applicable provisions if any, of the Companies Act, 2013 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Members approved the appointment of M/s. Vasant Patel & Associates, Practicing Company Secretaries (CP No. 3848, Firm Registration No. S2011GJ150600), as the Secretarial Auditors of the Company, to hold office for a term of five consecutive years up to FY 2030.

The Secretarial Audit Report for the financial year ended March 31, 2026 is annexed to this Report as “Annexure-5”. With regard to the observation of the Secretarial Auditors that there were few instances of delay in filing of forms with the Ministry of Corporate Affairs which were filled with additional fees, it is stated that there were few instances of delay in filing of forms due to technical glitches at MCA website, however the said forms were filed with additional fees.

36. COMPLIANCE OF SECRETARIAL STANDARDS

During the year under review, your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1), General Meetings (SS-2) and Dividend (SS-3) issued by the Institute of Company Secretaries of India and approved by the Central Government, in terms of Section 118(10) of the Companies Act, 2013.

37. INSIDER TRADING CODES

In terms of the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, and the amendments thereof, the Company has formulated and amended from time to time, following codes for regulating, monitoring and reporting of trading in shares of the Company by the Promoters, Designated Persons, Key Managerial Personnel, Directors, Employees, Connected Persons and Insiders of the Company.

- a. Code of Conduct for Prevention of Insider Trading; and
- b. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

The said codes are in accordance with the said Regulations and are also available on the website of the Company. The Company has also adopted the Policy for the determination of Legitimate Purposes as a part of “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” and “Policy for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information”.

38. CAUTIONARY STATEMENT

Statements in this ‘Board’s Report’ & ‘Management Discussion and Analysis’ 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 could differ materially from those expressed or implied. Important factors that could make difference to the Company’s operations including raw material/fuel availability and its prices, cyclical demand and pricing in the Company’s principle markets, changes in the Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other ancillary factors.

39. ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation for the steadfast commitment and highly motivated performance by employees at all levels which was instrumental in sustained performance of the Company. The Directors would also like to express their appreciation for the assistance and co-operation of Central and State Government authorities, bankers, customers, suppliers and business associates. The Directors acknowledge with gratitude, the encouragement and support extended by the Company's valued stakeholders.

**On behalf of the Board of Directors,
For, EXXARO TILES LIMITED**

Date: 25th July 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Managing Director
(DIN: 01944968)

Mr. Kirankumar B. Patel
Whole Time Director
(DIN: 01918094)

ANNEXURE-1 TO THE BOARD'S REPORT

Form AOC- 1

[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]
Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part "A"

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

Part "A": Subsidiaries: -

Sr. No.	Particulars	Details
1.	Name of the Subsidiary	EXXARO CERAMIC LIMITED
2.	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	1 st April, 2025 to 31 st March, 2026
3.	Reporting currency and	INR
	Exchange rate	N.A.
4.	Share Capital	1,00,000/-
5.	Reserves & surplus	1,32,08,772.02/-
6.	Total assets	18,02,09,600.48/-
7.	Total Liabilities	16,69,00,828.46/-
8.	Investments	NIL
9.	Turnover	26,76,39,571.60/-
10.	Profit before taxation	97,70,625.77/-
11.	Provision for taxation	25,17,326/-
12.	Profit after taxation	72,53,299.77/-
13.	Proposed Dividend	NIL
14.	% of shareholding	100%

- Names of subsidiaries which are yet to commence - **Aresta General Trading FZE**
- Names of subsidiaries which have been liquidated or sold during the year – None

Part "B": Associates and Joint Ventures: Your Company does not have any associate and Joint Ventures.
Notes:

- No Associates and Joint Ventures is yet to commence operations.
- No Subsidiaries, Associates and Joint Ventures which have been liquidated or sold during the year.

On behalf of the Board of Directors,
For, **EXXARO TILES LIMITED**

Date: 25th July 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Managing Director
(DIN: 01944968)

Mr. Kirankumar B. Patel
Whole Time Director
(DIN: 01918094)

ANNEXURE-2 TO THE BOARD'S REPORT

FORM NO. AOC -2

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

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

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

Sr. No	Name(s) of the Related Party and Nature of Relationship	Nature of Contract / Arrangement / Transaction	Duration of the Contract / Arrangement / Transaction	Salient terms of contract / Arrangement / Transaction including the value, if any	Justification for entering into such contract / Arrangement / Transactions	Date of Approval by the Board	Amount paid as advance	Date on which the Special Resolution was passed in the General Meeting under first proviso to Section 188
NIL								

2. Details of material contracts or arrangements or transactions at arm's length basis as on 31.03.2026:

Sr. No	Name(s) of the Related Party and Nature of Relationship	Nature of Contract / Arrangement / Transactions	Duration of the Contract / Arrangement / Transactions	Salient terms of Contract / Arrangement / Transactions	Date of Approval by the Board, if any	Amount paid as advance	Total Amount
NIL							

**On behalf of the Board of Directors,
For, EXXARO TILES LIMITED**

Date: 25th July 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Managing Director
(DIN: 01944968)

Mr. Kirankumar B. Patel
Whole Time Director
(DIN: 01918094)

ANNEXURE – 3 TO THE BOARD'S REPORT

Information as per Section 134 and Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Board's Report for the year ended 31st March, 2026.

The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary during the Financial Year 2025-26, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2025-26 are as under:

Name of Person	Title	Remuneration in fiscal 2026 (Rs. in lakhs)	Remuneration in fiscal 2025 (Rs. in Lakhs)	No. of Stock Options/ RSUs granted in Fiscal 2026	% increase of remuneration in 2026 as compared to 2025	Ratio of Remuneration of each Director to median remuneration of employees for the FY 2025-26
Mr. Mukeshkumar B. Patel	Chairman and Managing Director	32.78	32.78	NIL	0.00%	16.95
Mr. Kirankumar B. Patel	Whole Time Director	29.78	29.78	NIL	0.00%	15.40
Mr. Dineshkumar R. Patel	Whole Time Director	29.78	29.78	NIL	0.00%	15.40
Mr. Kamal Dave	Independent – Non Executive Director	0.27	0.50	NIL		
Mrs. Darsha Kikani	Independent – Non Executive Director	0.27	0.50	NIL		
Mr. Gordhanbhai B. Patel	Independent – Non Executive Director	-	-	NIL	-	-
Mr. Himanshu Shah	Chief Financial Officer	15.60	28.34	NIL		8.06
Mr. Jigneshbhai B. Patel**	Chief Financial Officer	6.80	-	NIL		3.51
Mrs. Dharmishta Shah	Company Secretary	2.42	0.35	NIL		1.25

*The remuneration of Non-Executive Directors consists only sitting fee.

**Mr. Jigneshbhai B. Patel has appointed as Chief Financial officer of the Company w.e.f. 18th November 2025.

I. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the Financial Year:

The median remuneration of employees of the Company during the Financial Year was Rs. 1.93 Lakhs and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year is provided in the above table.

II. The percentage increase in the median remuneration of employees in the Financial Year:

In the Financial Year 2025-26, there was a increase of 37.78% in the median remuneration of employees.

III. The number of permanent employees on the rolls of Company:

There were 506 permanent employees on the rolls of the Company as on 31stMarch, 2026.

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

Average percentage increase made in the salaries of employees other than the managerial personnel in the Financial Year 2025-26 was 4.50 whereas there was 7.61% decrease in the managerial remuneration for the Financial Year 2025-26.

V. Affirmation that the remuneration is as per the remuneration policy of the company:

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

**On behalf of the Board of Directors,
For, EXXARO TILES LIMITED**

Date: 25th July 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Managing Director
(DIN: 01944968)

Mr. Kirankumar B. Patel
Whole Time Director
(DIN: 01918094)

ANNEXURE-4 TO THE BOARD'S REPORT

(Pursuant to Clause (o) of Sub-section (3) of Section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014

- Brief outline on CSR Policy of the Company:** The Company has a suitable CSR Policy in place specifying the focus areas where the Company intends to do CSR expenditure. The company will undertake various initiatives as its Corporate Social Responsibility in the areas of Health, Education, Community Development and Natural Calamities etc.
- Composition of CSR Committee: as per the** General Circular No. 14 /2021 date 25th August, 2021 Where the amount required to be spent by a company on CSR does not exceed Fifty Lakhs rupees, the requirement for constitution of the CSR Committee is not mandatory and the functions of the CSR Committee, in such cases, shall be discharged by the Board of Directors of the company. Therefor e company did not comprise CSR Committee and as per MCA Notification date 20th September, 2022 "Provided further that a company having any amount in its Unspent Corporate Social Responsibility Account as per sub-section (6) of section 135 shall constitute a CSR Committee and comply with the provisions contained in sub-sections (2) to (6) of the said section. The company had not falls under both the provisions as mentioned and therefore company did not Comprise CSR Committee.
- Web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:** www.exxarotiles.com.
- Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014:** Not Applicable.
- Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any**

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs.)	Amount required to be set-off for the financial year, if any (in Rs.)
1	2024-25	Nil	Nil
2	2023-24	Nil	Nil
3	2022-23	Nil	Nil
	Total	Nil	Nil

- Average net profit of the company as per section 135(5):** Rs.4,75,16,910/-
- Two percent of average net profit of the company as per section 135(5):** Rs. 9,50,338/-
 - Surplus arising out of the CSR projects or programmes or activities of the previous financial years:** Nil
 - Amount required to be set off for the financial year, if any:** NIL
 - Total CSR obligation for the financial year (7a+7b-7c):** Rs. 9,50,338/-
- CSR amount spent or unspent for the financial year:** Rs. 10,00,000/-
 - Details of CSR amount spent against ongoing projects for the financial year:**

Total Amount Spent for the Financial Year. (inRs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Nil	Nil	N.A.	N.A.	Nil	N.A.

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

Total Amount Spent for the Financial Year. (inRs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
10,00,000/-	Nil	Nil	Jivan Jyot Foundation	10,00,000/-	24.03.2026

(d) Amount spent in Administrative overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: N.A.

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): Nil

(g) Excess amount for set off, if any: Nil

Sr. No.	Particular	Amount (Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	9,50,338/-
(ii)	Total amount spent for the Financial Year	10,00,000/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	49,662/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	49,662/-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	49,662/-

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

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
1	2024-25	N.A.	Nil	N.A.	Nil	N.A.	N.A.
2	2023-24	N.A.	Nil	N.A.	Nil	N.A.	N.A.
3	2022-23	N.A.	Nil	N.A.	Nil	N.A.	N.A.
	Total	N.A.	Nil	N.A.	Nil	N.A.	N.A.

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

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: None

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

**On behalf of the Board of Directors,
For, EXXARO TILES LIMITED**

Date: 25th July 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Managing Director
(DIN: 01944968)

Mr. Kirankumar B. Patel
Whole Time Director
(DIN: 01918094)

ANNEXURE – 5 TO THE BOARD'S REPORT

**FORM NO. MR-3
SECRETARIAL AUDIT REPORT
For the financial year ended 31st March, 2026**

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

To,
The Members,
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)
Survey No. 169 & 170, Vavdi Harsol Road,
At & Po.: Mahelav, Taluka: Talod,
SabarKantha 383305, Gujarat, India.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices made by M/s. EXXARO TILES LIMITED (hereinafter called "the Company") for the financial year ended on 31st March, 2026. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company during the audit period covering the financial year ended on 31st March, 2026 has 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 31st March, 2026, according to the provisions of:

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

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

The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
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 wherever applicable;

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

The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Not Applicable for the period under review);

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

The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not Applicable for the period under review);

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;

The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021 (Not Applicable for the period under review);

The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not Applicable for the period under review);

The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable for the period under review);

The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Not Applicable for the period under review);

The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not Applicable for the period under review);

The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations 2021 (Not Applicable for the period under review);

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

We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for Compliances under other applicable acts, laws and regulations to the Company. The Compliance of the provisions of other applicable laws, rules, regulations, standards is the responsibility of the management. Our Examination was limited to the verification of procedure on test basis.

We further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, and other laws which do not come under the purview of Secretarial Audit, since the same have been subject to review by Statutory Auditors and other designated professionals.

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

Secretarial Standards issued by the Institute of Company Secretaries of India amended from time to time.

The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE) read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereof.

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

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, subject to the following observations:-

There were few instances of delay in filing of forms with the Ministry of Corporate Affairs which were filled with additional fees.

We further report that:-

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

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent seven days in advance except for meetings held at shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meetings and for meaningful participation at the meetings.

Majority decision of the Board of Directors is carried through and are captured and recorded in the minutes of the meetings of the Board of Directors/Committees of the Board, as the case may be.

We further report that as per the explanations given to us and the representations made by the Management and relied upon by us, there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines etc.

We further report that during the audit period, the Company has following specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For, VASANT PATEL & ASSOCIATES,
Company Secretaries

UDIN: F008530H000937227
Date: 24/07/2026
Place: Ahmedabad

(Vasant B. Patel)
Proprietor
M. No. 8530
C.P. No. 3848

NOTE: This report is to be read with my letter of even date which is annexed as 'Annexure-A' and forms an integral part of this report.

‘ANNEXURE-A’

To,
The Members,
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)
Survey No. 169 & 170, Vavdi Harsol Road,
At & Po.: Mahelav, Taluka: Talod,
SabarKantha 383305, Gujarat, India

Dear Members,

Our Secretarial Audit Report for the financial year 2025-26 of even date is to be read along with this letter:-

Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on my audit.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of financial records, personal records of employee(s) and books of Accounts of the Company as these do not fall under specific applicable laws.

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

The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

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, VASANT PATEL & ASSOCIATES,
Company Secretaries

UDIN: F008530H000937227
Date: 24/07/ 2026
Place: Ahmedabad

(Vasant B. Patel)
Proprietor
M. No. 8530
C.P. No. 3848

CORPORATE GOVERNANCE REPORT

1. BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The corporate governance philosophy of Exxaro Tiles Limited ('ETL') is based on the tenets of integrity, accountability, transparency, value and ethics. The company is committed to implement sound corporate governance practices with a view to bring transparency, accountability and equity in all facets of its operations and maximizing shareholders value. ETL is committed to achieve the good standards of Corporate Governance on continuous basis by laying emphasis on ethical corporate citizenship and establishment of good corporate culture which aims at true Corporate Governance. The Company believes that good corporate governance emerges from the application of the best and sound management practices and compliance with the laws coupled with adherence to the highest standards of transparency and business ethics.

In keeping with this responsibility, we continuously review our Corporate Governance framework and practices, to uplift them to align them with the best across the globe. The Company's Code of Conduct and Ethics and the Code of Conduct for Prevention of Insider Trading are an extension of our values and reflect our commitment to ethical business practices.

A Report on compliance with the Corporate Governance provisions as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is given herein below:

2. BOARD OF DIRECTORS

The Company firmly believes that an active, well-informed and independent Board is necessary to ensure the high standards of Corporate Governance in order to bring objectives and transparency in the Management. The Board of Directors along-with their committees are entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company and has vested with the requisite powers, authorities and duties.

In terms of the requirement of the provisions of the Companies Act, 2013 ('the Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), the Nomination and Remuneration Committee has been designated to evaluate and recommend the Board, the need for change in the composition and size of the Board of the Company and to select members for filling the Board vacancies and nominating candidates for election by the shareholders at the General Meeting/Postal Ballot of the Company.

A. Composition of Board

The Board comprises of members having varied skills, experience and knowledge. The Board as a mix of both Independent and Non-independent Directors as on March 31, 2026, the Board of Directors of the Company comprised of Seven Directors, with four Independent Directors and three Non-Independent Directors with one woman Director. The chairman of the company is Executive Non-Independent Director. The size and composition of the Board conforms to the requirements of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Composition of Directors and their other Directorships/Committee Memberships in other Companies are as follows:

Sr. No.	Name of Director	Category	Directors hip in other Company *	Committee Chairmans hip	Committee Membership	Name of other listed entities where he/she is a director and the category of directorship
1	Mr. Mukeshkumar B. Patel	Chairman & Managing Director	1	None	1	None
2	Mr. Kirankumar B. Patel	Whole Time Director	1	None	1	None
3	Mr. Dineshkumar R. Patel	Whole Time Director	2	None	None	None
4	Mr. Kamal Dave	Independent – Non Executive Director	None	1	3	None
5	Mrs. Darsha Kikani	Independent – Non Executive Director	2	None	1	ICE Make Refrigeration Limited - Independent Director
6	Mr. Gordhanbhai B. Patel	Independent – Non Executive Director	None	2	3	None
7	Mr. Miten Majmudar	Independent – Non Executive Director	None	None	None	None

* Excludes the directorship held in private limited companies, foreign companies and companies incorporated under Section 8 of the Companies Act, 2013. Mr. Dineshkumar R. Patel is a director in two unlisted Company, Mr. Mukeshkumar B. Patel, Mr. Kirankumar B. Patel is a director in one unlisted Company and Mrs. Darsha Kikani is a Director in one listed & two unlisted Company. Mr. Kamal Dave is a Independent Director in unlisted Company named Kevadiya Construction Limited.

B. Attendance of Directors at the Board Meetings held during the financial year 2025-26 and at the last Annual General Meeting (AGM)

The attendance record of each Director at the Board Meetings held during the year 2025-26 and at the last Annual General Meeting is as follows:

Sr. No.	Name of Director	No. of Board Meeting		Whether Attended last AGM
		Held	Attended	
1	Mr. Mukeshkumar B. Patel	9	9	Yes
2	Mr. Kirankumar B. Patel	9	9	Yes
3	Mr. Dineshkumar R. Patel	9	9	Yes
4	Mr. Kamal Dave	9	9	Yes
5	Mrs. Darsha Kikani	9	9	No
6	Mr. Gordhabhai B. Patel	9	9	Yes
7	Mr. Miten Majmudar	5	3	NA

C. Meetings of the Board of Directors

The Board meets at least once in every quarter, in compliance of applicable laws, to discuss and decide on, inter-alia, business strategies/policies and review the financial performance of the Company and its

subsidiaries and other items on agenda. Additional meetings are held from time to time as and when necessary.

The notice of each Board Meeting is given in writing to each Director of the Company. The agenda along with the relevant notes and other material information are sent to each Director in advance and in exceptional cases tabled at the meeting. Also, the Board meetings of the Company have been held with proper compliance of the provisions of Companies Act, 2013, Listing Regulations and Secretarial Standards, as applicable thereon.

Nine (9) Board Meetings were held during the financial year 2025-26 on 24th May 2025, 02nd August 2025, 06th September 2025, 08th November 2025, 18th November 2025, 29th November 2025, 10th January 2026, 14th February 2026 & 16th March 2026. The necessary quorum was present at all the meetings. The agenda papers were circulated well in advance of each meeting of the Board of Directors.

D. Separate Meeting for Independent Directors

Regulation 25(3) of Listing Regulation and Section 149(8) of the Act read with Schedule IV of the Act the Independent Directors of the Company met once in a financial year without the presence of Executive Directors and Management Personnel. Such meeting reviews the performance of Non-Independent Directors and the Board as a whole, reviews the performance of Chairman of the Board, assess the quality, quantity and timeliness of the flow of information between management and the Board that is necessary to effectively and reasonably perform its duties. A meeting of Independent Directors was held on 16th March 2026 during FY 2025-26.

E. Disclosure of relationships between directors inter-se

None of the Directors is/are in any way related.

F. Details of shareholding of Non-Executive Directors as on March 31st 2026.

Name of Non-Executive Director	No. of shares held
Mr. Kamal Dave	Nil
Mr. Gordhanbhai B. Patel	Nil
Mrs. Darsha Kikani	Nil
Mr. Miten Majmundar	Nil

G. Web link for details of familiarization programs imparted to Independent Directors

The details of familiarization programs imparted to Independent Directors are available on Company's website viz. https://www.exxarotiles.com/wp-content/uploads/2022/07/Familirisation_programmer_for_director.pdf

H. Detail of skills/ expertise/ competence of the Board of Directors

- (i). The Board of Directors has identified certain parameters in the context of Company's business to measure the skills, expertise and competence of the Directors. These parameters include:
- Positive attitude
 - Attention or concern for shareholder's interest
 - Promptness
 - Contribution in improving financial and other functions of the Company
 - Inputs on inclusion of matters to be discussed at Board Meetings to improvise the operating procedures
 - Understanding of laws having impact on Company's business and Tile industry as a whole
 - Clear sense of values and integrity
 - Implementation of policies and procedures as set out by the Board
 - Efforts in promoting and expanding the business

- Brand Building and establishing a respectable place in the market
- Controlling of various functions across the Company and ensuring their proper functioning
- Ensuring smooth business operations across all the units of Company.

The Board of Exxaro Tiles Limited is a diversified board. The Directors hold adequate qualification and experience and possess specialization in their respective fields. Each of the Directors is skilled, expert and competent in the area of his/her specialization and provides considerable contribution and support in operations of the Company.

- (ii). A chart or a matrix setting out the skills/expertise/competence of the Board of Directors:

Sl. No.	Name of Director	Skills / Expertise / Competencies
1	Mr. Mukeshkumar B. Patel	Positive attitude, Promptness, Contribution in improving financial and other functions of the Company, Clear sense of values and integrity.
2	Mr. Kirankumar B. Patel	Positive attitude, Brand Building and establishing a respectable place in the market, Implementation of policies and procedures as set out by the Board.
3	Mr. Dineshkumar R. Patel	Implementation of policies and procedures as set out by the Board, Ensuring smooth business operations across all the units of Company.
4	Mr. Kamal Dave	Contribution in improving financial and other functions of the Company.
5	Mr. Gordhanbhai B. Patel	Understanding of laws having impact on Company's business and Tile industry as a whole.
6	Mrs. Darsha Kikani	Contribution in improving financial and other functions of the Company and Inputs on inclusion of matters to be discussed at Board Meetings to improve the operating procedures.
7	Mr. Miten Majmundar	Contribution in improving financial and other functions of the Company.

- I. In the Opinion of the Board of Directors, the Independent Directors fulfill the conditions specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

3. COMMITTEES OF THE BOARD

Audit Committee

Audit Committee of the Board is entrusted with the powers and the role that are in accordance with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as Section 177 of the Companies Act, 2013. The terms of reference of the Audit Committee, inter alia, include overseeing financial reporting processes, reviewing yearly financial results, reviewing with the management the financial statements and adequacy of internal control systems, reviewing the adequacy of internal control function, discussions with the Internal and Statutory Auditors about the scope of audit including the observations of Auditors and discussion with them on any significant findings.

All the members of Audit Committee are financially literate. As at 31st March, 2026, Mr. Kamal Dave, Independent Director and a Qualified Chartered Accountant as an expert in the fields of Finance, General Management and business processes, is the Chairman of the Audit Committee with Mr. Gordhanbhai B. Patel and Mr. Mukeshkumar B. Patel, as its member. The Company Secretary acts as the Secretary of the Committee.

During the financial year ended on March 31, 2026, Four Audit Committee Meetings were held on 24th May 2025, 02nd August 2025, 08th November 2025 and 14th February 2026 respectively. The summary of attendance is as under:

Sr. No.	Name of Directors	Category	Nos. of Meeting	
			Held	Attended
1	Mr. Kamal Dave	Independent, Non-Executive	4	4
2	Mr. Mukeshkumar B. Patel	Executive Director	4	4
3.	Mr. Gordhanbhai B. Patel	Independent, Non-Executive	4	4

Nomination and Remuneration Committee

The powers, role and terms of reference of the Nomination and Remuneration Committee cover's the areas as contemplated under Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013, besides other terms as may be referred by the Board of Directors.

The role includes formulation of criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy relating to the remuneration for the Directors, Key Managerial Personnel and Senior Management Personnel; formulation of criteria for evaluation of Independent Directors and the Board; devising a policy on Board's diversity; and identification of persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

The composition of the Committee as at 31st March, 2026 was Mr. Gordhanbhai B. Patel as Chairman and Mr. Kamal Dave and Mrs. Darsha Kikani, as its members. The Company Secretary acts as the Secretary of the committee.

During the year under review two meeting of members of 'Nomination and Remuneration Committee' was held on 02nd August 2025 and 06th September 2025. The summary of attendance is as under:

Sr. No.	Name of Directors	Category	Nos. of Meeting	
			Held	Attended
1.	Mr. Kamal Dave	Independent, Non-Executive	2	2
2.	Mrs. Darsha Kikani	Independent, Non-Executive	2	2
3.	Mr. Gordhanbhai B. Patel	Independent, Non-Executive	2	2

The performance evaluation of Independent Directors is carried out on the basis of criteria, in the form of parameters, set up by the Board of Directors. These parameters include Positive attitude and promptness, Contribution in improving financial and other functions of the Company, Inputs on inclusion of matters to be discussed at Board Meetings to improvise the operating procedures, Understanding of laws having impact on Company's business and Tile industry as a whole and clear sense of values and integrity.

Stakeholders Relationship and Grievance Committee

As at 31st March, 2026, the Stakeholders Relationship and Grievance Committee comprises of Mr. Gordhanbhai B. Patel, as its Chairman and Mr. Kamal Dave and Mr. Kirankumar Patel, as its members. The Company Secretary acts as the Secretary of the Committee.

The Committee is entrusted with the power to approve the share transfers, issue of duplicate share certificates, issue of new share certificates upon consolidation of shares, split of shares and also to resolve

the grievances of members including complaints relating to transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc.

During the year ended March 31, 2026 only one Committee Meeting was held on 14th February 2026. The summary of attendance is asunder:

Sr. No.	Name of Directors	Category	Nos. of Meeting	
			Held	Attended
1	Mr. Kamal Dave	Independent, Non-Executive	1	1
2	Mr. Kirankumar B. Patel	Executive Director	1	1
3	Mr. Gordhanbhai B. Patel	Independent, Non-Executive	1	1

No complaint was pending at the beginning of the financial year i.e. on 1st April 2025. During FY 2025-26, the Company has received NIL complaints, no complaint is pending for disposal as at 31st March, 2026.

Risk Management Committee:

The Company is not required to constitute the Risk Management Committee, as the provision of Regulation 21 of the Listing Regulations is not applicable to the Company.

4. REMUNERATION OF DIRECTORS

In accordance with the principles of transparency and consistency, the Company has adopted a Nomination and Remuneration Policy for Directors, Key Managerial Personnel and Senior Management. The Policy is available on the website of the Company at www.exxarotiles.com.

The elements of remuneration package of Executive Directors include salary, perquisites, provident fund, etc. and is decided based on the individual performance, inflation, prevailing industry trends and benchmarks. The Non-Executive Directors are paid remuneration in the form of sitting fees.

The detail of remuneration paid to the Directors during the financial year 2025-26 is as follows:

(Amount in Lakhs)

Name of Director	Salary+ HRA	Provident fund	NPS	Perquisite	Commission	Sitting Fees	Total
Mr. Mukeshkumar B. Patel	32.78	0	0	0	0	0	32.78
Mr. Kirankumar B. Patel	29.78	0	0	0	0	0	29.78
Mr. Dineshkumar R. Patel	29.78	0	0	0	0	0	29.78
Mr. Kamal Dave	0	0	0	0	0	0.27	0.27
Mrs. Darsha Kikani	0	0	0	0	0	0.27	0.27
Mr. Gordhanbhai B. Patel	0	0	0	0	0	0	0
Mr. Miten Majmunar	0	0	0	0	0	0	0

5. GENERAL BODY MEETINGS

(a) Detail of last three Annual General Meetings:

Year	Location	Day and Date	Time	Special Resolution
2022-23	Through VC/OAVM Deemed to be held at Registered Office situated at Survey No: 169 & 170, Vavdi Harsol Road, At & Po.-Mahelav, Ta.-Taldo, Dist.-Sabarkantha, Gujarat - 383305.	Saturday, 26 th August 2023	03.00 PM	1. Appointment of Mrs. Darsha Kikani as an Independent Director of the Company
2023-24	Through VC/OAVM Deemed to be held at Registered Office situated at Survey No: 169 & 170, Vavdi Harsol Road, At & Po.-Mahelav, Ta.-Taldo, Dist.-Sabarkantha, Gujarat - 383305.	Saturday, 21 th September 2024	02.00 PM	NIL
2024-25	Through VC/OAVM Deemed to be held at Registered Office situated at Survey No: 169 & 170, Vavdi Harsol Road, At & Po.-Mahelav, Ta.-Taldo, Dist.-Sabarkantha, Gujarat - 383305.	Saturday, 27 th September 2025	11.00 AM	1. To re-appointment of Mr. Kamal Aniruddh Dave (DIN: 09017140) as an Independent Director of the Company for the Second term 2. To appoint Secretarial Auditors of the Company and fix their remuneration.

Extra-Ordinary General Meeting (EGM):

Detail of last three Extra Ordinary General Meetings:

Year	Location	Day and Date	Time	Special Resolution
2021-22	NIL	NIL	NIL	NIL
2022-23	NIL	NIL	NIL	NIL
2023-24	NIL	NIL	NIL	NIL

During the year ended 31st March, 2026, following resolution was passed through Postal ballot on 24th December 2025.

1. To Re-appointment of Mr. Mukeshkumar Babubhai Patel (DIN: 01944968) as Chairman and Managing Director of the Company
2. To Re-appointment of Mr. Kirankumar Bhikhalal Patel (DIN: 01918094) as Whole Time Director of the Company
3. To Re-appointment of Mr. Dineshkumar Ramanlal Patel (DIN: 01917917) as Whole Time Director of the Company
4. Appointment of Mr. Miten Majmundar (DIN: 11379191) as an Independent Director of the Company

Person who conducted the postal ballot exercise: Not Applicable.

6. MEANS OF COMMUNICATION

The Company recognizes the importance of two-way communication with shareholders and of giving a balanced reporting of results and progress. Full and timely disclosure of information regarding the Company's financial position and performance is an important part of your Company's corporate governance ethos. 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, Press Releases, the Annual Reports and uploading relevant information on its website.

The quarterly, half-yearly and annual financial results of the Company are submitted with the BSE Limited and National Stock Exchange of India where the equity shares of the Company are listed, and the same are published in leading newspapers viz. Financial Express (English All Edition) and Financial Express (Gujarat, Ahmedabad Edition) in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The results are also posted on Company's website viz. <https://www.exxarotiles.com>. The website of the Company also displays the information of the Company's products, dealers, availability among others. Presentations if made to the institutional investors and analysts, are also disseminated on the website of the Company.

The Company also dedicated an e-mail ID exclusively for redressal of investor complaints in compliance of Regulation 46 (2) (j) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 namely cs@exxarotiles.com which is also displayed on the Company's website viz. www.exxarotiles.com.

7. GENERAL SHAREHOLDER INFORMATION

(a) Annual General Meeting:

Date, Time and Venue of the 19th Annual General Meeting: **26th September 2026 at 11.00 AM through VC/OAVM.**

(b) Financial Year : 1st April to 31st March

(c) Dividend Payment Date: Your Director's has not recommended any dividend for the financial year ended March 31, 2026.

(d) the name and address of each stock exchange: Presently, the Equity Shares of the Company are listed on the following Stock Exchanges:

Name of Stock Exchange	Stock Code
BSE Ltd. (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001.	543327
National Stock Exchange of India Ltd. (NSE) Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400051.	EXXARO

Annual Listing Fee: The Company has paid the requisite Annual Listing Fee to BSE and NSE for the financial year 2025-26 within stipulated time.

(e) Financial reporting for financial year 2026-27 is as follows:

Un-audited financial results for the quarter ended 30.06.2026	Will be announced within 45 days of the end of the quarter.*
Un-audited financial results for the quarter ended 30.09.2026	Will be announced within 45 days of the end of the quarter.*
Un-audited financial results for the quarter ended 31.12.2026	Will be announced within 45 days of the end of the quarter.*
Fourth quarter/ Annual financial results end of financial year 31.03.2026	Audited financial results will be announced within 60 days of the end of the financial year.*

* The reporting date may change according to the time limit allowed by law.

(f) Market price data

The monthly high and low price of shares traded on the BSE Ltd and the National Stock Exchange of India Ltd are as follows

Months	BSE		NSE	
	High (Rs.)	Low (Rs.)	High (Rs.)	Low (Rs.)
Apr-24	109.45	84.98	107.50	84.40
May-24	119.95	91.50	119.75	90.15
June-24	99.45	89.90	99.40	89.60
July-24	94.65	87.95	93.89	88.00
Aug-24	93.00	76.02	91.99	75.99
Sept-24	105.44	80.00	105.70	79.85
Oct-24	101.46	82.00	101.77	82.50
Nov-24	109.50	84.13	109.00	84.37
Dec-24	115.90	8.45	116.00	8.44
Jan-25	10.25	8.38	10.23	8.46
Feb-25	9.68	7.61	9.64	7.61
Mar-25	8.00	5.30	7.94	5.45

(g) In case, the securities are suspended from trading, reason thereof: Not applicable, since the securities of the Company have not been suspended from trading.

(h) Registrar and Share Transfer Agent:

M/s. Bigshare Services Private Limited

1st Floor Opp. Vasant Oasis, Bharat Tin Works Building,

Makwana Road, Marol, Andheri East,

Mumbai-400059, Maharashtra.

Mo No: 02262638200

Email id: admission@bigshareonline.com

(i) Share transfer system:

The 100% equity shares of the company are in dematerialised form. Trading in equity shares of the Company through recognized Stock Exchanges can be done only in dematerialised form. Further, pursuant to amendment in Regulation 40(1) of the Listing Regulations, effective from 1st April, 2019, no shares can transferred in physical mode and any request for transfer of shares shall be processed for shares held in dematerialised form only.

Shareholding Pattern as on March 31, 2026:

Category	No of Shares held	% of Shareholding
Promoter/Promoter Group:		
Indian Promoters	18,82,11,910	42.07%
Institutional Investors & Others:		
Mutual Funds		
Foreign Portfolio Investors	1,79,78,090	4.01%
Bodies Corporate	4,99,94,260	11.17%
Clearing Members/Trust/HUF	99,50,798	2.22%
NRI	13,00,144	0.29%
Indian Public	17,99,75,498	40.24%
Total	44,74,10,700	100.00%

(j) Distribution of shareholding as on March 31, 2026:

No of Shares	Total Members	% of Total Members	Total Shares	% of Total Shares
Up to 5,00	54,308	95.21	3,54,64,720	7.93
501 to 1,000	1,514	2.65	1,18,14,423	2.64
1,001 to 2,000	668	1.17	97,05,016	2.17
2,001 to 3,000	207	0.36	52,07,244	1.16
3,000 to 4,000	70	0.12	24,92,005	0.56
4,001 to 5,000	69	0.12	32,07,846	0.72
5,000 to 10,000	95	0.17	71,33,410	1.59
More than 10,001	109	0.19	37,23,86,036	83.23
Total	56089	100	44,74,10,700	100

(k) Dematerialization of shares and liquidity:

The Equity Shares of the Company are in compulsory DEMAT mode. In order to enable the members to hold their shares in electronic form and to facilitate script-less trading, the Company has enlisted its shares with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).

Status of dematerialization as on March 31, 2026:

Electronic holdings			Physical holdings			Total		
No. of Folios	No. of shares	%	No. of Folios	No. of shares	%	No. of Folios	No. of shares	%
56,089	44,74,10,700	100.00	NIL	NIL	NIL	56,089	44,74,10,700	100.00

ISIN number allotted by NSDL and CDSL: INE0GFE01018

(l) Outstanding GDRs/ADRs /Warrants: There are no Global Depository Receipts (GDRs)/American Depository Receipts (ADRs) or any convertible instrument pending for conversion.

(m) Commodity price risk or foreign exchange risk and hedging activities: During the year 2025-26, the Company had managed the foreign exchange risk involving foreign currency though this was not a significant amount. **The details of foreign currency exposure are disclosed in note no. 35 to the Annual Accounts.**

(n) Plant locations;

- Plot No.204-205, Opp. Hanuman Temple,
At & Post: Dabhasa, Ta: Padra,
Vadodara, Gujarat -391440.
- Survey No. 169 & 170,
Vavdi Harsol Road, At & Po.: Mahelav,
Ta.-Talod, Dist.- Sabarkantha, Gujarat, 383305.

(o) Registered Office & Address for correspondence:

Registered Office Address:

Exxaro Tiles Limited
Survey No. 169 & 170,
Vavdi Harsol Road, At & Po.: Mahelav,
Ta.-Talod, Dist.- Sabarkantha, Gujarat, 383305

Correspondence Office Address:

Exxaro Tiles Limited
D Block, 12th Floor, Ganesh Glory 11,
Nr. BSNL Office, Jagatpur Road, Jagatpur,
Ahmedabad-382470, Gujarat

(p) List of all Credit Ratings obtained by the Company along with any revisions thereto during the relevant financial year:

(q) During the financial year 2025-26, the Company has obtained following Credit rating:

Facilities	Current Rating
Long term Bank Facilities (Fund Based)	IVR BBB-/ stable
Short Term Banks Facilities (Non Fund Based)	IVR A3

The based on Infomerics Valuation and Rating Limited ("Infomerics") Ratings' on the bank facilities as mentioned above.

Material Subsidiary Companies:

As on 31st March, 2026, the Company does not have any material unlisted subsidiary company as defined under the Listing Regulations.

8. Other Disclosures:

- Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, Directors and/or management, their subsidiaries or relatives etc. that may have potential conflict with the interest of Company at large: Transactions with related parties are disclosed in detail in Notes in "Notes forming part of the Accounts" annexed to the financial statements for the year. There were no related party transactions having potential conflict with the interest of the Company at large.
- Details of non-compliance by the Company, penalties and strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority (ies), on any matter related to capital markets, during the last three years: NIL
- Whistle Blower Policy/ Vigil mechanism: The Company has adopted a Whistle-Blower Policy/ Vigil mechanism, which provides a formal mechanism for all employees of the Company to make protected disclosures to the Management about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. Disclosures reported are addressed in the manner and within the time frames prescribed in the Policy. No personnel of the Company has been denied access to the Audit Committee.
- Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements:**

Mandatory Requirements:

The Company has complied with the mandatory requirements as applicable under the Listing Regulations. The Company has also obtained a certificate from M/s. Vasant B. Patel & Associates, Practicing Company Secretaries, Ahmedabad to that effect and the same is also attached to this Report.

Non-mandatory Requirements:

The Company has duly fulfilled the following discretionary requirements as prescribed in Schedule II under the Part E of the Listing Regulations:

Sl. No.	Particulars of discretionary requirements	Details
A	The Board: As per para A of Part E of Schedule II of the Listing Regulations, a non-executive Chairman of the Board may be entitled to maintain a Chairman's Office at the Company's expense and also allowed	The Chairman of the Company is an Executive (Managing) Director and hence, this provision is not applicable.

	reimbursement of expenses incurred in performance of his duties.	
B	Shareholders Rights: A half-yearly declaration of financial performance including summary of the significant events in last six-months, may be sent to each household of shareholders.	The Company displays the quarterly and half yearly results on its web site and also publishes the results in widely circulated newspapers. The Company also makes available the voting results of the shareholders' meetings on its website, and reports the same to Stock Exchanges. The quarterly and half yearly results are not sent to each household of the shareholders.
C	Modified opinion(s) in audit report: The listed entity may move towards a regime of financial statements with unmodified audit opinion.	The Company's financial statements for the Financial Year 2025-26 do not contain any modified audit opinion.
D	Separate posts of Chairperson and the Managing Director or the Chief Executive Officer	The Internal Auditor regularly reports to the Audit Committee.

- (e) The policy for determining 'Material' Subsidiaries can be accessed at <https://www.exxarotiles.com/wp-content/uploads/2021/03/POLICY ON MATERIAL SUBSIDIARIES AND GOVERNANCE OF SUBSIDIARIES.pdf>
- (f) The policy on dealing with related party transactions can be accessed from the website: https://www.exxarotiles.com/wp-content/uploads/2021/03/Company_policy_on_RPT.pdf
- (g) Commodity price risk or foreign exchange risk and hedging activities: During the year 2025-26, the Company had managed the foreign exchange risk involving foreign currency though this was not a significant amount. The details of foreign currency exposure are disclosed in note no. 48 to the Annual Accounts.
- (h) Details of utilization of funds raised through Preferential Allotment or Qualified Institutions Placement as specified under Regulation 32(7A) of the Listing Regulations: During the year, the Company did not raise any funds by way of preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulations.
- (i) A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority: The said certificate is attached with this Annual Report.
- (j) The board had not accepted any recommendation of any committee of the board which is mandatorily required: During the financial year, there were no such instances.
- (k) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part:
During the financial year 2025-26, total fees paid, by the Company to the Statutory Auditors (M/s. M/s. H. B. Kalaria & Associates) is Rs. 5.00 lacs.
During the financial year 2025-26, total fees paid, by the subsidiary company to the Statutory Auditors (M/s. H. B. Kalaria & Associates) is Rs. 0.15 lacs
- (l) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:
a. Number of complaints filed during the financial year: NIL
b. Number of complaints disposed of during the financial year: NIL
c. Number of complaints pending as on end of the financial year: NIL
- (m) Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount': Nil
- (n) Code of Conduct: The Board has laid down a Code of Conduct for all the Board Members and Senior Management of the Company. The Code of Conduct has been posted on the website of the Company i.e. www.exxarotiles.com

- (o) CEO Certificate: The Managing Director and the Chief Financial Officer of the Company has furnished the requisite certificate to the Board of Directors under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.
9. Non-compliance of any requirement of corporate governance report sub-paras (2) to (10) of Part C of Schedule V of Listing Regulations: Nil
10. Details of discretionary requirements adopted by the Company as specified in Part E of Schedule II: The Company complies with the following non-mandatory requirements:
- i) Reporting of the Internal Auditor to the Audit Committee
 - ii) Unqualified Financial Statements
11. Compliance with Corporate Governance requirements: The Company has complied with the mandatory requirements of Corporate Governance requirements as specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of the Listing Regulations.
12. Code of Conduct: The Board has laid down a Code of Conduct for all the Board Members and Senior Management of the Company. The Code of Conduct has been posted on the website of the Company i.e. www.exxarotiles.com
13. CEO Certificate: The Managing Director and the Chief Financial Officer of the Company has furnished the requisite certificate to the Board of Directors under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. The said certificate is attached with this Annual Report.
14. Compliance certificates from the auditors and practicing company secretaries regarding compliance of conditions of corporate governance: The said certificates are attached with this Annual Report.
15. Disclosures with respect to demat suspense account/ unclaimed suspense account:
- (a) aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: NIL
 - (b) number of shareholders who approached listed entity for transfer of shares from suspense account during the year: NIL
 - (c) number of shareholders to whom shares were transferred from suspense account during the year: NIL
 - (d) aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: NIL
 - (e) that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares: NIL

**On behalf of the Board of Directors,
For, EXXARO TILES LIMITED**

Date: 25th July 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Managing Director
(DIN: 01944968)

Mr. Kirankumar B. Patel
Whole Time Director
(DIN: 01918094)

PRACTICING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Board of Directors of
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)
Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav,
Ta. Talod, Dist.-Sabarkantha, Gujarat – 383305.

We have examined the compliance of conditions of Corporate Governance by Exxaro Tiles Limited ('the Company') for the year ended March 31, 2026, as per regulations 17 to 27 and clauses (b) to (i) and (t) of regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. This responsibility also includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

Our examination was limited to review of the procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. This Certificate is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations of the relevant records and the explanations given to us and representation made provided by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the in regulation 17 to 27 and clauses (b) to (i) and (t) of regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations") during the year ended March 31, 2026.

We state that such compliance 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 Company.

For, VASANT PATEL & ASSOCIATES
Company Secretaries

Date: 25/07/2026
Place: Ahmedabad
UDIN: F008530H000939845

(Vasant B. Patel)
Proprietor
F.C.S. No.: 8530
C.P. No.: 3848

Compliance Certificate by Managing Director and Chief Financial Officer (CFO)

To,
The Board of Directors of
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)
Survey No. 169 & 170, Vavdi Harsol Road,
At & Po.: Mahelav, Ta. Talod,
Dist.-Sabarkantha, Gujarat – 383305.

Dear Sirs,
This is to certify that:

- A. We have reviewed financial statements and the cash flow statement of Exxaro Tiles Limited for the year ended 31st March, 2026 and that to the best of our knowledge and belief we state that:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2026, which are fraudulent, illegal or in violation of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
1. significant changes in internal control over financial reporting during the year ended 31st March, 2026;
 2. significant changes in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and
 3. instances to 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.

**On behalf of the Board of Directors,
For, EXXARO TILES LIMITED**

Date: 05th May 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Managing Director
(DIN: 01944968)

Mr. Jigneshbhai B. Patel
Chief Financial Officer

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 Board of Directors of
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)
Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav,
Ta. Talod, Dist.-Sabarkantha, Gujarat – 383305.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of “**Exxaro Tiles Limited**” having CIN: **L26914GJ2008PLC052518** and having its registered office at Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav, Taluka Talod, Sabarkantha - 383305, Gujarat, India (hereinafter referred to as ‘the Company’), produced before us by the Company for the purpose of issuing this Certificate, in accordance with the Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Director Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that **none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 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:-**

Sr. No.	Name of Director	DIN	Date of Appointment
1	Mukeshkumar Babubhai Patel	01944968	24/01/2012
2	Kirankumar Bhikhalal Patel	01918094	24/01/2012
3	Dineshbhai Ramanlal Patel	01917917	06/08/2014
4	Kamal Dave	09017140	05/01/2021
5	Darsha Kikani	00155791	29/05/2023
6	Gordhanbhai Bhagvanbhai Patel	10535716	12/03/2024
7	Miten Majmundar	11379191	18/11/2025

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

**For, VASANT PATEL & ASSOCIATES
Company Secretaries**

Date: 25/07/2026
Place: Ahmedabad
UDIN: F008530H000939823

(Vasant B. Patel)
Proprietor
F.C.S. No.: 8530
C.P. No.: 3848

AUDITOR CERTIFICATE

To
Members of Exxaro Tiles Limited

1. We, H. B. Kalaria & Associates, Chartered Accountants, the Statutory Auditors of EXXARO TILES LIMITED ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31 March 2026, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and paras C and D of Schedule V of the SEBI (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 compliance with the conditions of the Corporate Governance stipulated in the SEBI Listing Regulations.

AUDITORS' RESPONSIBILITY

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

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

5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

OPINION

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and paras C and D of Schedule V of the Listing Regulations during the year ended March 31, 2026.

8. 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.

Place: Rajkot
Date: 08.06.2026

For,
HB Kalaria and Associates
Firm Reg. No. 104571W
Chartered Accountants

(HasmukhKalaria)
Partner
Mem. No. 042002
UDIN: 260420020IKDRY8154

DECLARATION

As provided under Regulation 34(3) read with Part D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 with the Stock Exchanges, all Board Members and Senior Management Personnel have affirmed compliance with Exxaro Tiles Limited Code of Business Conduct and Ethics for the year ended 31st March, 2026.

For, EXXARO TILES LIMITED

Date: 05th May 2026
Place: Ahmedabad

Mr. Mukeshkumar B. Patel
Managing Director
(DIN: 01944968)

MANAGEMENT DISCUSSION & ANALYSIS FINANCIAL YEAR 2025–26

Economic Overview

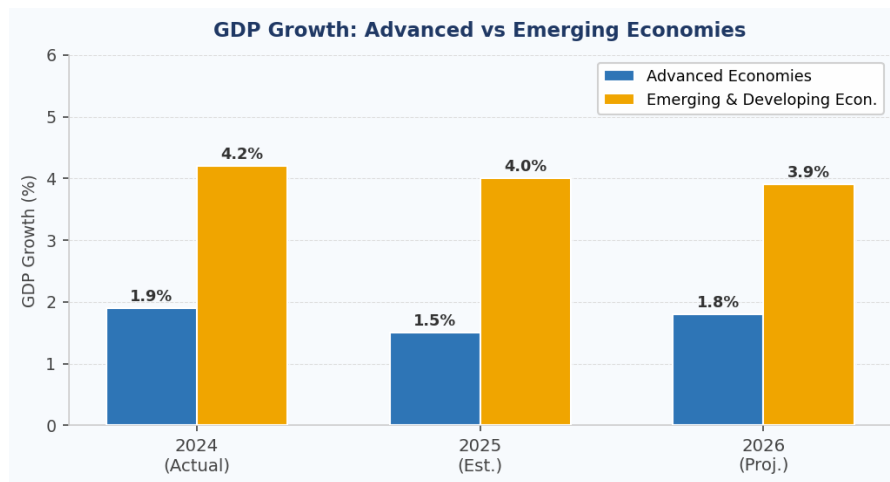
I. Global Economy

FY26 was marked by resilience amid renewed geopolitical disruption. Global real GDP growth moderated to approximately 3.2% in 2025 and is estimated at 3.1% for 2026 — a downward revision from earlier projections, primarily reflecting the economic impact of the conflict in the Middle East and its effect on oil markets and global supply chains. This compares with average global growth of around 3.4% recorded in 2024–25 and the longer-run 2000–19 average of 3.7%.

Advanced Economies grew at approximately 1.5% in 2025, with growth expected to improve marginally to 1.8% in 2026 supported by fiscal stimulus and lower policy rates in several major economies, including the United States. Emerging Market and Developing Economies continued to outpace advanced peers, growing around 4.0% in 2025 and a projected 3.9% in 2026, with Asia — led by China and India — remaining the principal engine of global growth, trade and manufacturing activity.

The global trade and investment landscape continued to be shaped by elevated tariffs, regionalization of supply chains and a shift towards industrial self-sufficiency. Inflation, while broadly on a declining path, is expected to tick up modestly in 2026 in several emerging markets, particularly commodity importers, before resuming its downward trajectory in 2027. Defense spending also rose meaningfully amid intensifying geopolitical tensions, with implications for fiscal balances in several economies.

GDP Growth: Advanced vs Emerging Economies (2024–2026)



Source: IMF World Economic Outlook, April 2026

World Economic Outlook – Real GDP Growth (%)

	2024 (Actual)	2025 (Est.)	2026 (Proj.)
World Output	3.3%	3.2%	3.1%
Advanced Economies	1.9%	1.5%	1.8%
Emerging Market & Developing Economies	4.2%	4.0%	3.9%
China	5.4%	5.0%	4.4%
India	8.2%	6.5%	6.4%

Source: IMF World Economic Outlook, April 2026; India figures on fiscal-year basis (NSO)

Downside risks to the global outlook remain elevated, including a potential escalation or prolongation of the Middle East conflict, disappointment over AI-driven productivity gains, and renewed trade tensions. Policymakers are expected to focus on restoring fiscal buffers, preserving price and financial stability, and reinforcing international cooperation to support medium-term growth prospects.

Manufacturing Performance Comparison – FY26

Region	Performance	Key Drivers / Constraints
Asia (China, India, SE Asia)	Strong output	Domestic demand, infra investment, export diversification
North America	Moderate recovery	Fiscal stimulus, lower policy rate, easing trade barrier impact
Europe	Slow growth	High energy costs, geopolitical uncertainty, weak demand

Source: IMF Sectoral Patterns & Manufacturing Trend Notes, April 2026 WEO

II. Indian Economy

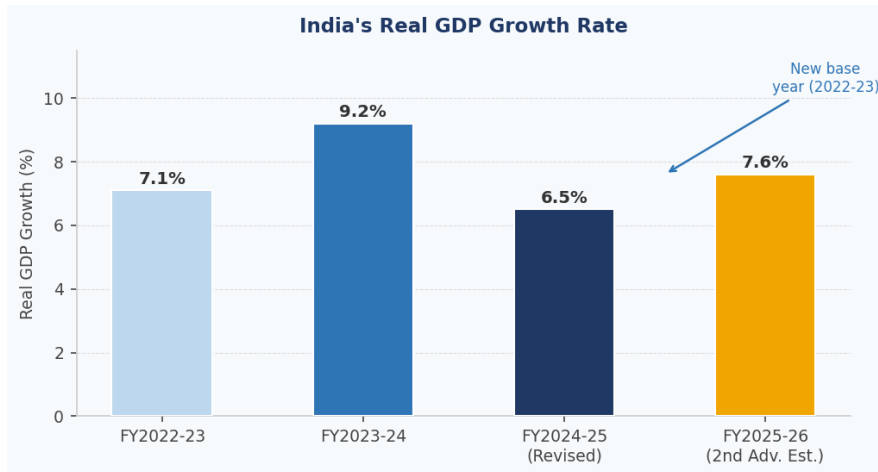
India retained its position as the world's fastest-growing major economy through FY26. As per the Second Advance Estimates released by the National Statistical Office (NSO) under the revised 2022–23 base year, India's real GDP is estimated to have grown by 7.6% in FY 2025–26, an improvement over the revised 6.5% (formerly reported as 6.5%, now restated under the new base) recorded in FY 2024–25. Nominal GDP growth for FY26 is estimated at 8.6%, with India's nominal GDP placed at approximately ₹345.47 lakh crore.

Growth was broad-based, with manufacturing recording double-digit expansion and the services sector growing strongly, particularly in trade, hotels, transport, communication and financial and real estate services, which together grew in excess of 9–10%. Within industry, manufacturing and construction together grew at a healthy pace, directly benefiting demand for building materials including tiles, sanitaryware and quartz surfaces.

Inflation remained well within the Reserve Bank of India's comfort zone through FY26, supported by a sustained decline in food prices. Headline CPI inflation fell to an eight-year low during the year before edging up modestly, and the RBI revised its full-year inflation forecast downward to around 2.1–2.6% — significantly below its medium-term target. This benign inflation backdrop, together with cumulative repo rate cuts of 125 basis points during the year, supported credit growth, consumption and investment activity.

On the fiscal front, the Union Budget 2025–26 maintained its focus on capital expenditure, with effective capex reaching around 4% of GDP, while revenue expenditure continued to moderate as a share of GDP, creating fiscal space for sustained infrastructure investment. Centre-State transfers also rose sharply during the year, supporting state-level infrastructure and urban development spending — both important demand drivers for the building materials sector.

India's real estate and construction sectors remained key beneficiaries of this macro backdrop. Strong housing sales, continued urban expansion into Tier-II and Tier-III cities, and robust commercial office absorption supported sustained demand for tiles, sanitaryware and related surface materials. Per-capita tile consumption in India continues to trail global averages meaningfully, underscoring the long runway for structural demand growth as incomes rise and urbanization deepens.



India's Real GDP Growth Rate (NSO Second Advance Estimates, FY 2025-26)

Sectoral Overview

I. Global Tiles Industry

The global ceramic tiles market was valued at approximately USD 226.41 billion in 2025 and is projected to reach USD 243.92 billion in 2026, growing further to an estimated USD 380.61 billion by 2033 at a compound annual growth rate of around 6.6%. Asia-Pacific continued to dominate the global market, accounting for nearly 69% of global revenue in 2025, driven by rapid urbanization, infrastructure expansion and rising middle-class housing demand across China, India and South-East Asia.

Porcelain and vitrified tiles continued to gain share over traditional ceramic variants due to their durability, low water absorption and ease of maintenance, with the porcelain tiles segment accounting for over half of global market revenue. Floor tile applications remained the largest demand category globally, while wall tile applications are expected to grow at a faster pace going forward. Sustainability considerations, including energy-efficient kilns and recycled raw material inputs, continued to shape manufacturer investment priorities across major producing regions.



Global Ceramic Tiles Market Size (USD Billion) | Source: Grand View Research

II. Indian Tiles Industry

India's ceramic tiles industry continued to expand steadily through FY26, supported by sustained construction and real estate activity. The domestic ceramic tile market is estimated at approximately USD 10.45 billion in 2025, with industry research projecting growth to around USD 11.30 billion in 2026 and further expansion at a compound annual growth rate of approximately 8–10% over the medium term.

India remains the world's second-largest producer and consumer of ceramic tiles after China, with an annual production capacity of approximately 1.3 billion square metres against domestic consumption of around 780 million square metres.

The Morbi cluster in Gujarat continued to anchor India's tile manufacturing base, contributing a significant majority of national output through its network of more than 800 manufacturing units. West India remains the dominant production hub, while South India is emerging as the fastest-growing demand region, supported by IT-driven residential and industrial corridors.

Export markets remained mixed during the year. While anti-dumping duties imposed by Saudi Arabia, Qatar and certain other markets continued to weigh on shipments to those geographies, Indian exporters benefited from a structurally favorable position in the United States, where steep tariffs on Chinese tile imports reduced China's competitiveness and created room for Indian manufacturers to gain share, subject to meeting buyer specifications and compliance requirements.

The industry also continued to see a gradual product mix shift towards large-format porcelain slabs and value-added, design-led tiles, even as glazed ceramic tiles continued to dominate affordable housing and Tier-II city demand. Investment in energy efficiency — including hydrogen-ready kilns and solar thermal pre-heaters — has become an increasingly important differentiator for manufacturers seeking to manage input cost volatility, particularly in natural gas.

Company Overview

Exxaro Tiles Limited is a well-established manufacturer of high-quality vitrified tiles with a track record spanning over a decade since commencing operations in 2013. The Company focuses on two primary product categories — double-charge vitrified tiles and glazed vitrified tiles — catering to residential, commercial and institutional flooring requirements.

The Company's manufacturing operations are anchored at two fully integrated plants at Padra and Talod in Gujarat, benefiting from reliable access to natural gas, raw material proximity and competitive logistics infrastructure. Both facilities handle the complete production cycle — material handling, pressing, glazing, firing, sorting and packing — with in-house testing capabilities ensuring stringent quality control.

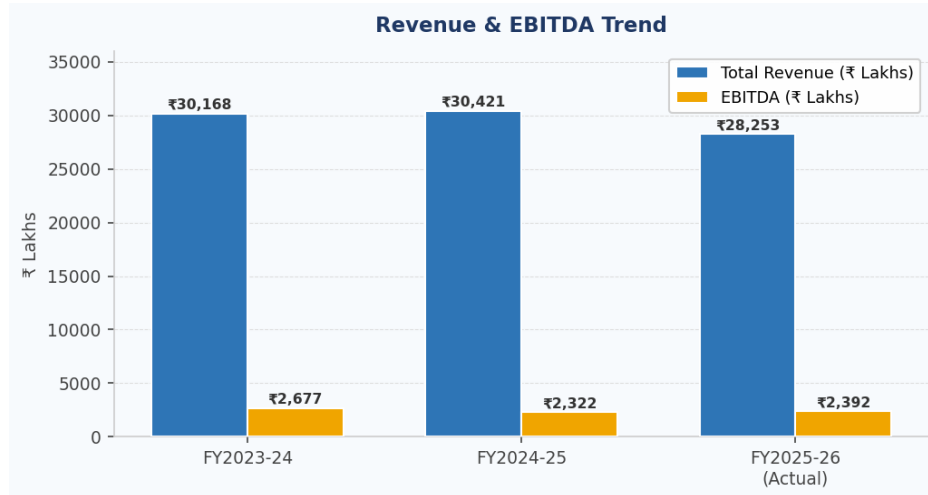
Exxaro maintains a wide distribution network spanning 27 states across India, with particularly strong penetration in the northern and western regions. During FY26, the Company maintained its export presence across 11 countries, including Bhutan, Bulgaria, Croatia, Ghana, Iraq, Libya, Morocco, South Africa, Sudan, Tunisia and Panama, reflecting a deliberate strategy of diversifying into newer geographies amid evolving global trade dynamics.

Financial Overview

Key Financial Indicators – FY 2025-26 vs FY 2024-25

Particulars	FY 2025-26 (₹ Lakhs)	FY 2024-25 (₹ Lakhs)
Total Income	28,253.14	30,421.49
Cost of Materials Consumed	10,474.53	9,762.99
Employee Expenses	2,609.27	2,781.10
Finance Costs	1,195.73	1,196.69
Depreciation & Amortisation	966.41	951.77
EBITDA	2,392.44	2,321.53
Profit Before Tax (PBT)	301.16	173.07
Profit After Tax (PAT)	210.58	(12.17)

All figures in ₹ Lakhs, on an actual basis for FY 2025-26.



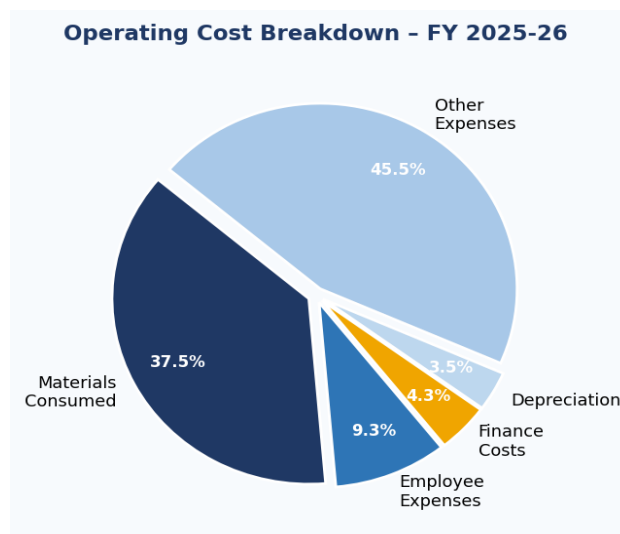
Revenue & EBITDA Trend (₹ Lakhs)

I. Revenue

The Company reported total income of ₹28,253.14 Lakhs for FY 2025–26, compared to ₹30,421.49 Lakhs in FY 2024–25, a decline of approximately 7.1% year-on-year. The moderation in topline reflected softer pricing conditions in the domestic tiles market and continued competitive intensity, partly offset by the Company's consistent presence across its 27-state dealer network and steady export contribution across its 11-country footprint.

II. Operating Expenses

- Cost of materials consumed increased to ₹10,474.53 Lakhs from ₹9,762.99 Lakhs in FY 2024–25, reflecting input cost movements even as overall production volumes were broadly maintained.
- Employee expenses declined to ₹2,609.27 Lakhs from ₹2,781.10 Lakhs in FY 2024–25, reflecting disciplined cost management during the year.
- Finance costs were largely stable at ₹1,195.73 Lakhs, compared to ₹1,196.69 Lakhs in FY 2024–25, despite a higher capital employed base, reflecting continued discipline in debt management.
- Depreciation and amortization expense was ₹966.41 Lakhs, compared to ₹951.77 Lakhs in FY 2024–25, broadly in line with the Company's asset base.



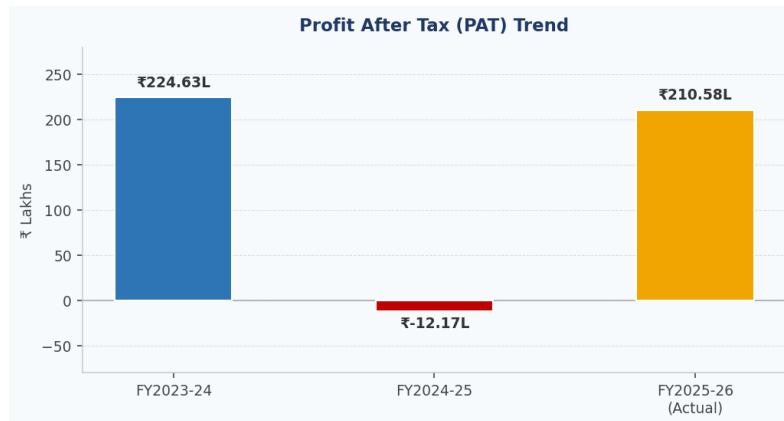
Operating Cost Breakdown – FY 2025-26

III. EBITDA

EBITDA for FY 2025–26 stood at ₹2,392.44 Lakhs, compared to ₹2,321.53 Lakhs in FY 2024–25, representing a modest improvement despite the decline in revenue. This reflects an improved EBITDA margin for the year, supported by disciplined control over employee costs and operating overheads even as material costs rose.

IV. Profit Before Tax (PBT) and Profit After Tax (PAT)

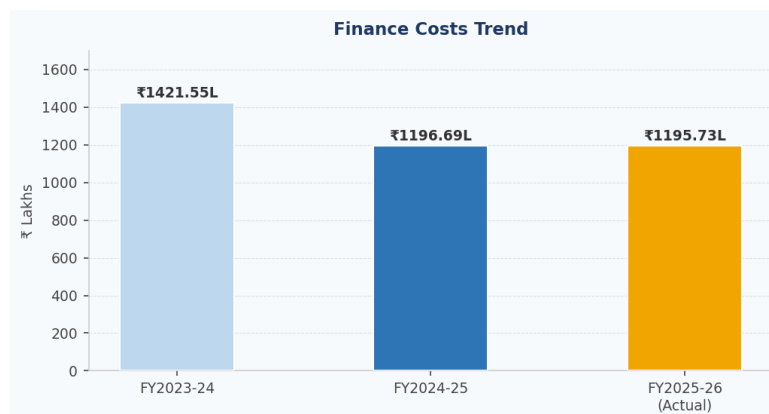
PBT for FY 2025–26 increased significantly to ₹301.16 Lakhs, compared to ₹173.07 Lakhs in FY 2024–25, notwithstanding the decline in revenue, aided by improved EBITDA performance and stable finance costs. PAT for the year stood at ₹210.58 Lakhs, a strong turnaround from the loss of ₹(12.17) Lakhs reported in FY 2024–25, which had been impacted by an exceptional expense and unfavorable tax adjustments.



Profit After Tax (PAT) Trend (₹ Lakhs)

V. Finance Costs

Finance costs for FY 2025–26 were ₹1,195.73 Lakhs, broadly stable compared to ₹1,196.69 Lakhs in FY 2024–25 and significantly lower than ₹1,421.55 Lakhs in FY 2023–24, despite a meaningfully larger capital employed base during the year. This reflects continued discipline in the Company's borrowing and treasury management practices.



Finance Costs Trend (₹ Lakhs)

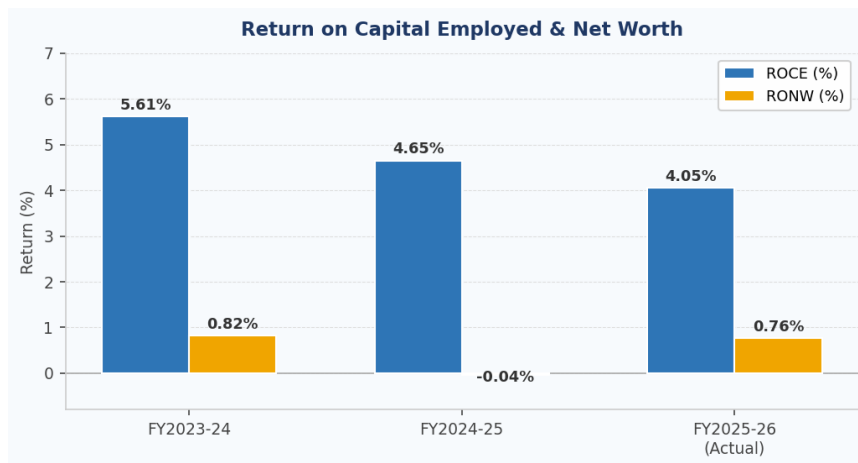
VI. Capital Employed, Net Worth and Borrowings

Capital employed increased to ₹36,937.45 Lakhs for FY 2025–26, compared to ₹30,540.42 Lakhs in FY 2024–25, reflecting incremental investment in the Company's asset base and working capital. Net worth stood at ₹27,838.46 Lakhs, broadly stable compared to ₹27,677.26 Lakhs in FY 2024–25, supported by the return to profitability during the year. Total debt/borrowings stood at ₹9,098.99 Lakhs as at the end of FY 2025–26

Key Financial Ratios

Metric	FY 2025-26	FY 2024-25
Capital Employed (₹ Lakhs)	36,937.45	30,540.42
Net Worth (₹ Lakhs)	27,838.46	27,677.26
Total Debt / Borrowings (₹ Lakhs)	9,098.99	–
ROCE (%)	4.05%	4.65%
RONW (%)	0.76%	-0.04%

ROCE is computed as EBIT (PBT plus finance costs) divided by capital employed; RONW is computed as PAT divided by net worth.



ROCE & RONW Trend (%)

VII. Return on Capital Employed (ROCE) and Return on Net Worth (RONW)

ROCE for FY 2025–26 stood at 4.05%, compared to 4.65% in FY 2024–25, the moderation reflecting the larger capital employed base relative to operating profit growth during the year. RONW improved meaningfully to 0.76% from –0.04% in FY 2024–25, driven by the Company’s return to profitability following the exceptional items that had weighed on the prior year’s results.

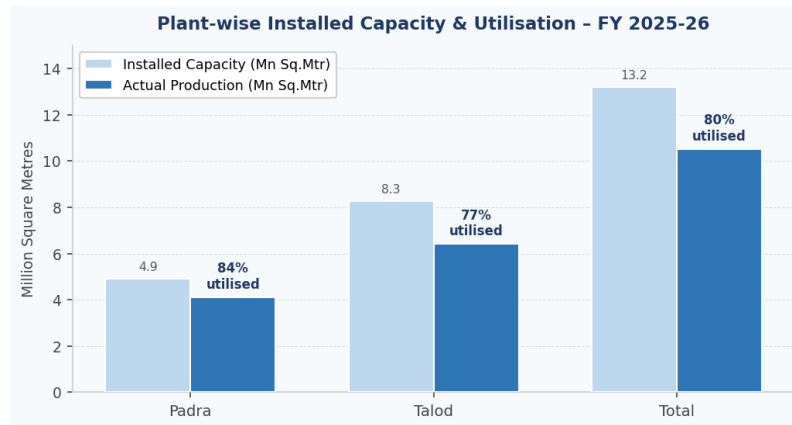
Operational Strength FY 2025–26

Exxaro continued to offer a comprehensive and reliable range of vitrified tiles across residential, commercial and institutional segments during FY26. Both manufacturing units at Padra and Talod operated through the year, with the combined facility achieving an installed capacity of approximately 1.32 crore square metres and actual production of approximately 1.05 crore square metres, representing an overall capacity utilization of 80%.

Plant-wise Installed Capacity & Utilization – FY 2025-26

Particulars (Sq. Mtr)	Padra	Talod	Total
Installed Capacity	49,20,000	82,80,000	1,32,00,000
Actual Production	41,16,073.51	64,07,481.28	1,05,23,554.79
Capacity Utilisation	84%	77%	80%

All figures in square metres.



Plant-wise Installed Capacity vs Actual Production (FY 2025-26)

The Padra plant operated at a healthy utilization level of 84%, while the Talod plant operated at 77% utilization, reflecting strong overall asset productivity across the Company's manufacturing footprint. Stable access to natural gas, consistent raw material sourcing and well-organized logistics enabled uninterrupted production through the year. The Company continued to refine operating practices and optimize resource use, helping protect margins in an environment where industry-level pricing remained under pressure.

Exxaro maintained active engagement with its dealer network across all 27 states, spanning metro and non-metro markets in Tier-I, II and III cities. Export operations were conducted across 11 countries during the year — Bhutan, Bulgaria, Croatia, Ghana, Iraq, Libya, Morocco, South Africa, Sudan, Tunisia and Panama — with a continued focus on quality consistency, timely dispatch and compliance with the requirements of international buyers.

Key Competitive Advantages

- Two fully integrated manufacturing facilities at Padra and Talod with a combined installed capacity of approximately 1.32 crore square metres and healthy utilization of 80%
- Comprehensive product portfolio covering double-charge and glazed vitrified tiles across multiple sizes and finishes
- Wide dealer network spanning all 27 states, with strong presence in northern and western India
- Diversified export footprint across 11 countries spanning Asia, Africa, Europe and Latin America
- Experienced management team with deep industry knowledge and long-standing dealer relationships
- Strong in-house quality testing ensuring product consistency and differentiation

Growth Strategy

Exxaro's growth strategy is centred on improving capacity utilization, particularly at the Talod facility, while strengthening brand visibility and deepening market penetration across underpenetrated Tier-II and Tier-III markets. The Company continues to expand its channel partner network and build relationships with architects, contractors and institutional buyers to support volume recovery in a competitive pricing environment.

On the product front, the Company is investing in design-led innovation and value-added tile categories that can support better realization per square metre. In exports, Exxaro intends to deepen its presence across its current 11-country footprint while selectively evaluating new geographies, building on the structural opportunity arising from the tariff disadvantage faced by Chinese exporters in markets such as the United States.

Operational efficiency improvement remains an ongoing priority, with a focus on lifting utilization levels at both plants, optimizing raw material sourcing and managing energy costs, particularly given the sector's sensitivity to natural gas price movements.

SWOT Analysis

Strengths

- Two fully integrated manufacturing facilities at Padra and Talod with combined installed capacity of 1.32 crore square metres and 80% utilization
- Comprehensive product portfolio covering double-charge vitrified tiles and glazed vitrified tiles across multiple sizes and finishes
- Wide dealer network across all 27 states, with strong presence in northern and western India
- Diversified export presence across 11 countries spanning Asia, Africa, Europe and Latin America
- Improved profitability in FY26 despite topline pressure, reflecting disciplined cost management

Weaknesses

- Revenue declined by approximately 7% year-on-year, reflecting pricing pressure in the domestic market
- Talod plant utilization at 77% indicates room for improvement relative to the Padra facility
- Sensitivity to natural gas price movements, which constitute a significant portion of production costs
- Competitive pricing pressure from both organized and unorganized players, especially in commoditized segments

Opportunities

- Robust domestic demand growth driven by housing, commercial construction and infrastructure development across all city tiers, supported by India's 7.6% GDP growth in FY26
- Rising consumer preference for branded, design-led and value-added tiles
- Export market expansion opportunity arising from increased US tariffs on Chinese tile imports
- Headroom to improve capacity utilization, particularly at Talod, supporting potential margin and volume gains
- Government focus on affordable housing, smart cities and sanitation infrastructure

Threats

- Intensifying competition from new entrants and expanding capacity among existing organised players
- Changes in environmental regulations, energy norms and export compliance requirements in key markets
- Macro risks including interest rate volatility, construction cycle slowdowns and commodity price inflation
- Anti-dumping and countervailing duty actions in export markets, including Saudi Arabia and Qatar

Risk, Concerns & Mitigation

Risk	Description	Mitigation
Market / Demand Risk	Tile demand may slow due to weak real estate or pricing pressure	Wide dealer network, growing exports and value-added products help maintain steady volumes
Competition Risk	Many players may reduce	Superior product designs, consistent

	margins and pricing power	quality and strong dealer relationships help retain customers
Credit Risk	Delay in customer payments may affect working capital	Regular monitoring of receivables and controlled credit terms reduce exposure
Liquidity Risk	Meeting short-term financial obligations smoothly	Proper cash planning, banking limits and timely credit facilities ensure liquidity
Interest Rate Risk	Increase in interest rates may raise borrowing costs	Borrowings and funding costs are monitored regularly to optimise interest expenses
Operational Risk	Disruption in production or logistics, or sub-optimal capacity utilisation	Integrated plants, automation, quality control and strong internal systems ensure smooth operations
Foreign Currency Risk	Exchange rate changes can impact export realisations	Exposure is small and monitored closely to minimise impact
Brand / Dealer Risk	Lower brand visibility may affect customer trust and market positioning	Consistent quality, timely supply and continuous dealer engagement protect brand trust

Internal Control Systems

Exxaro maintained a robust internal control framework during FY26 to safeguard Company assets, ensure accuracy of financial reporting and uphold compliance with applicable laws and regulations. The Company operates through clearly defined business processes, authority matrices and multi-level approval systems. Internal audits were carried out across all major functional areas, with findings reported to management and the Audit Committee on a quarterly basis.

Product Quality and Customer Assurance

Product quality remains at the heart of Exxaro's brand promise. During FY26, the Company continued its focused investment in quality testing, production process improvements and technology upgrades. A dedicated quality team oversees each stage of the production cycle — from raw material procurement to finished goods packing — to maintain consistency and ensure adherence to technical standards.

The Company continued to invest in design enhancements, updated surface finishes and product refinements to meet evolving consumer preferences. Customer feedback, dealer insights and market intelligence informed product development priorities, enabling Exxaro to offer options with higher utility and stronger aesthetic appeal.

Cautionary Statement

In accordance with applicable securities laws and regulations, certain statements in this Management Discussion & Analysis that refer to the Company's objectives, projections, estimates, expectations or predictions may constitute 'forward-looking statements.' Actual results may differ materially from those expressed or implied, due to various known and unknown risks, uncertainties and other factors. The Company does not undertake any obligation to publicly update or revise any forward-looking statements contained herein.

For and on behalf of the Board of Directors
Exxaro Tiles Limited

Independent Auditor's Report

To the Members of

Exxaro Tiles Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Exxaro Tiles Limited** ("**the Company**") which comprises the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Cash Flows, and Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Key audit matter	How our audit addressed the key audit matter
Inventory existence and valuation of inventory: (Refer Note 9 of the financial statements) The Company has recognized inventory of Rs. 15728.16 lacs as at March 31, 2026. The existence and valuation of inventories is a key audit matter due to the significance of the balance to the financial statements and the degree of auditor judgment involved in evaluating the evidence available. The Company's management is responsible for maintaining adequate internal controls over inventories, including conducting periodic physical verification thereof. Management has represented that physical verification of inventories was carried out at reasonable intervals during the year. Our assessment of the existence and valuation of inventories has been based on alternative audit procedures and management's representations.	Since the Company has not carried out verification of inventory in the presence of auditors, our audit procedures in relation to inventories included, but were not limited to, the following: • Evaluating the design and operating effectiveness of the Company's internal controls over the inventory management process, including controls over physical verification, recording, and valuation. • Obtaining and examining the management's physical verification records and reconciling the results thereof with the books of account, including investigating material discrepancies, if any. • Performing analytical procedures on inventory movements, including trend analysis of inventory turnover ratios and gross margins, to identify unusual fluctuations. • Testing the valuation of inventories on a sample basis with reference to applicable accounting standards, including assessment of net realizable value where relevant. • Evaluating the adequacy of disclosures in the financial statements relating to inventories in accordance with the applicable financial reporting framework. • Obtaining written representations from management regarding the completeness and accuracy of inventory records and the conduct of physical verification.

Based on the above, the management's assessment and disclosures are found to be reasonable and in compliance with the applicable financial reporting framework

Emphasis of Matter

We draw attention to Note 5 to the financial statements, the Company has committed to invest 100% of the paid-up share capital in a UAE-registered entity, which will subsequently be recognized as a wholly-owned subsidiary.

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

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, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained 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.

Responsibility of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management 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.

Those Charged with Governance are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

1. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.
2. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

3. 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.
4. 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.
5. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors 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**”.
- g. 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, as amended, 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.
- h. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. Refer Note 41 to the standalone financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv.
 - 1. 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;
 - 2. 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;

3. 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 (1) and (2) above, contain any material misstatement.
- v. The Company has not paid any dividends during the year and hence, the provisions of Section 123 of the Act are not applicable to the Company.
- vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023.

Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For, **HB Kalaria and Associates**
Firm Reg. No. 104571W
Chartered Accountants

(Hasmukh Kalaria)
Partner
Member No. 042002
UDIN: 26042002XIZXWR6262

Place: Rajkot

Date: 05/05/2026

Annexure A

Referred to in the section Report on Other Legal and Regulatory Requirements on of the Independent Auditors' Report of even date to the members of Exxaro Tiles Limited on the standalone financial statements as of and for the year ended March 31, 2026

- (i)
 - (a) In respect of its property, plant, and equipment:
 - (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
 - (B) The Company has maintained proper records showing full particulars of its intangible assets.
 - (b) The Company has a programme of verification of property, plant and equipment to cover all the items in a phased manner over a period of 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain property, plant and equipment were physically verified by the Management during the current reporting period. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed/transfer deed/conveyance deed, we report that, the title deeds, comprising all the immovable properties of land and acquired buildings which are freehold, are held in the name of the Company as at the balance sheet date.
 - (d) The Company has not revalued its property, plant and equipment during the reporting period and hence, clause (i)(d) of the Order is not applicable.
 - (e) As explained to us by the management of the Company, there have not been any proceedings initiated or pending against the Company under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder during the current reporting period or as at the balance sheet date.
- (ii)
 - (a) As per the information and explanation given to us physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate and discrepancies of 10% or more in aggregate for each of the class of inventory were not noticed on physical verification.
 - (b) In our opinion and according to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets; the quarterly returns/statements filed by the Company with the banks during the reporting period are in agreement with the books of accounts of the Company.

- (iii) According to the information and explanations given to us, the company has not made investments in, Companies and granted unsecured loans to companies during the year, in respect of which:
- (a) The Company In our opinion not provided any loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity and hence, reporting under clause (iii)(a) of the Order is not applicable.
 - (b) In our opinion and as per the explanations provided to us, the investment made and loans provided by the Company are, prima facie, not prejudicial to the Company's interest.
 - (c) In our opinion and as per the explanations provided to us, in respect of loans, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts or receipts are been regular as per stipulation.
 - (d) In our opinion and as per the explanations provided to us, there is no overdue amount remaining outstanding as at the balance sheet date.
 - (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
 - (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

The Company has not made investments in Firms and Limited Liability Partnerships during the year. Further the Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to Companies, Firms, Limited Liability Partnerships or any other parties.

- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable
- (v) According to the information and explanations given to us, the Company has not accepted any deposits during the current reporting period in terms of provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules made thereunder. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) In our opinion, the provisions for maintenance of cost records under section 148(1) of the Companies Act, 2013 are not applicable to the Company. Hence, reporting under clause (vi) of the Order is not applicable.
- (vii) In our opinion and according to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities apart from a few delays in the payment of income tax, Goods & Service tax.
There were no undisputed amounts payable in arrears as at the balance sheet date for a period of more than six months from the date they became payab

- (b) Details of statutory dues which have not been deposited as at the balance sheet date on account of disputes are given below:

Name of statute	Nature of dues	Forum where dispute pending	Period to which the amount relates	Gross amount due (in Rs. lacs)	Amount unpaid (in Rs. lacs)
The Income Tax Act, 1961	Income Tax	The Commissioner of Income tax (Appeals), Ahmedabad - 2	A.Y. 2013-14	40.64	2.19
The Income Tax Act, 1961	Income Tax	The Commissioner of Income tax (Appeals), Ahmedabad - 2	A.Y. 2015-16	263.78	211.03
The Income Tax Act, 1961	Income Tax	The Commissioner of Income tax (Appeals), Ahmedabad - 2	A.Y. 2016-17	8.73	6.98
The Income Tax Act, 1961	Income Tax	The Commissioner of Income tax (Appeals), Ahmedabad - 2	A.Y. 2017-18	1.00	Nil
The Income Tax Act, 1961	Penalty	The Commissioner of Income tax (Appeals), Ahmedabad - 2	A.Y. 2017-18	14.00	14.00
The Income Tax Act, 1961	Income Tax	The Commissioner of Income tax (Appeals), Ahmedabad - 2	A.Y. 2018-19	534.08	534.08
The Goods and Service Tax Act, 2017	GST	Additional Commissioner (Appeals) Commercial Tax, Range Gujarat	F.Y. 2017-18	1597.03	1527.05
The Goods and Service Tax Act, 2017	GST	Additional Commissioner (Appeals) Commercial Tax Range Gujarat	F.Y. 2018-19	3190.06	3030.56
The Goods and Service Tax Act, 2017	GST	Additional Commissioner (Appeals) Commercial Tax Range Gujarat	F.Y. 2018-19	1701.80	1532.16
The Goods and Service Tax Act, 2017	GST	Additional Commissioner (Appeals) Commercial Tax Range Gujarat	F.Y. 2019-20	240.82	231.31
The Goods and Service Tax Act, 2017	GST	Additional Commissioner (Appeals) Commercial Tax Range Gujarat	F.Y. 2021-22	146.51	138.70

- (viii) According to the information and explanations given to us, the Company does not have any transactions, which were not recorded in the books of accounts and which have been surrendered or disclosed as income during the current reporting period in the tax assessments under the Income-tax Act, 1961.
- (ix)
 - (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions or banks. The Company has not taken any loans or borrowings from the government.
 - (b) In our opinion and according to the information and explanations given to us, the Company has not been declared as a willful defaulter by any bank or financial institution or other lender during the reporting period.
 - (c) The Company has obtained term loans during the current reporting period which, in our opinion and according to the information and explanations given to us, have been utilized for purchase of solar plant and machinery.
 - (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone financial statements of the company, we believe that no funds raised on short-term basis have been used for long-term purposes by the Company. We have however not made a detailed examination of the same.
 - (e) In our opinion and according to the information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligation of its subsidiary.
 - (f) In our opinion and according to the information and explanations given to us, the Company has not raised any loans during the reporting period on the pledge of any securities held in its subsidiary.
- (x)
 - (a) During the current reporting period, the Company has not raised funds by way of initial public offer or further public offer (including debt instruments) and hence reporting under clause (x)(a) of the Order is not applicable to the Company.
 - (b) During the current reporting period, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (x)(b) of the Order is not applicable to the Company.
- (xi)
 - (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the current reporting period.
 - (b) To the best of our knowledge and according to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - (c) To the best of our knowledge and according to the information and explanations given to us, the Company has not received any whistle-blower complaints during the current reporting period.

- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards.
- (xiv)
- (a) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the reports of the Internal Auditors for the period under review during our audit of the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the current reporting period the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company, if any or persons connected with them And hence provisions of Section 192 of the Companies Act, 2013 are not applicable.
- (xvi)
- (a) The Company is not required to be registered under Section 45-I of the Reserve Bank of India Act, 1934.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities during the current reporting period and hence, is not required to obtain a Certificate of Registration from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The Company is not a Core Investment Company ("CIC") as defined in the regulations made by the Reserve Bank of India.
- (d) The Company does not have any CICs as part of the Group and hence, clause (xvi)(d) of the Order is not applicable to the Company.
- (xvii) In our opinion, the Company has not incurred any cash losses during the current reporting period and in the immediately preceding reporting period.
- (xviii) There has not been any resignation of the statutory auditors during the current reporting period under review.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- (xx) (a) According to the information and explanations given to us, there are no unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer a Fund specified in Schedule VII to the Companies Act, 2013 within a period of six months of the expiry of the financial year in compliance with the second proviso to sub-section (5) of section 135 of the Act.
- (b) According to the information and explanations given to us, the Company does not have any ongoing project(s) for which funds remain unspent under sub-section (5) of section 135 of the Companies Act and hence, is not required to transfer any funds to a special account in compliance with the provision of sub-section (6) of section 135 of the Companies Act, 2013.
- (xxi) Clause (xxi) of the Order is not applicable in the report on the standalone financial statements of the Company.

For, **HB Kalaria and Associates**

Firm Reg. No. 104571W

Chartered Accountants

(Hasmukh Kalaria)

Partner

Member No. 042002

UDIN: 26042002XIZXWR6262

Place: Rajkot

Date: 05/05/2026

Annexure B

Referred to in point f. of the section Report on Other Legal and Regulatory Requirements of the Independent Auditors' Report of even date to the members of Exxaro Tiles Limited on the standalone financial statements for the year ended March 31, 2026

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

In conjunction with our audit of the standalone financial statements of the Company as of and for the year ended March 31, 2026, we have audited the internal financial controls over the financial reporting of **Exxaro Tiles Limited** ("the Company") (Formerly known as Exxaro Tiles Private Limited and Ricasil Ceramic Industries Private Limited) as of that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and 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 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 assessed risk. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system 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 standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on standalone 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 control over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, 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 issued by ICAI.

For, **HB Kalaria and Associates**

Firm Reg. No. 104571W

Chartered Accountants

(Hasmukh Kalaria)

Partner

Member No. 042002

UDIN: 26042002XIZXWR6262

Place: Rajkot

Date: 05/05/2026

EXXARO TILES LIMITED**L26914GJ2008PLC052518****Registered office: Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav, Taluka: Talod, Sabar Kantha, Gujarat - 383305****Standalone Balance Sheet as at 31-03-2026**

Rs. in Lacs

Particulars	Note No	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
Property, Plant and Equipment	3	18,664.09	19,134.85
Right of Use Assets	4	299.53	-
Capital work in progress		-	-
Investment Property		-	-
Goodwill		-	-
Other Intangible assets	5	-	-
Intangible assets under development		-	-
Financial Assets			
Investments	6	13.66	1.00
Trade receivables		-	-
Loans	7	-	61.93
Other financial assets	8	171.02	148.38
Deferred tax assets, net		-	-
Other non current assets		-	-
Total Non-current Assets		19,148.30	19,346.16
Current assets			
Inventories	9	15,728.16	16,442.73
Financial Assets			
Investments		-	-
Trade receivables	10	9,026.01	10,979.50
Cash and cash equivalents	11	121.90	10.74
Bank balances other than Cash and cash equivalents	12	400.38	259.58
Loans	13	2.80	2.80
Other financial assets		-	-
Other current assets	14	3,057.25	1,344.15
Total Current Assets		28,336.50	29,039.50
Total Assets		47,484.80	48,385.66
EQUITY and LIABILITIES			
Equity Share Capital	15	4,474.11	4,474.11
Other Equity	16	23,364.35	23,143.60
Total Equity		27,838.46	27,617.71
Non-current liabilities			
Financial Liabilities			
Borrowings	17	2,040.99	1,375.01
Lease liabilities	18	294.52	-
Trade Payables			
- total outstanding dues of micro enterprises and small enterprises		-	-
- total outstanding dues of others		-	-
Other financial liabilities	19	69.69	55.19
Provisions	20	190.10	161.63
Deferred tax liabilities net	21	847.44	810.10
Other non current liabilities		-	-
Total Non-current liabilities		3,442.74	2,401.93
Current liabilities			
Financial Liabilities			
Borrowings	22	7,058.00	7,628.51
Lease liabilities	23	2.49	-
Trade Payables	24		
- total outstanding dues of micro enterprises and small enterprises		-	-
- total outstanding dues of others		7,900.34	9,625.81
Other financial liabilities	25	428.06	461.72
Other current liabilities	26	680.60	569.99
Provisions - current	27	77.29	58.03
Current Tax Liabilities, net	28	56.82	21.96
Total Current liabilities		16,203.60	18,366.02
Total liabilities		19,646.34	20,767.95
Total Equity and Liabilities		47,484.80	48,385.66

See accompanying notes to the financial statements

For & on Behalf of
H. B. Kalaria & Associates
Chartered Accountants
FRN: 104571W

For and on behalf of Board of Directors,
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)

Mukesh Patel
Managing Director
01944968

Kiran Patel
Wholtime Director
01918094

Hasmukh B Kalaria**Jigneshbhai Patel****Dharmishtha Shah**

Partner
Membership No: 042002
UDIN: 26042002XIZXWR6262
Place: Rajkot
Date: 05-May-2026

Chief Financial Officer
PAN:BVAPP8364C
Place: Ahmedabad
Date: 05-May-2026

Company Secretary
PAN:APYPN9417P

EXXARO TILES LIMITED**L26914GJ2008PLC052518****Registered office: Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav, Taluka: Talod, Sabar Kantha, Gujarat -
Standalone Profit & Loss for the period ended on 31-03-2026**

Rs. in Lacs

Particulars	Note No	For Year ended 31 March 2026	For Year ended 31 March 2025
Income			
Revenue From Operations	29	28,182.28	29,963.42
Other Income	30	70.86	106.52
Total Income		28,253.14	30,069.94
Expenses			
Cost of materials consumed	31	8,089.15	9,762.99
Purchases of Stock-in-Trade	32	1,517.10	2,368.93
Changes in inventories of finished goods, Stock in Trade and work in progress	33	868.28	-502.69
Employee benefits expense	34	2,609.27	2,781.10
Finance costs	35	1,195.73	1,196.45
Depreciation and amortization expense	36	966.41	951.77
Other expenses	37	12,706.03	13,425.80
Total Expenses		27,951.97	29,984.35
Profit/(loss) before exceptional items and tax		301.17	85.59
Exceptional Items		-	-
Profit/(loss) before tax (I-II)		301.17	85.59
Tax expenses	38		
Current tax		-	-
Deferred tax		90.59	28.76
Prior period tax		-	135.09
Total Tax expense		90.59	163.85
Profit/(loss) after tax for the period (III-IV)		210.58	-78.26
Other Comprehensive Income			
OCI that will not be reclassified to P&L	39	13.75	21.53
OCI Income tax of items that will not be reclassified to P&L		-3.58	-5.60
OCI that will be reclassified to P&L		-	-
OCI Income tax of items that will be reclassified to P&L		-	-
Total Other Comprehensive Income (VI)		10.17	15.93
Total Comprehensive Income for the period		220.75	-62.33
Earnings per equity share			
Basic	40	0.05	(0.02)
Diluted		0.05	(0.02)

See accompanying notes to the financial statements

For & on Behalf of
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Chartered Accountants
FRN: 104571W

For and on behalf of Board of Directors,
EXXARO TILES LIMITED
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Mukesh Patel
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01944968

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Wholetime Director
01918094

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Place: Rajkot
Date: 05-May-2026

Jigneshbhai Patel
Chief Financial Officer
PAN: BVAPP8364C
Place: Ahmedabad
Date: 05-May-2026

Dharmishtha Shah
Company Secretary
PAN: APYPN9417P

EXXARO TILES LIMITED
L26914GJ2008PLC052518
 Registered office: Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav, Taluka: Talod, Sabar Kantha, Gujarat - 383305

Statement of change in Equity for the year ended on 31-03-2026

A. Equity Share Capital

Current reporting period		Rs. in Lacs
Particulars		Amount
As at 1 April 2025		4,474.11
Changes in Equity Share Capital during the year		-
As at 31 March 2026		4,474.11

Previous reporting period		Rs. in Lacs
Particulars		Amount
As at 1 April 2024		4,474.11
Changes in Equity Share Capital during the year		-
As at 31 March 2025		4,474.11

B. Other Equity

Current reporting period						Rs. in Lacs
Particulars	Reserves & Surplus			Other Comprehensive	Total	
	Capital Redemption Reserve	Securities premium	Retained Earnings	Other items of OCI		
Balance as at 1 April 2025	281.25	14,269.39	8,520.71	72.25	23,143.60	
Add: Profit/(Loss) during the year	-	-	210.58	-	210.58	
Remeasurement Gain/(Loss) of defined Benefit Plan(net of tax)	-	-	-	10.18	10.18	
Total Comprehensive Income/(Expense)	-	-	210.58	10.18	220.75	
Balance as at 31 March 2026	281.25	14,269.39	8,731.29	82.43	23,364.35	

Other Equity
Previous reporting period

Rs. in Lacs

Particulars	Reserves & Surplus			Other Comprehensive	Total
	Capital Redemption Reserve	Securities premium	Retained Earnings	Other items of OCI	
Balance as at 1 April 2024	281.25	14,269.39	8,598.98	56.32	23,205.94
Net profit/(loss) during the year	-	-	(78.26)	-	(78.26)
Remeasurement Gain/(Loss) of defined Benefit Plan(net of tax)	-	-	-	15.93	15.93
Total Comprehensive Income/(Expense)	-	-	(78.26)	15.93	(62.33)
Balance as at 31 March 2025	281.25	14,269.39	8,520.71	72.25	23,143.60

For & on Behalf of
H. B. Kalaria & Associates
Chartered Accountants
FRN: 104571W

For and on behalf of Board of Directors,
EXXARO TILES LIMITED
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PAN:BVAPP8364C
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Date: 05-May-2026

Dharmishtha Shah
Company Secretary
PAN:APYPN9417P

EXXARO TILES LIMITED**L26914GJ2008PLC052518****Registered office: Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav, Taluka: Talod, Sabar Kantha, Gujarat - 383305****Standalone Cash Flow Statement for the period ended on 31-03-2026**

Rs. in Lacs

Particulars	Note No	For Year ended 31 March 2026	For Year ended 31 March 2025
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit Before Tax		301.16	85.59
Adjustments for:			
Depreciation and amortisation		966.42	951.77
(Gain)/Loss on disposal of property, plant and equipment		(0.61)	5.71
(Gain)/Loss on disposal of Investments		-	5.95
Provision for Expected Credit Loss		8.70	(4.38)
Provision for Income tax		-	-
Bad Debt Written Off		11.71	-
Finance Cost		1,195.73	1,196.45
Interest Income		(36.86)	(66.51)
Operating profit before working capital changes		2,446.25	2,174.58
Adjustment for (increase) / decrease in operating assets			
Trade receivables		1,933.09	690.89
Other Non-Current Financial Assets		(24.79)	(34.43)
Inventories		714.57	(932.87)
Other Current Asset		(335.06)	12.12
Adjustment for (Increase) / decrease in operating liabilities			
Trade payables		(1,736.49)	528.27
Other Current Liabilities		-	-
Other financial liabilities		(78.61)	73.02
Other Non-current Financial Liabilities		14.50	10.76
Other Liabilities		110.61	(66.71)
Provisions		61.49	74.03
Cash generated from operations		3,105.56	2,529.66
Income tax paid (net)		(21.97)	(167.20)
Net cash generated by operating activities		3,083.59	2,362.46
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of investments carried at amortised cost		(12.66)	-
Purchase of property, plant and equipment		(921.13)	(715.16)
Changes in Creditors for Fixed Assets		44.95	(50.77)
Initial Cost of Acquisition of ROU		(1.71)	-
Capital Advances		(1,378.04)	50.90
Ear marked deposits placed with banks		(140.80)	(0.78)
Proceeds from sale of investments carried at amortised cost		-	99.59
Proceeds from disposal of property, plant and equipment		435.00	26.61
Loan and Advances(net)		61.93	24.01
Interest received		36.86	66.51
Net cash (used in) / generated by investing activities		(1,875.60)	(499.09)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of lease liabilities		(12.49)	-
Proceeds from short term borrowings		(570.52)	24.99
Proceeds from long term borrowings		848.10	(766.66)
Repayment of long term borrowings		(182.12)	-
Finance cost		(1,179.81)	(1,196.45)
Net cash used in financing activities		(1,096.84)	(1,938.12)
Net increase / (decrease) in cash and cash equivalents		111.15	(74.75)
Cash and cash equivalents at the beginning of the year		10.75	85.50
Exchange gain loss on Cash and cash equivalents		-	-
Cash and cash equivalents at the end of the year		121.90	10.75

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Reconciliation of Cash and Cash Equivalents with Balance Sheet:		
Cash and cash equivalents includes		
Cash on hand	11.93	6.76
Balances with Banks	109.96	3.99

Movement in Financial Liabilities arising from Financing Activities:

For & on Behalf of
H. B. Kalaria & Associates
Chartered Accountants
FRN: 104571W

For and on behalf of Board of Directors,
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)

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Chief Financial Officer
PAN:BVAPP8364C
Place: Ahmedabad
Date: 05-May-2026

Dharmishtha Shah
Company Secretary
PAN:APYPN9417P

Place: Rajkot
Date: 05-May-2026

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

3 Property, Plant and Equipment

Current reporting period

Rs. in Lacs

Particulars	Land	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Computer	Office Equipments	Total
Cost as at 1 April 2025	773.88	3,847.75	26,130.21	281.03	273.70	105.92	84.05	31,496.55
Addition	-	-	896.99	14.41	-	8.98	0.75	921.13
Disposals	-	-	950.51	-	-	-	-	950.51
Cost as at 31 March 2026	773.88	3,847.75	26,076.70	295.44	273.70	114.90	84.80	31,467.17
Accumulated depreciation as at 1 April 2025	-	1,083.95	10,716.53	159.37	245.81	94.13	61.91	12,361.70
Depreciation charge for the year	-	118.84	795.88	24.16	7.06	5.10	6.45	957.50
Reversal on disposal/Adjustments	-	-	516.12	-	-	-	-	516.12
Accumulated depreciation as at 31 March 2026	-	1,202.79	10,996.30	183.53	252.87	99.23	68.36	12,803.08
Net Carrying Amount as at 31 March 2026	773.88	2,644.96	15,080.40	111.91	20.83	15.67	16.45	18,664.09

Previous reporting period

Rs. in Lacs

Particulars	Land	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Computer	Office Equipments	Total
Cost as at 1 April 2024	773.88	3,822.77	25,505.57	276.78	265.83	103.66	83.76	30,832.24
Addition	-	24.98	675.50	4.25	7.88	2.27	0.29	715.16
Disposals/Adjustment	-	-	50.86	-	-	-	-	50.86
Cost as at	773.88	3,847.75	26,130.21	281.03	273.70	105.92	84.05	31,496.55
Accumulated depreciation as at 1 April 2024	-	965.29	9,955.98	134.84	230.38	86.74	55.23	11,428.46
Depreciation charge for the year	-	118.66	779.09	24.52	15.43	7.39	6.68	951.77
Reversal on disposal/Adjustments	-	-	18.53	-	-	-	-	18.53
Accumulated depreciation as at 31 March 2025	-	1,083.95	10,716.53	159.37	245.81	94.13	61.91	12,361.70
Net Carrying Amount as at 31 March 2025	773.88	2,763.80	15,413.68	121.66	27.89	11.80	22.14	19,134.85

-Refer Note No. 44 for disclosure of Capital Commitments for the acquisition of Property, Plant & Equipment.

-The Company has not revalued any Property, Plant and Equipment during The Current year and previous year

-Plant and Machinery have been hypothecated against short term and long term borrowings from Bank, the details relating to which have been described in Note no. 17 and 22

EXXARO TILES LIMITED**Notes forming part of the Standalone Financial Statements****4 Right of Use Assets**

Rs. in Lacs

Particulars	Land	Building	Total
Cost as at 1 April 2025	-	-	-
Addition	252.03	56.42	308.45
Disposals	-	-	-
Cost as at 31 March 2026	252.03	56.42	308.45
Accumulated ammortisation as at 1 April 2025	-	-	-
Ammortization charge for the year	5.63	3.29	8.92
Reversal on Disposal of assets	-	-	-
Accumulated ammortisation as at 31 March 2026	5.63	3.29	8.92
Net Carrying Amount as at 31 March 2026	246.40	53.13	299.53

Previous Year

Rs. in Lacs

Particulars	Land	Building	Total
Cost as at 1 April 2024	-	-	-
Addition	-	-	-
Disposals	-	-	-
Cost as at 31 March 2025	-	-	-
Accumulated ammortisation as at 1 April 2024	-	-	-
Ammortization charge for the year	-	-	-
Reversal on Disposal of assets	-	-	-
Accumulated ammortisation as at 31 March 2025	-	-	-
Net Carrying Amount as at 31 March 2025	-	-	-

There are no Right of Use assets in the previous year on account of lease agreements signed in the current reporting period.

5 Other Intangible assets

Rs. in Lacs

Particulars	Software
Cost as at 1 April 2025	24.94
Addition	-
Disposals	-
Adjustment	-
Cost as at 31 March 2026	24.94
Accumulated ammortisation as at 1 April 2025	24.94
Ammortization charge for the year	-
Reversal on Disposal of assets	-
Accumulated ammortisation as at 31 March 2026	24.94
Net Carrying Amount as at 31 March 2026	0.00

Previous Year

Rs. in Lacs

Particulars	Software
Cost as at 1 April 2024	24.94
Addition	-
Disposals	-
Adjustment	-
Cost as at 31 March 2025	24.94
Accumulated ammortisation as at 1 April 2024	24.94
Ammortization charge for the year	-
Reversal on Disposal of assets	-
Accumulated ammortisation as at 31 March 2025	24.94
Net Carrying Amount as at 31 March 2025	-

-There are no intangible assets under development so reporting of its ageing schedule.

6 Investments - non current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Investment in subsidiary carried at cost	1.00	1.00
Investment in others at cost	12.66	-
Total	13.66	1.00

EXXARO TILES LIMITED**Notes forming part of the Standalone Financial Statements****6.1 Details of Investments**

Name of Entity	No of Shares	Current Year	No of Shares	Previous Year
Other Investment				
Investment in Wholly owned subsidiary				
Exxaro Ceramics Limited, Unquoted				
Equity shares of Rs.10 each fully paid up	10,000	1.00	10,000	1.00
Investment in other party				
Cosmos Bank, Unquoted				
Equity shares of Rs.100 each fully paid up	12,660	12.66		

Aggregate details of Investment

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Aggregate amount of quoted investement as at the end of the year	-	-
Market value of quoted investments	-	-
Aggregate value of Un-quoted investments	13.66	1.00
Provision for diminution in value of investments	-	-

The Company has committed to invest 100% of the paid-up share capital in the UAE-registered entity. Following the acquisition, the entity will be recognized as a wholly owned subsidiary of the Company.

7 Loans - non current financial assets

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Loans to related parties		
Loan to subsidiary company	-	61.93
Total	-	61.93

Loans - non current financial assets

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	61.93	85.94
Add: Loan given during the year	-	4.47
Less: Loan received back during the year	(61.93)	(28.47)
Total	-	61.93

-There were no other terms stipulated as to repayment for the aforementioned loans

-The aforementioned loan to Subsidiary company is proposed to be utilised by the Subsidiary company for its business purposes. The said loan is interest bearing at 9% p.a.

-The Company has not provided any security / stood guarantees on behalf of any third parties covered under Section 186 and accordingly, the disclosure requirements to that extent does not apply to the Company.

-There have been no guarantees provided or received for any related party receivables or payables during the year

8 Other financial assets - non current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposits		
Interest bearing	74.05	52.42
Non interest bearing	59.72	58.71
Bank deposits with more than 12 months maturity	37.25	37.25
Total	171.02	148.38

-The deposit with scheduled bank and security deposit with vendors are unsecured and consider good.

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

9 Inventories

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Raw materials	4,231.25	4,025.45
Work-in-progress	1,473.63	1,542.06
Finished goods	9,244.37	10,044.22
Other Stock	778.90	831.00
Total	15,728.16	16,442.73

-The inventories have been hypothecated against short term from Bank, the details relating to which have been described in Note no. 17

10 Trade receivables - current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured, considered good	8,306.52	10,376.30
Unsecured which have significant increase in credit risk	832.34	707.35
Allowance for bad and doubtful debts	(112.85)	(104.15)
Total	9,026.01	10,979.50

Trade Receivables Ageing schedule

Rs. in Lacs

Particulars	Undue	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables							
-considered good	-	6,866.11	361.90	483.75	166.55	428.21	8,306.52
-which have significant increase in credit risk	-	-	-	-	-	-	-
-credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables							
-considered good	-	-	-	-	-	-	-
-which have significant increase in credit risk	-	15.82	2.94	107.06	117.47	589.05	832.34
-credit impaired	-	-	-	-	-	-	-
Sub Total	-	6,881.93	364.84	590.81	284.01	1,017.27	9,138.86
Unbilled - considered good							-
Unbilled - which have significant increase in credit risk							-
Unbilled - credit impaired							-
Provision for doubtful debts							(112.85)
Total							9,026.01

For Previous Year

Rs. in Lacs

Particulars	Undue	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables							
-considered good	-	9,000.66	578.36	339.09	127.75	330.45	10,376.31
-which have significant increase in credit risk	-	-	-	-	-	-	-
-credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables							
-considered good	-	-	-	-	-	-	-
-which have significant increase in credit risk	-	-	25.24	67.37	104.89	509.84	707.35
-credit impaired	-	-	-	-	-	-	-
Sub Total	-	9,000.66	603.60	406.46	232.65	840.29	11,083.65
Unbilled - considered good							-
Unbilled - which have significant increase in credit risk							-
Unbilled - credit impaired							-
Provision for doubtful debts							(104.15)
Total							10,979.50

-The trade receivable have been hypothecated against short term loans from bank, the details relating to which have been described in Note no. 17

-There are no unbilled receivables hence same are not disclosed in the ageing schedules.

EXXARO TILES LIMITED**Notes forming part of the Standalone Financial Statements****11 Cash and cash equivalents**

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with Banks	109.97	3.99
Cash on hand	11.93	6.75
Total	121.90	10.74

12 Bank balances other than Cash and cash equivalents

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Bank deposits with original maturity of 3-12 months	400.38	259.58
Total	400.38	259.58

13 Loans - current financial assets

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Loans to employees	2.21	2.21
Loans to others	0.59	0.59
Total	2.80	2.80

14 Other current assets

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Advances to suppliers	259.87	44.34
Prepaid expenses	20.06	17.35
Capital Advances	1,420.10	42.06
Government subsidy receivable	306.68	290.80
Statutory Receivable (net)	1,050.54	949.60
Total	3,057.25	1,344.15

15 Equity Share Capital

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Authorised Share Capital		
500000000 (PY - 500000000) Equity Shares of Rs. 1 each	5,000.00	5,000.00
6000000 (PY - 6000000) Preference Shares of Rs. 10 each	600.00	600.00
Issued, subscribed & fully paid up		
447410700 (PY - 447410700) Equity Shares of Rs. 1 each	4,474.11	4,474.11
Total	4,474.11	4,474.11

-There are no calls unpaid or forfeited shares.

-There shares reserved at the year-end for issue under options and contracts / commitments for the sale of shares/ disinvestment

EXXARO TILES LIMITED**Notes forming part of the Standalone Financial Statements****Reconciliation of Share Capital**

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number of Shares	Amount	Number of Shares	Amount
Opening Balance	44,74,10,700	4,474.11	44,74,10,700	4,474.11
Changes due to prior period error	-	-	-	-
Issued during the year	-	-	-	-
Adjustment	-	-	-	-
Deletion	-	-	-	-
Closing balance	44,74,10,700	4,474.11	44,74,10,700	4,474.11

Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Equity Share holder holding more than 5%

Name of Share Holder	As at 31 March 2026		As at 31 March 2025	
	No of Shares	% of Shareholding	No of Shares	% of Shareholding
Mukeshbhai Babubhai Patel	3,13,59,880.00	7.01%	3,13,59,880.00	7.01%
Kiranbhai Bhikhalal Patel	4,70,20,640.00	10.51%	4,70,20,640.00	10.51%
Dineshbhai Ramanbhai Patel	7,55,33,070.00	16.88%	7,55,33,070.00	16.88%
Dixitkumar Kacharabhai Patel	2,34,09,160.00	5.23%	2,34,09,160.00	5.23%
Rameshbhai Shivabhai Patel	3,12,76,460.00	6.99%	3,12,76,460.00	6.99%

Shares held by promoters at the end of the year

Name of Promotor	Class of Shares Equity/Preference	No. of Shares	% of total shares	% Change during the year
Mukeshbhai Babubhai Patel	Equity Shares	3,13,59,880.00	7.01%	0.00%
Kiranbhai Bhikhalal Patel	Equity Shares	4,70,20,640.00	10.51%	0.00%
Dineshbhai Ramanbhai Patel	Equity Shares	7,55,33,070.00	16.88%	0.00%
Rameshbhai Shivabhai Patel	Equity Shares	3,12,76,460.00	6.99%	0.00%

Previous Year

Name of Promotor	Class of Shares Equity/Preference	No of Shares	% of total shares	% Change during the year
Mukeshbhai Babubhai Patel	Equity Shares	3,13,59,880.00	7.01%	0.00%
Kiranbhai Bhikhalal Patel	Equity Shares	4,70,20,640.00	10.51%	0.00%
Dineshbhai Ramanbhai Patel	Equity Shares	7,55,33,070.00	16.88%	0.00%
Rameshbhai Shivabhai Patel	Equity Shares	3,12,76,460.00	6.99%	0.00%

16 Other Equity

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Securities premium	14,269.39	14,269.39
Capital Redemption Reserve	281.25	281.25
Retained earnings	8,731.29	8,520.71
Other items of OCI	82.42	72.25
Total	23,364.35	23,143.60

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

Movement of Other Equity

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Capital Redemption Reserve		
Opening Balance	281.25	281.25
Add: Transfer from P&L	-	-
(Less): Deletion	-	-
Add/(Less): Adjustment	-	-
Closing Balance	281.25	281.25
Securities premium		
Opening Balance	14,269.39	14,269.39
Add: Issue of Equity Shares	-	-
(Less): Deletion	-	-
Add/(Less): Adjustment	-	-
Closing Balance	14,269.39	14,269.39
Retained Earnings		
Balance at the beginning of the year	8,520.71	8,598.98
Add: Profit/(Loss) during the year	210.58	(78.26)
(Less): Appropriation		
Balance at the end of the year	8,731.29	8,520.71
Other items of OCI		
Opening Balance	72.25	56.32
Remeasurement Gain/(Loss) of defined Benefit Plan(net of tax)	10.18	15.93
(Less): Deletion	-	-
Closing Balance	82.43	72.25
Total	23,364.35	23,143.60

Nature of Reserve & Surplus

Capital Redemption Reserve

The Capital Redemption Reserve represents the nominal value of shares previously redeemed or bought back out of free reserves, as mandated by the Companies Act, 2013. The utilization of this statutory reserve is strictly restricted solely to the issuance of fully paid-up bonus shares to the members of the Company.

Securities premium

This reserve arises on the issue of share capital at a premium in accordance with Section 52 of the Companies Act, 2013. It captures the excess of issue price of equity shares over their nominal value and represents non-distributable equity. The reserve provides a buffer for corporate actions such as bonus issues.

Retained Earnings

Retained Earnings are the net profit that the Company has earned / incurred till date, less any transfer to general reserves, dividends or other distributions paid to shareholders.

Other items of OCI

Other Comprehensive Income includes re-measurement loss / (gain) on defined benefit plans net of taxes.

17 Borrowings - non current financial liabilities

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Secured Term loans from Bank	1,293.58	1,375.01
Unsecured Loans from related parties	747.41	-
Total	2,040.99	1,375.01

EXXARO TILES LIMITED**Notes forming part of the Standalone Financial Statements****Terms of Repayment**

Sr No	Name of Lender	Rs. in Lacs	Details	Security
1	Axis Bank Term Loan	383.33	Tenure: 60 Months Repayment: 23 months Interest Rate: 7.85%	First charge over fixed assets exclusively funded by the bank
2	Axis Bank ECLGS	1,008.34	Tenure: 48 Months Repayment: 22 months Interest Rate: 8%	Charge over entire current asset and movable asset of the company
3	Cosmo Bank	750.00	Tenure: 84 Months(including 6 month moratorium) Repayment: 78 months Interest Rate: 9.15%	Hypothecation charges of Solar Plant & machinery to be purchased exclusively by Cosmo Bank
4	Loan From Directors	423.96	Repayment schedule is not specified Interest Rate: 0%	Unsecured loan
5	Inter Corporate Loan	323.45	Repayment schedule is not specified Interest Rate: 9%	Unsecured loan

-For the current maturities of Non-Current Borrowings, refer Note No.22

-The Company has not utilised any borrowings from banks and financial institutions for any purpose other than for which they were sanctioned.

18 Lease liabilities - non current financial liabilities

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Lease Liabilities	294.52	-
Total	294.52	-

19 Other financial liabilities - non current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposits	69.69	55.19
Total	69.69	55.19

20 Provisions - non current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits	190.10	161.63
Total	190.10	161.63

21 Deferred tax liabilities, net

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax liabilities	1,871.19	1,777.03
Less: MAT Credit	(1,023.75)	(966.93)
Total	847.44	810.10

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

Significant Components of Deferred Tax Liability

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred Tax Liabilities		
Fixed Assets	2,273.05	2,125.08
ROU	77.88	-
Total DTL	2,350.93	2,125.08
Deferred Tax Assets		
Unabsorbed Depreciation	315.47	270.59
Provision for doubtful debts	29.34	27.08
Provision for gratuity	57.70	50.38
Lease Liability	77.22	-
Total DTA	479.73	348.05
Deferred Tax Liabilities, net	1,871.19	1,777.03

Movement in deferred tax assets/liability

Current reporting period

Rs. in Lacs

Particulars	Opening balance	Recognised to P&L	Recognised to OCI	Closing balance
Deferred Tax Liability				
Fixed Assets	2,125.08	147.97		2,273.05
ROU	-	77.88		77.88
Total DTL	2,125.08	225.85	-	2,350.93
Deferred Tax Assets				
Unabsorbed Depreciation	270.59	44.88		315.47
Provision for doubtful debts	27.08	2.26		29.34
Provision for gratuity	50.38	10.89	(3.58)	57.70
Lease Liability	-	77.22		77.22
	-	-		-
Total DTA	348.05	135.26	(3.58)	479.73
	1,777.03	90.59	3.58	1,871.19

Previous reporting period

Rs. in Lacs

Particulars	Opening balance	Recognised to Statement of P&L	Recognised to OCI	closing balance
Deferred Tax Liability				
Fixed Assets	1,937.98	187.10		2,125.08
ROU	-	-		-
Total DTL	1,937.98	187.10	-	2,125.08
Deferred Tax Assets				
Unabsorbed Depreciation	123.95	146.64		270.59
Provision for doubtful debts	28.22	(1.14)		27.08
Provision for gratuity	43.13	12.84	(5.60)	50.38
Lease Liability	-	-		-
	-	-		-
Total DTA	195.31	158.34	(5.60)	348.05
Net	1,742.67	28.76	5.60	1,777.03

22 Borrowings - current financial liabilities

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Secured Current maturities of Long term borrowing	848.10	749.99
Secured Loans repayable on demand from Banks	6,209.90	6,878.52
Total	7,058.00	7,628.51

23 Lease liabilities - current financial liabilities

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Lease Liabilities	2.49	-
Total	2.49	-

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

24 Trade Payables - current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of Creditor of other than Micro Enterprise and small enterprise	7,900.34	9,625.81
Total	7,900.34	9,625.81

Trade Payables ageing schedule (Current Year)

Rs. in Lacs

Particulars	Unbilled	Undue	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-	-
(ii) Others	-	-	5,070.28	1,761.60	620.66	447.80	7,900.34
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-	-	-
Total							7,900.34

Trade Payables ageing schedule (Previous Year)

Rs. in Lacs

Particulars	Unbilled	Undue	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	-	-	-	-	-	-	-
Others	-	-	7,910.77	1,226.98	269.12	218.94	9,625.81
Disputed dues- MSME	-	-	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-	-	-
Total							9,625.81

The classification of Micro and Small Enterprise and other than Micro and Small Enterprises is made on the basis of declarations received from vendors

25 Other financial liabilities - current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Capital Creditors	96.70	51.75
Employee Related Liabilities	331.36	409.97
Total	428.06	461.72

26 Other current liabilities

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Advance received from customers	156.31	83.58
Statutory dues payable	524.29	486.41
Total	680.60	569.99

27 Provisions - current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits	31.81	32.15
Provision for others		
Provision for Expenses	45.48	25.88
Total	77.29	58.03

EXXARO TILES LIMITED**Notes forming part of the Standalone Financial Statements****28 Current Tax Liabilities, net**

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Current Tax Liabilities	56.82	21.96
Total	56.82	21.96

29 Revenue From Operations

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Sale of products		
(a) Domestic Sales	27,612.82	29,037.30
(b) Export Sales	277.97	667.30
Other operating revenues	291.49	258.82
Total	28,182.28	29,963.42

30 Other Income

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Interest income		
Notional interest on Lease Deposit	0.08	-
On Bank Fixed Deposits	20.54	33.33
On Non-Current investments	-	2.50
On Others	16.24	30.68
Profit on sale of property, plant and equipment	0.61	(5.71)
Net gain on sale of investments	-	(5.95)
Net gain on foreign currency translation	29.68	28.11
Duty Drawback	2.87	9.88
MEIS Licence Sales Income	1.73	-
Miscellaneous Income	(1.69)	13.13
Rent Income	0.80	0.55
Total	70.86	106.52

31 Cost of materials consumed

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Raw Material consumed		
Opening stock	4,025.45	3,558.11
Purchases	8,294.96	10,230.32
Less: Closing stock	4,231.25	4,025.45
Total	8,089.15	9,762.99
Total	8,089.15	9,762.99

32 Purchases of Stock-in-Trade

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Stock-in-Trade	1,517.10	2,368.93
Total	1,517.10	2,368.93

EXXARO TILES LIMITED**Notes forming part of the Standalone Financial Statements****33 Changes in inventories of finished goods, Stock in Trade and work in progress**

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Opening stock		
Finished Goods	10,044.22	9,504.24
WIP	1,542.06	1,579.35
Less: Closing Stock		
Finished Goods	9,244.37	10,044.22
WIP	1,473.63	1,542.06
Total	868.28	(502.69)

34 Employee benefits expense

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Salaries and wages	2,520.97	2,683.57
Contribution to provident and other fund	80.16	85.65
Staff welfare expenses	8.14	11.88
Total	2,609.27	2,781.10

35 Finance costs

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Interest expenses		
On long term loan from bank	157.29	232.86
On Other Borrowing and/or late payments	82.83	43.42
On short term loan from bank	831.03	850.06
Unwinding of discount on lease	15.92	-
Other borrowing costs	108.66	70.11
Total	1,195.73	1,196.45

36 Depreciation and amortization expense

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Depreciation on Property, Plant and Equipments	966.41	951.77
Total	966.41	951.77

37 Other expenses

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Administrative expenses		
Bad debts	11.71	-
CSR Expense	10.00	22.50
Director Sitting Fees	0.60	1.00
Discount expense	66.85	101.96
Donation and Other Subscriptions	-	0.85
Export Expenses	21.12	116.28
Information Technology Expense	13.95	13.02
Insurance expense	(134.14)	50.27
Legal & Professional Fees	84.68	70.49
Office Electricity Expense	10.76	12.60
Office Expense	19.91	19.33
Payment for Technical Services	0.18	2.64
Total continued	105.62	410.94

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

Other expenses		Rs. in Lacs	
Particulars	As at	As at	
Total continued from previous page	106	411	
Payments to Auditors	5.00	5.00	
Printing and Stationery	4.43	5.15	
Provision for Expected credit loss	8.70	(4.38)	
Rates and Taxes	44.80	99.97	
Registration and Filing Fees	0.32	0.13	
Rent Expense	216.37	226.47	
Repairs to Others	0.27	1.39	
Safety and Security Expense	48.79	50.18	
Telephone and Postage	18.22	17.17	
Transportation and Distribution Expenses	108.58	102.48	
Warranty and Breakage Expenses	228.22	250.84	
Manufacturing Expenses			
Factory and Other Expenses	48.03	38.66	
Power and Fuel Purchase	10,213.87	10,123.44	
Repairs to Machinery	26.30	40.42	
Stores and Spares Consumed	1,258.38	1,426.26	
Selling & Distribution Expenses			
Advertisement and Publicity	62.89	234.79	
Commission to Selling Agents	74.75	149.06	
Loading and Unloading Cost	0.68	3.16	
Travelling and Conveyance	228.60	241.11	
Miscellaneous expenses	3.21	3.56	
Total	12,706.03	13,425.80	

The Insurance Expense is negative due to net off with insurance income received from customers.

38 Tax expenses

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Deferred tax	90.59	28.76
Prior period tax	-	135.09
Total	90.59	163.85

38.1 Reconciliation of tax expense and the accounting profit multiplied by tax rate

Rs. in Lacs

Particulars		For Year ended 31 March 2025
Accounting Profit before income tax expense	301.16	85.59
Tax at the rate of 26%	78.30	22.25
Tax effect of amounts which are not deductible in calculating taxable income		
Non-deductibles expenses	12.29	7.31
Prior Period Tax		135.09
Others		(0.80)
Tax effect of amounts which are not taxable in calculating taxable income		
At the effective income tax rate	90.59	163.85

39 OCI that will not be reclassified to P&L

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Remeasurements of the defined benefit plans	13.75	21.53
OCI Income tax of items that will not be reclassified to P&L		
OCI Tax	(3.58)	(5.60)
Total	10.17	15.93

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

40 Earning per share

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Profit attributable to equity shareholders Rs. in Lacs	211	(78)
Weighted average number of Equity Shares	44,74,10,700	44,74,10,700
Earnings per share basic (Rs)	0.05	(0.02)
Earnings per share diluted (Rs)	0.05	(0.02)
Face value per equity share (Rs)	1.00	1.00

41 Defined Benefit Plans

Sensitivity Analysis

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The sensitivity analysis presented above may not be representative of the actual change in the Defined Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the Defined Benefit Obligation been calculated using the projected unit credit method at the end of the report ing period, which is the method as applied in calculating the Defined Benefit Obligation as recognised in the balance sheet. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior period.

Asset Liability Matching Strategy

As mentioned in (i) (i.e.the Funded Status of the Plan) , the Gratuity benefit liabilities of the Company are funded.

There are no minimum funding requirements for a Gratuity Benefits plan and there is no compulsion on the part of the Company to fully or partially pre-fund the liabilities under the Plan.

The trustees of the plan have outsourced the investment management of the fund to an insurance company. The insurance company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it may not be possible to explicitly follow an asset-liability matching strategy to manage risk actively in a conventional fund.

(i) Gratuity

Changes in the present value of the defined benefit obligation in respect of Gratuity (funded)

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Defined Benefit Obligation at beginning of the year	223.02	193.44
Current Service Cost	32.15	39.76
Interest Cost	12.68	11.59
Actuarial (Gain) / Loss	(13.68)	(20.79)
Benefits paid from fund	(9.14)	-
Benefits paid by Company	(1.91)	(0.98)
Defined Benefit Obligation at year end	243.12	223.02

Changes in the fair value of plan assets

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Fair value of plan assets as at the beginning of the year	29.24	27.53
Expected return on plan assets	0.07	0.74
Interest Income	1.04	0.97
Benefits paid	(9.14)	-
Fair value of plan assets as at the end of the year	21.21	29.24

Reconciliation of present value of defined benefit obligation and fair value of assets

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Present value obligation as at the end of the year	243.11	223.02
Fair value of plan assets as at the end of the year	(21.21)	(29.24)

Expenses recognized in Profit and Loss Account

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Current service cost	32.15	39.76
Interest cost	11.64	10.63
Total expense recognised in Profit and Loss	43.79	50.39

Amount recognized in Other Comprehensive Income

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Change in Financial Assumption	(0.27)	2.98
Due to Experience Adjustments	(13.41)	(23.77)
Return on planned assets excluding amounts included in interest income	(0.07)	(0.74)
Total amount recognized in Other Comprehensive Income	(13.75)	(21.53)

EXXARO TILES LIMITED**Notes forming part of the Standalone Financial Statements****Actuarial assumptions**

Particulars	As at 31 March 2026	As at 31 March 2025
Discount Rate	6.60%	6.55%
Expected Rate of increase in Compensation Level	7.00%	8.00%
Mortality Rate	Indian Assured Lives Mortality (2006-08) Table	Indian Assured Lives Mortality (2006-08) Table
Withdrawal Rate	45% at younger age reducing to 10% at elder age	45% at younger age reducing to 10% at elder age

Sensitivity Analysis

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Discount Rate (+0.50%)	240.37	220.52
Discount Rate (-0.50%)	245.96	225.59
Salary Growth Rate (+0.50%)	245.77	225.48
Salary Growth Rate (-0.50%)	240.58	220.56
Withdrawal / Attrition Rate (+20%)	239.38	219.48
Withdrawal / Attrition Rate (-20%)	247.55	227.27

Expected Cash Flows	As at 31 March 2026	As at 31 March 2025
Year 1	106.40	102.40
Year 2	45.49	32.17
Year 3	28.99	35.43
Year 4	23.79	21.09
Year 5	19.50	16.44
Year 6 to 10	48.03	41.65
Total Expected benefit payments	272.20	249.18

General Description of the Plan

The Entity operates gratuity plan through a trust wherein every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement, whichever is earlier. The benefit vests after five years of continuous service. In case of some employees, the Entity's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972.

42 Auditors' Remuneration

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Payments to auditor as		
- Auditor	4.50	4.50
- for taxation matters	0.50	0.50
Total	5.00	5.00

EXXARO TILES LIMITED**Notes forming part of the Standalone Financial Statements****43 Contingent Liabilities**

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Claims against the Company not acknowledged as debt		
- Income tax demands	768.28	768.28
- Indirect tax demands	6,459.77	6,405.90
Bank Guarantee issued by Bank	1,038.03	969.58
Letter of credit issued by Bank	156.32	156.32
EPCG Obligation	3,970.53	7,330.28
Total	12,392.93	15,630.36

44 Commitments

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Capital Commitments	1,615.97	30.00
Total	1,615.97	30.00

45 Leases**Breakup of Lease Liability**

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	2.49	-
Non current lease liabilities	294.53	-
Total	297.01	-

The movement in Lease Liability is as follows:

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Addition during the year	304.60	-
Finance cost accrued	15.92	-
Payment of lease liabilities	(23.50)	-
Total	297.01	-

46 Segment Reporting**Business Segment**

The Company has only one business segment Viz : "Manufacturing and Trading of refractory ceramic products (Vitrified Tiles)" as determined by the chief operating decision maker.

Additional Information by Geographies

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Revenue by Geographical Market		
In India	27,904.31	29,296.12
Outside India	277.97	667.30
Total	28,182.28	29,963.42
Carrying Amount of Segment Assets		
In India	18,664.09	19,134.85
Total	18,664.09	19,134.85
Addition to Property, Plant and Equipment		
In India	921.13	715.16
Total	921.13	715.16

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

47 Related Party Disclosure

(i) List of Related Parties

Exxaro Ceramic Limited
Kiran Bhikhalal Patel
Mukesh Babubhai Patel
Dineshbhai Ramanbhai Patel
Kamal Dave
Darsha Kikani
Gordhanbhai Bhagvanbhai Patel
Chetanaben Mukeshbhai Patel
Dharmendrabhai Dineshbhai Patel
Dimpalben Dineshbhai Patel
Jigarbhai Bhikhabhai Patel
Jignaben Dharmendrabhai Patel
Pal Mukeshkumar Patel
Rakeshbhai Shivabhai Patel
Ramanbhai Virabhai Patel
Reviben Ramanbhai Patel
Rinkuben Kiranbhai Patel
Shushilaben Rameshbhai Patel
Vasantbhai Ramanbhai Patel
Rameshbhai Shivabhai Patel
Harsh Rameshbhai Patel
Jigneshkumar B Patel (appointed W.e.f 18/11/2025)
Himanshu Shah (resigned W.e.f 06/09/2025)
Miten Majmudar (appointed W.e.f 18/11/2025)
Paras Shah (resigned W.e.f 22/07/2024)
Khyati Shah (resigned W.e.f 08/02/2025)
Dharmishta Shah (appointed W.e.f 08/02/2025)

Relationship

Wholly owned subsidiary
Whole-time Director
Managing Director
Whole-time Director
Independent Director
Independent Director
Independent Director
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Chief Financial Officer.
Chief Financial Officer
Independent Director
Company Secretary
Company Secretary
Company Secretary

(ii) Related Party Transactions

Rs. in Lacs

Particulars	Relationship	For Year ended 31 March 2026	For Year ended 31 March 2025
Interest Income			
- Exxaro Ceramic Limited	Wholly owned subsidiary	0.12	7.25
Sales			
- Exxaro Ceramic Limited	Wholly owned subsidiary	434.69	657.50
Remuneration to Key Managerial Personnel			
- Kiran Bhikhalal Patel	Whole-time Director	29.78	29.78
- Mukesh Babubhai Patel	Managing Director	32.78	32.78
- Dineshbhai Ramanbhai Patel	Whole-time Director	29.78	29.78
- Paras Shah	Company Secretary	-	4.71
- Himanshu Shah	Chief Financial Officer	15.60	28.34
- Dharmishta Shah	Company Secretary	2.42	0.35
- Khyati Shah	Company Secretary	-	1.07
- Rameshbhai Shivabhai Patel	Relatives Of Key Managerial Personnel	17.91	12.91
- Jigneshkumar B Patel	Chief Financial Officer	6.80	-
Director Sitting fees			
- Kamal Dave	Independent Director	0.27	0.50
- Darsha Kikani	Independent Director	0.27	0.50
Salary to Relatives of KMP's			
- Pal Mukeshkumar Patel	Relatives Of Key Managerial Personnel	6.00	4.23
- Dharmendrabhai Dineshbhai Patel	Relatives Of Key Managerial Personnel	5.78	5.78
- Jigarbhai Bhikhabhai Patel	Relatives Of Key Managerial Personnel	12.91	12.91
- Rakeshbhai Shivabhai Patel	Relatives Of Key Managerial Personnel	6.00	6.00
- Harsh Rameshbhai Patel	Relatives Of Key Managerial Personnel	4.75	3.00
- Vasantbhai Ramanbhai Patel	Relatives Of Key Managerial Personnel	6.00	6.00
Loan granted			
- Exxaro Ceramic Limited	Wholly owned subsidiary	-	4.47
Loan Received Back			
- Exxaro Ceramic Limited	Wholly owned subsidiary	61.93	35.00
Continue from the Next page			

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

Particulars	Relationship	As at	As at
Continued from last page			
Loan accepted			
- Kiran Bhikhalal Patel	Whole-time Director	21.90	-
- Mukesh Babubhai Patel	Managing Director	424.19	-
- Exxaro Ceramic Limited	Wholly owned subsidiary	347.80	-
Loan repaid			
- Mukesh Babubhai Patel	Managing Director	22.13	-
- Exxaro Ceramic Limited	Wholly owned subsidiary	46.00	-
Interest Paid			
- Exxaro Ceramic Limited	Wholly owned subsidiary	24.06	-
service rendered			
- Exxaro Ceramic Limited	Wholly owned subsidiary	148.29	-

(iii) Related Party Balances

Rs. in Lacs

Particulars	Relationship	As at 31 March 2026	As at 31 March 2025
Loans to subsidiary			
- Exxaro Ceramic Limited	Wholly owned subsidiary	-	61.93
Trade Receivable			
- Exxaro Ceramic Limited	Wholly owned subsidiary	157.90	9.83
Loans to Key Managerial Person			
- Kiran Bhikhalal Patel	Whole-time Director	21.90	-
- Mukesh Babubhai Patel	Managing Director	402.06	-
Loans from intercorporate bodies			
- Exxaro Ceramic Limited	Wholly owned subsidiary	301.80	-

There are no provisions for doubtful debts or amounts written off or written back in respect of debts due to or due from related parties.

Related party relationship is as identified by the Company on the basis of information available with them and relied upon by the Auditors.

48 Financial Instrument

Financial Risk Management - Objectives and Policies

The Company's business activities are exposed to a variety of financial risks, viz liquidity risk, market risk and credit risk. The Management of the Company has the overall responsibility for establishing and governing the Company's risk policy framework. The risk management policies are formulated after the identification and analysis of the risks and suitable risk limits and controls are set which are monitored & reviewed periodically. The changes in the market conditions and allied areas are accordingly reflected in the changes of the policy. The key risks and mitigating actions are placed before the Audit Committee of the Company who then evaluate and take the necessary corrective action. The sources of risk, which the Company is exposed to and how the Company manages these risks with their impact on the Financial Statements is given below:

The Company has exposure to the following risks arising from financial instruments; as described below:

- Market Risk
- credit Risk
- Liquidity Risk
- Foreign Exchange Risk

A. Financial Assets and Liabilities

Rs. in Lacs

Particulars	As at 31 March 2026			As at 31 March 2025		
	Amortised Cost	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI
Assets Measured at						
Investment in equity instruments	13.66	-	-	1.00	-	-
Trade receivables	9,026.01	-	-	10,979.50	-	-
Cash and cash equivalent	121.90	-	-	10.75	-	-
Other bank balances	400.38	-	-	296.83	-	-
Loans	2.80	-	-	64.73	-	-
Bank deposits with more than 12 months maturity	37.25	-	-	37.25	-	-
Security deposit	133.77	-	-	111.13	-	-
Total	9,735.77	-	-	11,501.19	-	-
Liabilities Measured at						
Borrowings	9,098.99	-	-	1,375.01	-	-
Trade payables	7,900.34	-	-	9,625.81	-	-
Lease liabilities	297.01	-	-	-	-	-
Other financial liabilities	497.75	-	-	516.91	-	-
Total	17,794.09	-	-	11,517.73	-	-

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

Fair Value Hierarchy

Fair value is the amount for which an asset could be exchanged, or a liability settled between knowledgeable willing parties in an arm's length transaction. The Company has made certain judgements and estimates in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company as classified the financial instruments into three levels prescribed under the accounting standard. An explanation of each level is as follows:

Level 1: Level 1 of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: Level 2 hierarchy includes financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates.

Level 3: If one or more of the significant inputs is not based on the observable market data, the instrument is included in Level 3 hierarchy.

Specific valuation techniques used to value financial instruments include the use of quoted market prices for mutual funds and the fair value of the remaining financial instruments is determined using discounted cash flow analysis or such other acceptable valuation methodology, wherever applicable. There are no items in the financial instruments, which required level 3 valuation.

B. Market Risk

The Company's size and operations result in it being exposed to the following market risks that arise from its use of financial instruments:

- Currency risk; and
- Interest rate risk

The above risks may affect the Company's income and expenses, or the value of its financial instruments.

(a) Interest Rate Risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing financial assets or borrowings because of fluctuations in the interest rates, if such assets / borrowings are measured at fair value through profit or loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing borrowings will fluctuate because of fluctuations in the interest rates.

(i) Exposure to Interest Rate Risk

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Borrowing bearing variable rate of interest	9,098.99	9,003.52
Total	9,098.99	9,003.52

(ii) Sensitivity Analysis

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Interest Rate - Increase by 100 basis points	(122.93)	(124.76)
Interest Rate - Decrease by 100 basis points	122.93	124.76

(b) Foreign Currency Risk

The Company is subject to the risk that changes in foreign currency values impact the Company's exports revenue and imports of raw material. The risk exposure is with respect to various currencies viz. USD. The risk is measured through monitoring the net exposure to various foreign currencies and the same is minimized to the extent possible.

(i) Exposure to Foreign Currency Risk

Particulars	Foreign Currency	Current year FC	Current year Amount in Rs.	Previous year FC	Previous year Amount in Rs.
Net Unhedged Assets	USD	2.66	252.24	4.02	343.64
Total		2.66	252.24	4.02	343.64

(ii) Sensitivity Analysis

The sensitivity of profit and loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments. As the Company's exposure to foreign currency is insignificant, the overall exposure of foreign currency risk is not significant to the operations of the Company.

EXXARO TILES LIMITED**Notes forming part of the Standalone Financial Statements**

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
INR/USD - Increase by 5%	12.61	17.18
INR/USD - Decrease by 5%	(12.61)	(17.18)

Other Price Risk

Rs. in Lacs

C. Credit Risk

Credit risk is the risk of financial loss to the Company if the counterparty fails to meet its contractual obligations. The Company is exposed to credit risk from its operating activities (primarily trade receivables). However, the credit risk on account of financing activities, i.e., balances with banks is very low, since the Company holds all the balances with approved bankers only.

(iii) Trade Receivable

Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the customers outstanding balances to which the Company grants credit terms in the normal course of business. Concentration of credit risk with respect to trade receivables are limited, as the Company's customer base is large, reputed and having good credit credential as well as that they are long standing customers. All trade receivables are reviewed and assessed for default on a quarterly basis. Historical experience of collecting receivables of the Company is supported by low level of past default and hence the credit risk is perceived to be low.

(iv) Expected Credit Losses:

Particulars	Expected Loss Rate
<90 days	0.00%
90 to 120 days	0.00%
120 to 180 days	0.00%
180 to 365 days	5.00%
1 year to 2 year	5.00%
2 year to 3 year	5.00%
3 Year >	5.00%
Others 1	

D. Liquidity Risk

Liquidity risk is the risk the Company faces in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, Management considers both normal and stressed conditions.

Maturities of Financial Liabilities

The below table analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities. The amounts disclosed in the table are contractual undiscounted cash flows, balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Maturity Table for Financial Liabilities**For Current Year**

Rs. in Lacs

Particulars	Less than 1 year	1- 2 Years	2-3 Years	More than 3 Years	Total
Borrowings	7,058.00	800.48	173.95	1,066.56	9,098.99
Trade Payables	7,900.34	-	-	-	7,900.34
Other Financial Liabilities	428.06	-	69.69	-	497.75
Total	15,386.40	800.48	243.65	1,066.56	17,497.08

For Previous Year

Rs. in Lacs

Particulars	Less than 1 year	1- 2 Years	2-3 Years	More than 3 Years	Total
Borrowings	7,628.51	750.00	625.01	-	9,003.52
Trade Payables	9,625.81	-	-	-	9,625.81
Other Financial Liabilities	461.72	-	55.19	-	516.91
Total	17,716.05	750.00	680.20	-	19,146.25

E. Capital Management

The Company policy is to have robust financial base so as to maintain outsider's confidence and to sustain future development of the business. Management monitors the return on capital, as well as level of dividends to equity shareholders. The company monitors capital using a ratio of "adjusted net debt" to "equity". For this purpose, adjusted net debt is defined as total liability, comprising interest-bearing loans and borrowing, less cash and cash equivalents. Total Equity includes the share capital, other equity.

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Total Borrowings	9,098.99	9,003.52
Less: Cash and cash equivalents	121.90	10.75
Net Debts (A)	8,977.09	8,992.78
Total Equity (B)	27,838.46	27,617.71
Capital Gearing Ratio (A/B)	0.32	0.33

49 Loans and Advances given to Related Parties

Rs. in Lacs

Type of Borrower	As at 31 March 2026		As at 31 March 2025	
	Amount outstanding	% of Total	Amount outstanding	% of Total
Related Parties	-	0.00%	61.93	100.00%
Total	-	0.00%	61.93	100.00%

50 Title deeds of Immovable Property not held in name of the Company

Relevant line item in the Balance Sheet	Description of item of Property	Gross Carrying Value Current Year	Gross Carrying Value Previous Year	Title deeds held in the name of	Title Holder	Property held since which date	Reason for not held in the name of the Company

-The Company does not hold any immovable property for which the title deeds are not in the name of the Company. Accordingly, the disclosure requirements relating to title deeds of immovable properties not held in the name of the Company, as prescribed under Schedule III to the Companies Act, 2013, are not applicable.

-Where the company is lessee, the lease agreements are duly executed in favour of the Company.

50 Security of Current Assets Against Borrowings

The Company is having borrowings from banks or financial institutions against which security of current assets is given. Quarterly returns and statements of current assets filed by the Company with banks and financial institutions are generally in agreement with the books of accounts. There are no material discrepancies found.

Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account

Rs. in Lacs

Particulars	Jun, 2025	Sept, 2025	Dec, 2025	Mar, 2026
Current Assets as per Quarterly Return filed with Bank	16,904.69	16,296.53	16,483.85	15,726.64
Add:				
Note 1	0.97	3.34	-	1.52
Less:				
Note 1	-	-	6.79	-
Current Assets as per Books of Account	16,905.66	16,299.87	16,477.06	15,728.16

Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account

Rs. in Lacs

Particulars	Jun, 2025	Sept, 2025	Dec, 2025	Mar, 2026
Trade Receivable as per Quarterly Return filed with Bank	11,097.38	10,305.90	10,054.21	9,146.66
Less:				
Note 2	0.20	-	0.07	7.80
Current Assets as per Books of Account	11,097.18	10,305.90	10,054.14	9,138.86

Note 1: Minor variances between the inventory figures submitted to the bank and the books of account are attributable to quarter end cut-off adjustments and timing differences in stock confirmations.

Note 2: Minor differences in trade receivables between the bank submissions and the financial statements are due to timing differences in the realization of collections and subsequent account reconciliations.

51 Details of Benami Property held

The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

52 Wilful Defaulter

The Company has not been declared as a wilful defaulter by any bank or financial institution, in accordance with the guidance on wilful defaulters issued by Reserve Bank of India.

53 Registration of Charge

The Company does not have any charges or satisfaction of charges pending registration with the Registrar of Companies beyond the statutory period as at March 31, 2026.

54 Compliance with number of layers of companies

The Company has complied with the number of layers of Companies as prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

55 Ratio Analysis

Particulars	Numerator/Denominator	As at 31 March 2026	As at 31 March 2025	Change in %	Reasons
(a) Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.75	1.58	10.60%	
(b) Debt-Equity Ratio	$\frac{\text{Total Debts}}{\text{Equity}}$	0.33	0.33	0.26%	
(c) Debt Service Coverage Ratio	$\frac{\text{Earning available for Debt Service}}{\text{Interest + Installments}}$	1.27	1.15	10.36%	
(d) Return on Equity Ratio	$\frac{\text{Profit after Tax}}{\text{Average Shareholder's Equity}}$	0.76%	-0.28%	-368.29%	Note 1
(e) Inventory turnover ratio	$\frac{\text{Cost of Goods Sold}}{\text{Average Inventories}}$	1.37	1.46	-5.96%	
(f) Trade receivables turnover ratio	$\frac{\text{Revenue from operation}}{\text{Average Trade Receivable}}$	2.82	2.65	6.47%	
(g) Trade payables turnover ratio	$\frac{\text{Total Purchases}}{\text{Average Trade Payable}}$	2.42	2.58	-5.93%	
(h) Net capital turnover ratio	$\frac{\text{Total Turnover}}{\text{Average Working Capital}}$	2.47	2.75	-10.27%	
(i) Net profit ratio	$\frac{\text{Net Profit}}{\text{Total Turnover}}$	0.75%	-0.26%	-386.06%	Note 2
(j) Return on Capital employed	$\frac{\text{Earning before interest and tax}}{\text{Average Capital Employed}}$	3.98%	3.38%	17.71%	
(k) Return on investment	$\frac{\text{Return on Investment}}{\text{Total Investment}}$	0.00%	-6.41%	-100.00%	

Reasons for Variances

Note 1: The variance of -368.29% is primarily due to a turnaround in operations, resulting in a Profit After Tax of ₹210.58 lakhs in the current year compared to a Net Loss of ₹78.26 lakhs in the previous year. The transition from a negative base to positive earnings mathematically leads to an outsized percentage change while Average Shareholder's Equity remained stable.

Note 2: The significant variance of -386.06% in the Net profit ratio is primarily due to the company turning profitable during the year, recording a Net Profit of ₹210.58 lakhs compared to a Net Loss of ₹78.26 lakhs in the previous year. This transition from a negative base to positive earnings mathematically creates a disproportionately large percentage change, even alongside a slight decline in Revenue from operations to ₹28,182.28 lakhs (down from ₹29,963.42 lakhs in the previous year).

56 Disclosure where company has given loan or invested to other person or entity to lend or invest in another person or entity

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person/s or entity/ies including foreign entity/ies ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries shall lend or invest in party ("Ultimate Beneficiaries") identified by or on behalf of the Company.

57 Disclosure where company has received fund from other person or entity to lend or invest in other person or entity

The Company has not received any fund from any party(s) ("Funding Party/ies"), 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 by or on behalf of the Company ("Ultimate Beneficiary") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiary.

EXXARO TILES LIMITED

Notes forming part of the Standalone Financial Statements

58 Undisclosed Income

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

59 CSR Expenditure

Particulars	Rs. in Lacs	
	For Year ended 31 March 2026	For Year ended 31 March 2025
Amount required to be spent by the company during the year	9.50	22.50
Amount of expenditure incurred	10.00	22.50

Nature of CSR activities

The CSR activities aim to empower women throughout India, with a special focus on supporting underprivileged children, girls, and women in rural areas.

60 Details of Crypto Currency

Rs. in Lacs

During the year, the Company has not traded or invested in any Crypto Currency or Virtual Currency. Accordingly, the disclosure requirements under Schedule III to the Companies Act, 2013 relating to Crypto Currency or Virtual Currency are not applicable.

61 Subsequent Events

There are no reportable subsequent Events, there are report here.

62 Regrouping

Figures of previous year are regrouped and/or rearranged wherever necessary for comparability purpose , including those as required in consonance with the current reporting period.

For & on Behalf of
H. B. Kalaria & Associates
Chartered Accountants
FRN: 104571W

For and on behalf of Board of Directors,
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)

Mukesh Patel
Managing Director
01944968

Kiran Patel
Wholetime Director
01918094

Hasmukh B Kalaria
Partner
Membership No: 042002
UDIN: 26042002XIZXWR6262
Place: Rajkot
Date: 05-May-2026

Jigneshbhai Patel
Chief Financial Officer
PAN:BVAPP8364C

Place: Ahmedabad
Date: 05-May-2026

Dharmishtha Shah
Company Secretary
PAN:APYPN9417P

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

1. Background

Exxaro Tiles Limited ('the Company') incorporated in India is a manufacturer and trader of vitrified tiles. The Company has a wide network of operations in local as well foreign markets.

2. Significant Accounting Policies followed by the Company

A. Basis of preparation

(i) Compliance with Ind AS

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

(ii) Historical cost convention

The Ind AS financial statements have been prepared on an accrual basis under historical cost convention basis, except for the following:

- 1) certain financial assets and liabilities that are measured at fair value;
- 2) assets held for sale - measured at lower of carrying amount or fair value less cost to sell;
- 3) defined benefit plans - plan assets measured at fair value;

(iii) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

(iv) 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.

B. Use of estimates and judgments

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

C. Segment reporting:

Geographical segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

D. Foreign currency translation

(i) Functional and presentation currency

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency. The Company determines its own functional currency (the currency of the primary economic environment in which the Company operates) and items included in the financial statements of the Company are measured using that functional currency.

(ii) Transactions and balances

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Monetary assets and liabilities denominated in foreign currencies are retranslated into the Company's functional currency of the entity at the rates prevailing on the reporting date. Non monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at reporting date exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit and Loss.

E. Revenue recognition

Revenue is recognised in accordance with Ind AS 115 – Revenue from Contracts with Customers when control of goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for such goods or services.

Sale of goods

Revenue from sale of goods is recognised when control of the goods is transferred to the customer, which is generally on dispatch or delivery, depending on the terms of the contract. Revenue is measured net of returns, rebates, discounts, incentives and goods and services tax, wherever applicable.

Other operating revenue

Interest on investments and deposits is booked on a time-proportion basis taking into account the amounts invested and the rate of interest.

Revenue in respect of other types of income is recognised when no significant uncertainty exists regarding realisation of such income.

F. Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity respectively

Minimum Alternate Tax credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

G. Impairment of non-financial assets

Property, plant and equipments (PPE) and Intangible assets (IA) that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

H. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

I. Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for impairment, if any.

J. Inventories

Inventories of raw materials, work-in-progress, stores and spares, finished goods and stock-in-trade are stated at cost or net realisable value, whichever is lower. Goods-in-transit are stated 'at cost'. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. A cost formula used is 'First-in-First-out'. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

K. Investments and other financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- (1) those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- (2) those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and Loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments into following categories:

- (1) **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.
- (2) **Fair value through profit and loss:** Assets that do not meet the criteria for amortised cost are measured at fair value through Profit and Loss. Interest income from these financial assets is included in other income.

Equity instruments:

The Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income (Currently no such choice made), there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of Profit and Loss.

(iii) Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Company is creating expected credit loss provision @ 5% on debtors having outstanding for more than 6 months from the date of transaction.

(iv) Income recognition**Interest income**

Interest income from debt instruments is recognised using the effective interest rate method.

Dividends

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established.

L. Property, plant and equipment

Property, plant and equipment are measured at cost/deemed cost, less accumulated depreciation and impairment losses, if any. Cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated attributable costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipments is provided on Straight-line basis, over the estimated useful lives of assets. The Company depreciates its Property, plant and equipment over the useful life in the manner prescribed in Schedule II to the Act, and management believe that useful life of assets are same as those prescribed in Schedule II to the Act.

The following tangible asset classes have a useful life different from the useful life stated in Schedule II of the Companies Act, 2013:

Tangible Asset	Useful life as per Schedule II The Companies Act, 2013	Useful life Adopted*
Plant & Machinery	5-15 Year	25 Year
Buildings	10-60 Year	30 Year
Furniture and Fixtures	2-10 Year	10 Year
Vehicles	5-8 Year	8 Year
Computer	2-5 Year	3 Year
Office Equipments	2-5 Year	5 year

*Based on future projections and as per Chartered Engineer Certificate dated 01.12.2023, the Company has estimated the economic life of these assets as stated above and accordingly these assets have been depreciated.

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

In case of pre-owned assets, the useful life is estimated on a case to case basis.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

M. Right-of-use Assets

The Company recognises right-of-use assets in respect of lease arrangements in accordance with Ind AS 116 – Leases, where the Company acts as a lessee, except for short-term leases and leases of low-value assets, if any, for which lease payments are recognised as an expense on a straight-line basis over the lease term.

Right-of-use assets are initially measured at cost, comprising the initial measurement of lease liability, lease payments made at or before the commencement date, initial direct costs and estimated restoration costs, if any, less lease incentives received. Subsequently, right-of-use assets are measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Right-of-use assets are depreciated over the shorter of the lease term and the useful life of the underlying asset. The corresponding lease liability is measured separately in accordance with Ind AS 116.

N. Investment properties

Investment property is property (land or a building or part of a building or both) held either to earn rental income or for capital appreciation or for both, but neither for sale in the ordinary course of business nor used in production or supply of goods or services or for administrative purposes. Investment properties are stated at cost net of accumulated depreciation and accumulated impairment losses, if any.

Any gain or loss on disposal of investment property calculated as the difference between the net proceeds from disposal and the carrying amount of the Investment Property is recognised in Statement of Profit and Loss.

O. Intangible assets

Identifiable intangible assets are recognised when the Company controls the asset, it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured. Intangible assets are stated at cost less accumulated amortization and impairments. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Computer software

Computer software is stated at cost, less accumulated amortisation and impairments, if any.

Amortisation method and useful life

The Company amortizes computer software using the straight-line method over the period of 3 years.

P. Borrowings

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income.

Q. Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.. Other interest and borrowing costs are charged to Statement of Profit and Loss.

R. Provisions and contingent liabilities

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The expenses relating to a provision is presented in the Statement of Profit and Loss net of reimbursements, if any. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities are possible obligations whose existence will only be confirmed by future events not wholly within the control of the Company, or present obligations where it is not probable that an outflow of resources will be required or the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of economic resources is considered remote.

Contingent liabilities and capital commitments disclosed are in respect of items which in each case are above the threshold limit.

S. Employee benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the

reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the Government Securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund.

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined Contribution Plans

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid

contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

T. Earnings Per Share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

(ii) Diluted earnings per share

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

Independent Auditor's Report

To the Members of,

Exxaro Tiles Limited

Report on the Audit of the Consolidated Financial Statements Opinion

We have audited the accompanying consolidated financial statements of **Exxaro Tiles Limited ("the Parent")**, and its subsidiary (the parent and its subsidiary together referred to as "the Group") which comprises the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Cash Flows, and Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information. (Hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no other key audit matters to communicate in our report except as stated in Emphasis of Matter below.

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

The Parent'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, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statement by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities 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 their entity or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. 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 Group'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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial

statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiary included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

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

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors 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 and the operating effectiveness of such controls, refer to our separate Report in “**Annexure A**” which is based on the auditors’ reports of the Parent and subsidiary company, incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.
- g. 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, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and 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 consolidated financial statements. Refer Note 37 to the consolidated financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv.
 - 1. The respective Management of the Company and its subsidiary have 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 or its subsidiary 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 or of such subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - 2. The respective Management of the Company and its subsidiary have 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 or of such subsidiary from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company of such subsidiary 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;

3. 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 (1) and (2) above, contain any material misstatement.
- v. The Company or of such subsidiary has not paid any dividends during the year and hence, the provisions of Section 123 of the Act are not applicable to the Company.
- vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023.

Based on our examination which included test checks, the holding Company and its subsidiary Company have used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For, **HB Kalaria and Associates**
Firm Reg. No. 104571W
Chartered Accountants

(Hasmukh Kalaria)

Partner
Mem. No. 042002
UDIN: 26042002SDTGJO6181

Place: Rajkot
Date:

Annexure A

Referred to in point f. of the section Report on Other Legal and Regulatory Requirements of the Independent Auditors' Report of even date to the members of Exxaro Tiles Limited on the consolidated financial statements for the year ended March 31, 2026

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2026, we have audited the internal financial controls over the financial reporting of **Exxaro Tiles Limited** ("the Company") and its subsidiary as of that date.

Management's Responsibility for Internal Financial Controls

The respective Boards of Directors of the Company and its subsidiary company are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with the 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 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 assessed risk. The procedures selected depend

on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company and its subsidiary company.

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 consolidated 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 consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on consolidated 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 control over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company and its subsidiary have, 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 internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For, **HB Kalaria and Associates**

Firm Reg. No. 104571W

Chartered Accountants

(Hasmukh Kalaria)

Partner

Mem. No. 042002

UDIN: 26042002SDTGJO6181

Place: Rajkot

Date:

EXXARO TILES LIMITED**L26914GJ2008PLC052518****Registered office: Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav, Taluka: Talod, Sabar Kantha, Gujarat - 383305****Consolidated Balance Sheet as at 31-03-2026**

Rs. in Lacs

Particulars	Note No	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
Property, Plant and Equipment	3	18,686.70	19,157.45
Right of Use Assets	4	299.53	-
Capital work in progress		-	-
Investment Property		-	-
Goodwill		-	-
Other Intangible assets	5	-	-
Intangible assets under development		-	-
Financial Assets			
Investments	6	12.66	-
Trade receivables		-	-
Loans		-	-
Other financial assets	7	171.12	148.48
Deferred tax assets, net		-	-
Other non current assets		-	-
Total Non-current Assets		19,170.01	19,305.93
Current assets			
Inventories	8	15,731.21	16,442.73
Financial Assets			
Investments		-	-
Trade receivables	9	10,235.41	11,516.02
Cash and cash equivalents	10	189.60	216.31
Bank balances other than Cash and cash equivalents	11	400.38	259.58
Loans	12	2.80	2.80
Other financial assets		-	-
Other current assets	13	3,074.63	1,346.28
Total Current Assets		29,634.03	29,783.72
Total Assets		48,804.04	49,089.65
EQUITY and LIABILITIES			
Equity Share Capital	14	4,474.11	4,474.11
Other Equity	15	23,496.44	23,203.16
Total Equity		27,970.55	27,677.27
Non-current liabilities			
Financial Liabilities			
Borrowings	16	1,972.97	1,588.01
Lease liabilities	17	294.52	-
Trade Payables			
- total outstanding dues of micro enterprises and small enterprises		-	-
- total outstanding dues of others		-	-
Other financial liabilities	18	69.69	55.19
Provisions	19	190.10	161.63
Deferred tax liabilities net	20	846.92	810.10
Other non current liabilities		-	-
Total Non-current liabilities		3,374.20	2,614.93
Current liabilities			
Financial Liabilities			
Borrowings	21	7,058.00	7,628.51
Lease liabilities	22	2.49	-
Trade Payables	23		
- total outstanding dues of micro enterprises and small enterprises		-	-
- total outstanding dues of others		9,004.47	10,019.74
Other financial liabilities	24	428.06	461.72
Other current liabilities	25	806.32	587.30
Provisions - current	26	77.44	58.18
Current Tax Liabilities, net	27	82.51	42.00
Total Current liabilities		17,459.29	18,797.45
Total liabilities		20,833.49	21,412.38
Total Equity and Liabilities		48,804.04	49,089.65

See accompanying notes to the financial statements

For & on Behalf of
H. B. Kalaria & Associates
Chartered Accountants
FRN: 104571W

For and on behalf of Board of Directors,
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)

Mukesh Patel
Managing Director
01944968

Kiran Patel
Wholetime Director
01918094

Hasmukh B Kalaria**Jigneshbhai Patel****Dharmishtha Shah**

Partner
Membership No: 042002
UDIN: 26042002SDTGJO6181
Place: Rajkot
Date: 05-May-2026

Chief Financial Officer
PAN:BVAPP8364C
Place: Ahmedabad
Date: 05-May-2026

Company Secretary
PAN:APYPN9417P

EXXARO TILES LIMITED**L26914GJ2008PLC052518****Registered office: Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav, Taluka: Talod, Sabar Kantha, Gujarat - Consolidated Profit & Loss for the period ended on 31-03-2026**

Rs. in Lacs

Particulars	Note No	For Year ended 31 March 2026	For Year ended 31 March 2025
Income			
Revenue From Operations	28	30,490.30	30,421.49
Other Income	29	70.74	100.38
Total Income		30,561.04	30,521.87
Expenses			
Cost of materials consumed	30	8,089.15	9,762.99
Purchases of Stock-in-Trade	31	3,583.44	2,692.14
Changes in inventories of finished goods, Stock in Trade and work in progress	32	865.22	-502.69
Employee benefits expense	33	2,734.94	2,781.10
Finance costs	34	1,198.87	1,196.69
Depreciation and amortization expense	35	966.42	951.77
Other expenses	36	12,724.12	13,416.81
Total Expenses		30,162.16	30,298.81
Profit/(loss) before exceptional items and tax (I-II)		398.88	223.06
Exceptional Items		-	50.00
Profit/(loss) before tax (III-IV)		398.88	173.06
Tax expenses	37		
Current tax		25.69	20.03
Deferred tax		90.07	30.11
Prior period tax		-	135.09
Total Tax expense		115.76	185.23
Profit/(loss) after tax for the period (V-VI)		283.12	-12.17
Other Comprehensive Income	38		
OCI that will not be reclassified to P&L		13.75	21.53
OCI Income tax of items that will not be reclassified to P&L		-3.57	-5.60
OCI that will be reclassified to P&L		-	-
OCI Income tax of items that will be reclassified to P&L		-	-
Total Other Comprehensive Income (VIII)		10.18	15.93
Total Comprehensive Income for the period		293.30	3.76
Profit/(loss) after tax for the period (V-VI) attributable to:			
-Owners of the company		283.11	-12.17
-Non-Controlling Interests		-	-
Total Other Comprehensive Income (VIII) attributable to:			
-Owners of the company		10.18	15.93
-Non-Controlling Interests		-	-
Total Comprehensive Income for the period (VII+VIII) attributable to:			
-Owners of the company		293.28	3.76
-Non-Controlling Interests		-	-
Earnings per equity share	39		
Basic		0.06	(0.00)
Diluted		0.06	(0.00)

See accompanying notes to the financial statements

For & on Behalf of
H. B. Kalaria & Associates
Chartered Accountants
FRN: 104571W

For and on behalf of Board of Directors,
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)

Mukesh Patel
Managing Director
01944968

Kiran Patel
Wholtime Director
01918094

Hasmukh B Kalaria
Partner
Membership No: 042002
UDIN: 26042002SDTGJO6181
Place: Rajkot
Date: 05-May-2026

Jigneshbhai Patel
Chief Financial Officer
PAN: BVAPP8364C
Place: Ahmedabad
Date: 05-May-2026

Dharmishtha Shah
Company Secretary
PAN: APYPN9417P

EXXARO TILES LIMITED
L26914GJ2008PLC052518
 Registered office: Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav, Taluka: Talod, Sabar Kantha, Gujarat - 383305

Statement of change in Equity for the year ended on 31-03-2026

A. Equity Share Capital

Current reporting period		Rs. in Lacs
Particulars		Amount
As at 1 April 2025		4,474.11
Changes in Equity Share Capital during the year		-
As at 31 March 2026		4,474.11

Previous reporting period		Rs. in Lacs
Particulars		Amount
As at 1 April 2024		4,474.11
Changes in Equity Share Capital during the year		-
As at 31 March 2025		4,474.11

B. Other Equity

Current reporting period						Rs. in Lacs
Particulars	Reserves & Surplus			Other Comprehensive	Total	
	Capital Redemption Reserve	Securities premium	Retained Earnings	Other items of OCI		
Balance as at 1 April 2025	281.25	14,269.39	8,580.27	72.25	23,203.16	
Add: Profit/(Loss) during the year	-	-	283.11	-	283.11	
Remeasurement Gain/(Loss) of defined Benefit Plan(net of tax)	-	-	-	10.18	10.18	
Total Comprehensive Income/(Expense)	-	-	283.11	10.18	293.28	
Balance as at 31 March 2026	281.25	14,269.39	8,863.38	82.43	23,496.44	

Other Equity
Previous reporting period

Rs. in Lacs

Particulars	Reserves & Surplus			Other Comprehensive	Total
	Capital Redemption Reserve	Securities premium	Retained Earnings	Other items of OCI	
Balance as at 1 April 2024	281.25	14,269.39	8,592.44	56.32	23,199.40
Net profit/(loss) during the year	-	-	(12.17)	-	(12.17)
Remeasurement Gain/(Loss) of defined Benefit Plan(net of tax)	-	-	-	15.93	15.93
Total Comprehensive Income/(Expense)	-	-	(12.17)	15.93	3.76
Balance as at 31 March 2025	281.25	14,269.39	8,580.27	72.25	23,203.16

For & on Behalf of
H. B. Kalaria & Associates
Chartered Accountants
FRN: 104571W

For and on behalf of Board of Directors,
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)

Mukesh Patel
Managing Director
01944968

Kiran Patel
Wholetime Director
01918094

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Company Secretary
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EXXARO TILES LIMITED**L26914GJ2008PLC052518****Registered office: Survey No. 169 & 170, Vavdi Harsol Road, At & Po.: Mahelav, Taluka: Talod, Sabar Kantha, Gujarat - 383305****Consolidated Cash Flow Statement for the period ended on 31-03-2026**

Rs. in Lacs

Particulars	Note No	For Year ended 31 March 2026	For Year ended 31 March 2025
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit Before Tax		398.87	173.07
Adjustments for:			
Depreciation and amortisation		966.42	951.77
(Gain)/Loss on disposal of property, plant and equipment		-0.61	5.71
(Gain)/Loss on disposal of Investments		-	5.95
Provision for Expected Credit Loss		10.75	-4.38
Provision for Income tax		-	-
Bad debts, provision for trade receivables and advances, net		11.71	-
Finance Cost		1,198.87	1,196.69
Interest Income		-36.74	-60.36
Operating profit before working capital changes		2,549.27	2,268.45
Adjustment for (increase) / decrease in operating assets			
Trade receivables		1,258.16	154.38
Other Non-Current Financial Assets		-24.79	-34.43
Inventories		711.52	-932.87
Other Current Asset		-350.32	10.52
Adjustment for (Increase) / decrease in operating liabilities			
Trade payables		-1,026.29	922.05
Other Current Liabilities		-	-
Other financial liabilities		-78.61	73.02
Other Non-current Financial Liabilities		14.50	10.76
Other Liabilities		219.01	-49.56
Provisions		61.49	74.03
Cash generated from operations		3,333.94	2,496.35
Income tax paid (net)		-42.00	-167.20
Net cash generated by operating activities		3,291.94	2,329.15
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of investments carried at amortised cost		-12.66	-
Purchase of property, plant and equipment		-921.13	-715.16
Changes in Creditors for Fixed Assets		44.95	-50.77
Initial Cost of Acquisition of ROU		-1.71	-
Capital Advances		-1,378.04	50.90
Ear marked deposits placed with banks		-140.80	53.07
Proceeds from sale of investments carried at amortised cost		-	99.59
Proceeds from disposal of property, plant and equipment		435.00	26.61
Interest received		36.74	60.36
Net cash (used in) / generated by investing activities		-1,937.65	-475.40
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of lease liabilities		-12.49	-
Proceeds from short term borrowings		-570.52	24.99
Proceeds from long term borrowings		384.96	-553.66
Finance cost		-1,182.95	-1,196.69
Net cash used in financing activities		-1,381.00	-1,725.36
Net increase / (decrease) in cash and cash equivalents		-26.71	128.39
Cash and cash equivalents at the beginning of the year		216.31	87.92
Exchange gain loss on Cash and cash equivalents		-	-
Cash and cash equivalents at the end of the year		189.60	216.31

For & on Behalf of
H. B. Kalaria & Associates
Chartered Accountants
FRN: 104571W

Hasmukh B Kalaria
Partner
UDIN: 26042002SDTGJO6181

For and on behalf of Board of Directors,
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)

Mukesh Patel
Managing Director
01944968

Jigneshbhai Patel
Chief Financial Officer
PAN:BVAPP8364C

Kiran Patel
Wholetime Director
01918094

Dharmishtha Shah
Company Secretary
PAN:APYPN9417P

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

3 Property, Plant and Equipment

Current reporting period

Rs. in Lacs

Particulars	Land	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Computer	Office Equipments	Total
Cost as at 1 April 2025	796.48	3,847.75	26,130.21	281.03	273.70	105.92	84.05	31,519.15
Addition	-	-	896.99	14.41	-	8.98	0.75	921.13
Disposals	-	-	950.51	-	-	-	-	950.51
Cost as at 31 March 2026	796.48	3,847.75	26,076.70	295.44	273.70	114.90	84.80	31,489.77
Accumulated depreciation as at 1 April 2025	-	1,083.95	10,716.53	159.37	245.81	94.13	61.91	12,361.70
Depreciation charge for the year	-	118.84	795.88	24.16	7.06	5.10	6.45	957.50
Reversal on disposal/Adjustments	-	-	516.12	-	-	-	-	516.12
Accumulated depreciation as at 31 March 2026	-	1,202.79	10,996.30	183.53	252.87	99.23	68.36	12,803.08
Net Carrying Amount as at 31 March 2026	796.48	2,644.96	15,080.40	111.91	20.83	15.67	16.45	18,686.70

Previous reporting period

Rs. in Lacs

Particulars	Land	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Computer	Office Equipments	Total
Cost as at 1 April 2024	796.48	3,822.77	25,505.57	276.78	265.83	103.66	83.76	30,854.85
Addition	-	24.98	675.50	4.25	7.88	2.27	0.29	715.16
Disposals/Adjustment	-	-	50.86	-	-	-	-	50.86
Cost as at	796.48	3,847.75	26,130.21	281.03	273.70	105.92	84.05	31,519.15
Accumulated depreciation as at 1 April 2024	-	965.29	9,955.98	134.84	230.38	86.74	55.23	11,428.46
Depreciation charge for the year	-	118.66	779.09	24.52	15.43	7.39	6.68	951.77
Reversal on disposal/Adjustments	-	-	18.53	-	-	-	-	18.53
Accumulated depreciation as at 31 March 2025	-	1,083.95	10,716.53	159.37	245.81	94.13	61.91	12,361.70
Net Carrying Amount as at 31 March 2025	796.48	2,763.80	15,413.68	121.66	27.89	11.80	22.14	19,157.45

-Refer Note No. 43 for disclosure of Capital Commitments for the acquisition of Property, Plant & Equipment.

-The Company has not revalued any Property, Plant and Equipment during The Current year and previous year

-Plant and Machinery have been hypothecated against short term and long term borrowings from Bank, the details relative to which have been described in Note no. 17 and 22

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

4 Right of Use Assets

Rs. in Lacs

Particulars	Land	Building	Total
Cost as at 1 April 2025	-	-	-
Addition	252.03	56.42	308.45
Disposals	-	-	-
Cost as at 31 March 2026	252.03	56.42	308.45
Accumulated ammortisation as at 1 April 2025	-	-	-
Ammortization charge for the year	5.63	3.29	8.92
Reversal on Disposal of assets	-	-	-
Accumulated ammortisation as at 31 March 2026	5.63	3.29	8.92
Net Carrying Amount as at 31 March 2026	246.40	53.13	299.53

Previous Year

Rs. in Lacs

Particulars	Land	Building	Total
Cost as at 1 April 2024	-	-	-
Addition	-	-	-
Disposals	-	-	-
Cost as at 31 March 2025	-	-	-
Accumulated ammortisation as at 1 April 2024	-	-	-
Ammortization charge for the year	-	-	-
Reversal on Disposal of assets	-	-	-
Accumulated ammortisation as at 31 March 2025	-	-	-
Net Carrying Amount as at 31 March 2025	-	-	-

There are no Right of Use assets in the previous year on account of lease agreements signed in the current reporting period.

5 Other Intangible assets

Rs. in Lacs

Particulars	Software
Cost as at 1 April 2025	24.94
Addition	-
Disposals	-
Adjustment	-
Cost as at 31 March 2026	24.94
Accumulated ammortisation as at 1 April 2025	24.94
Ammortization charge for the year	-
Reversal on Disposal of assets	-
Accumulated ammortisation as at 31 March 2026	24.94
Net Carrying Amount as at 31 March 2026	0.00

Previous Year

Rs. in Lacs

Particulars	Software
Cost as at 1 April 2024	24.94
Addition	-
Disposals	-
Adjustment	-
Cost as at 31 March 2025	24.94
Accumulated ammortisation as at 1 April 2024	24.94
Ammortization charge for the year	-
Reversal on Disposal of assets	-
Accumulated ammortisation as at 31 March 2025	24.94
Net Carrying Amount as at 31 March 2025	-

-There are no intangible assets under development so reporting of its ageing schedule.

6 Investments - non current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Investment in others at cost	12.66	-
Total	12.66	-

6.1 Details of Investments

Name of Entity	No of Shares	Current Year	No of Shares	Previous Year
Other Investment				
Investment in other party				
Cosmos Bank, Unquoted				
Equity shares of Rs.100 each fully paid up	12,660	12.66		

Notes forming part of the Consolidated Financial Statements

Rs. in Lacs

The Company has committed to invest 100% of the paid-up share capital in the UAE-registered entity. Following the acquisition, the entity will be recognized as a wholly owned subsidiary of the Company.

Rs. in Lacs

-The deposit with scheduled bank and security deposit with vendors are unsecured and consider good.

Rs. in Lacs

-The inventories have been hypothecated against short term from Bank, the details relating to which have been described in Note no. 16

Rs. in Lacs

Trade Receivables Ageing schedule Rs. in Lacs

[illegible]

EXXARO TILES LIMITED
Notes forming part of the Consolidated Financial Statements

For Previous Year							Rs. in Lacs
Particulars	Undue	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables							
-considered good	-	9,512.19	603.34	339.09	127.75	330.45	10,912.82
-which have significant increase in credit risk	-	-	-	-	-	-	-
-credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables							
-considered good	-	-	-	-	-	-	-
-which have significant increase in credit risk	-	-	25.24	67.37	104.89	509.84	707.35
-credit impaired	-	-	-	-	-	-	-
Sub Total	-	9,512.19	628.59	406.46	232.65	840.29	11,620.17
Unbilled - considered good							-
Unbilled - which have significant increase in credit risk							-
Unbilled - credit impaired							-
Provision for doubtful debts							(104.15)
Total							11,516.02

-The trade receivable have been hypothecated against short term from Bank, the details relative to which have been described in Note no. 16 & 21

-There are no unbilled receivables hence same are not disclosed in the ageing schedules.

10 Cash and cash equivalents			Rs. in Lacs
Particulars	As at 31 March 2026	As at 31 March 2025	
Balances with Banks	177.51	209.55	
Cash on hand	12.09	6.76	
Total	189.60	216.31	

11 Bank balances other than Cash and cash equivalents			Rs. in Lacs
Particulars	As at 31 March 2026	As at 31 March 2025	
Bank deposits with original maturity of 3-12 months	400.38	259.58	
Total	400.38	259.58	

12 Loans - current financial assets			Rs. in Lacs
Particulars	As at 31 March 2026	As at 31 March 2025	
Loans to employees	2.21	2.21	
Loans to others	0.59	0.59	
Total	2.80	2.80	

13 Other current assets			Rs. in Lacs
Particulars	As at 31 March 2026	As at 31 March 2025	
Balances with government authorities	1,066.24	950.84	
Advances to suppliers	261.56	44.34	
Prepaid expenses	20.06	18.24	
Capital Advances	1,420.09	42.06	
Government subsidy receivable	306.68	290.80	
Total	3,074.63	1,346.28	

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

14 Equity Share Capital

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Authorised Share Capital		
500000000 (PY - 500000000) Equity Shares of Rs. 1 each	5,000.00	5,000.00
6000000 (PY - 6000000) Preference Shares of Rs. 10 each	600.00	600.00
Issued, subscribed & fully paid up		
447410700 (PY - 447410700) Equity Shares of Rs. 1 each	4,474.11	4,474.11
Total	4,474.11	4,474.11

-There are no calls unpaid or forfeited shares.

-There shares reserved at the year-end for issue under options and contracts / commitments for the sale of shares/ disinvestment

Reconciliation of Share Capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number of Shares	Amount	Number of Shares	Amount
Opening Balance	44,74,10,700	4,474.11	44,74,10,700	4,474.11
Changes due to prior period error	-	-	-	-
Issued during the year	-	-	-	-
Adjustment	-	-	-	-
Deletion	-	-	-	-
Closing balance	44,74,10,700	4,474.11	44,74,10,700	4,474.11

Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Equity Share holder holding more than 5%

Name of Share Holder	As at 31 March 2026		As at 31 March 2025	
	No of Shares	% of Shareholding	No of Shares	% of Shareholding
Mukeshbhai Babubhai Patel	3,13,59,880.00	7.01%	3,13,59,880.00	7.01%
Kiranbhai Bhikhalal Patel	4,70,20,640.00	10.51%	4,70,20,640.00	10.51%
Dineshbhai Ramanbhai Patel	7,55,33,070.00	16.88%	7,55,33,070.00	16.88%
Dixitkumar Kacharabhai Patel	2,34,09,160.00	5.23%	2,34,09,160.00	5.23%
Rameshbhai Shivabhai Patel	3,12,76,460.00	6.99%	3,12,76,460.00	6.99%

Shares held by promoters at the end of the year

Name of Promotor	Class of Shares Equity/Preference	No. of Shares	% of total shares	% Change during the year
Mukeshbhai Babubhai Patel	Equity Shares	3,13,59,880.00	7.01%	0.00%
Kiranbhai Bhikhalal Patel	Equity Shares	4,70,20,640.00	10.51%	0.00%
Dineshbhai Ramanbhai Patel	Equity Shares	7,55,33,070.00	16.88%	0.00%
Rameshbhai Shivabhai Patel	Equity Shares	3,12,76,460.00	6.99%	0.00%

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

Previous Year

Name of Promotor	Class of Shares Equity/Preference	No of Shares	% of total shares	% Change during the year
Mukeshbhai Babubhai Patel	Equity Shares	3,13,59,880.00	7.01%	0.00%
Kiranbhai Bhikhalal Patel	Equity Shares	4,70,20,640.00	10.51%	0.00%
Dineshbhai Ramanbhai Patel	Equity Shares	7,55,33,070.00	16.88%	0.00%
Rameshbhai Shivabhai Patel	Equity Shares	3,12,76,460.00	6.99%	0.00%

15 Other Equity

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Securities premium	14,269.39	14,269.39
Capital Redemption Reserve	281.25	281.25
Retained earnings	8,863.37	8,580.27
Other items of OCI	82.43	72.25
Total	23,496.44	23,203.16

Movement of Other Equity

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Capital Redemption Reserve		
Opening Balance	281.25	281.25
Add: Transfer from P&L	-	-
(Less): Deletion	-	-
Add/(Less): Adjustment	-	-
Closing Balance	281.25	281.25
Securities premium		
Opening Balance	14,269.39	14,269.39
Add: Issue of Equity Shares	-	-
(Less): Deletion	-	-
Add/(Less): Adjustment	-	-
Closing Balance	14,269.39	14,269.39
Retained Earnings		
Balance at the beginning of the year	8,580.27	8,592.44
Add: Profit/(Loss) during the year	283.11	(12.17)
(Less): Appropriation		
Balance at the end of the year	8,863.38	8,580.27
Other items of OCI		
Opening Balance	72.25	56.32
Remeasurement Gain/(Loss) of defined Benefit Plan(net of tax)	10.18	15.93
(Less): Deletion	-	-
Closing Balance	82.43	72.25
Total	23,496.44	23,203.16

Nature of Reserve & Surplus

Capital Redemption Reserve

The Capital Redemption Reserve represents the nominal value of shares previously redeemed or bought back out of free reserves, as mandated by the Companies Act, 2013. The utilization of this statutory reserve is strictly restricted solely to the issuance of fully paid-up bonus shares to the members of the Company.

Securities premium

This reserve arises on the issue of share capital at a premium in accordance with Section 52 of the Companies Act, 2013. It captures the excess of issue price of equity shares over their nominal value and represents non-distributable equity. The reserve provides a buffer for corporate actions such as bonus issues.

Retained Earnings

Retained Earnings are the net profit that the Company has earned / incurred till date, less any transfer to general reserves, dividends or other distributions paid to shareholders.

Other items of OCI

Other Comprehensive Income includes re-measurement loss / (gain) on defined benefit plans net of taxes.

EXXARO TILES LIMITED**Notes forming part of the Consolidated Financial Statements****16 Borrowings - non current financial liabilities**

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Secured Term loans from Bank	1,293.58	1,375.01
Unsecured Loans from related parties	679.39	213.00
Total	1,972.97	1,588.01

Terms of Repayment

Sr No	Name of Lender	Rs. in Lacs	Details	Security
1	Axis Bank Term Loan	383.33	Tenure: 60 Months	First charge over fixed assets exclusively funded by the bank
2	Axis Bank ECLGS	1,008.34	Repayment: 23 months Interest Rate: 7.85% Tenure: 48 Months	Charge over entire current asset and movable asset of the company
3	Cosmo Bank	750.00	Repayment: 22 months Interest Rate: 8% Tenure: 84 Months(including 6 month moratorium)	Hypothecation charges of Solar Plant & machinery to be purchased exclusively by Cosmo Bank
4	Loan From Directors	423.96	Repayment: 78 months Interest Rate: 9.15% Repayment schedule is not specified	Unsecured loan
5	MUKESHBHAI BABUBHAI PATEL (Exxaro Ceramic Limited)	255.43	Interest Rate: 0% Interest Rate: 10.05% Tenure: 144 Months	Unsecured loan

-For the current maturities of Non-Current Borrowings, refer Note No.21

-The Company has not utilised any borrowings from banks and financial institutions for any purpose other than for which they were sanctioned.

17 Lease liabilities - non current financial liabilities

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Lease Liabilities	294.52	-
Total	294.52	-

18 Other financial liabilities - non current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposits	69.69	55.19
Total	69.69	55.19

19 Provisions - non current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits	190.10	161.63
Total	190.10	161.63

20 Deferred tax liabilities, net

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax liabilities	1,870.68	1,777.03
Less: MAT Credit	(1,023.76)	(966.93)
Total	846.92	810.10

EXXARO TILES LIMITED
Notes forming part of the Consolidated Financial Statements
Significant Components of Deferred Tax Liability

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred Tax Liabilities		
Fixed Assets	2,273.05	2,125.08
ROU	77.88	-
Total DTL	2,350.93	2,125.08
Deferred Tax Assets		
Unabsorbed Depreciation	315.47	270.59
Provision for doubtful debts	29.86	27.08
Provision for gratuity	57.70	50.38
Lease Liability	77.22	-
Total DTA	480.25	348.05
Deferred Tax Liabilities, net	1,870.68	1,777.03

Movement in deferred tax assets/liability
Current reporting period

Rs. in Lacs

Particulars	Opening balance	Recognised to P&L	Recognised to OCI	Closing balance
Deferred Tax Liability				
Fixed Assets	2,125.08	147.97		2,273.05
ROU	-	77.88		77.88
Total DTL	2,125.08	225.85	-	2,350.93
Deferred Tax Assets				
Unabsorbed Depreciation	270.59	44.88		315.47
Provision for doubtful debts	27.08	2.78		29.86
Provision for gratuity	50.38	10.89	(3.58)	57.70
Lease Liability	-	77.22		77.22
	-	-		-
Total DTA	348.05	135.77	(3.58)	480.25
	1,777.03	90.07	3.58	1,870.68

Previous reporting period

Rs. in Lacs

Particulars	Opening balance	Recognised to Statement of P&L	Recognised to OCI	closing balance
Deferred Tax Liability				
Fixed Assets	1,937.98	187.10		2,125.08
ROU	-	-		-
Total DTL	1,937.98	187.10	-	2,125.08
Deferred Tax Assets				
Unabsorbed Depreciation	123.95	146.64		270.59
Provision for doubtful debts	28.22	(1.14)		27.08
Provision for gratuity	43.13	12.84	(5.60)	50.38
Lease Liability	-	-		-
Unrealised/Carried forward losses	-	(1.35)		-
Total DTA	195.31	156.99	(5.60)	348.05
Net	1,742.67	30.11	5.60	1,777.03

21 Borrowings - current financial liabilities

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Secured Current maturities of Long term borrowing	848.10	749.99
Secured Loans repayable on demand from Banks	6,209.90	6,878.52
Total	7,058.00	7,628.51

22 Lease liabilities - current financial liabilities

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Lease Liabilities	2.49	-
Total	2.49	-

EXXARO TILES LIMITED
Notes forming part of the Consolidated Financial Statements
23 Trade Payables - current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of Creditor of other than Micro Enterprise and small enterprise	9,004.47	10,019.74
Total	9,004.47	10,019.74

Trade Payables ageing schedule (Current Year)

Rs. in Lacs

Particulars	Unbilled	Undue	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-	-
(ii) Others	-	-	6,142.99	1,793.00	620.68	447.80	9,004.47
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-	-	-
Total							9,004.47

Trade Payables ageing schedule (Previous Year)

Rs. in Lacs

Particulars	Unbilled	Undue	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	-	-	-	-	-	-	-
Others	-	-	8,304.68	1,227.00	269.12	218.94	10,019.74
Disputed dues- MSME	-	-	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-	-	-
Total							10,019.74

The classification of Micro and Small Enterprise and other than Micro and Small Enterprises is made on the basis of declarations received from vendors

24 Other financial liabilities - current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Capital Creditors	96.70	51.75
Employee Related Liabilities	331.36	409.97
Total	428.06	461.72

25 Other current liabilities

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Advance received from customers	276.90	93.63
Statutory dues payable	529.42	493.67
Total	806.32	587.30

26 Provisions - current

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits	31.81	32.15
Provision for others		
Provision for Expenses	45.48	25.88
Others	0.15	0.15
Total	77.44	58.18

EXXARO TILES LIMITED**Notes forming part of the Consolidated Financial Statements****27 Current Tax Liabilities, net**

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Current Tax Liabilities	56.82	21.97
Provision for Income Tax	25.69	-
-	-	20.03
Total	82.51	42.00

28 Revenue From Operations

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Sale of products		
(a) Domestic Sales	29,920.83	29,495.37
(b) Export Sales	277.97	667.30
Other operating revenues	291.50	258.82
Total	30,490.30	30,421.49

29 Other Income

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Interest income		
Notional interest on Lease Deposit	0.08	-
On Bank Fixed Deposits	20.54	34.42
On Non-Current investments	-	2.50
On Others	16.12	23.44
Profit on sale of property, plant and equipment	0.61	(5.71)
Net gain on sale of investments	-	(5.94)
Net gain on foreign currency translation	29.68	28.11
Duty Drawback	2.87	9.88
MEIS Licence Sales Income	1.73	-
Miscellaneous Income	(1.69)	13.13
Rent Income	0.80	0.55
Total	70.74	100.38

30 Cost of materials consumed

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Raw Material consumed		
Opening stock	4,025.45	3,558.11
Purchases	8,294.96	10,230.32
Less: Closing stock	4,231.25	4,025.45
Total	8,089.15	9,762.99
Total	8,089.15	9,762.99

31 Purchases of Stock-in-Trade

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Stock-in-Trade	3,583.44	-
Trading Purchase	-	2,692.14
Total	3,583.44	2,692.14

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

32 Changes in inventories of finished goods, Stock in Trade and work in progress

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Opening stock		
Finished Goods	10,044.22	9,504.24
WIP	1,542.06	1,579.35
Less: Closing Stock		
Finished Goods	9,244.37	10,044.22
WIP	1,473.63	1,542.06
Consumables	3.05	-
Total	865.22	(502.69)

33 Employee benefits expense

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Salaries and wages	2,663.51	2,683.57
Contribution to provident and other fund	80.16	85.65
Staff welfare expenses	(8.73)	11.88
Total	2,734.94	2,781.10

34 Finance costs

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Interest expenses		
On long term loan from bank	157.29	232.86
On Other Borrowing and/or late payments	85.14	43.42
On short term loan from bank	831.84	850.06
Unwinding of Discount on Lease	15.92	-
Other borrowing costs	108.68	70.35
Total	1,198.87	1,196.69

35 Depreciation and amortization expense

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Depreciation on Property, Plant and Equipments	966.42	951.77
Total	966.42	951.77

36 Other expenses

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Administrative expenses		
Bad debts	11.71	-
CSR Expense	10.00	22.50
Director Sitting Fees	0.60	1.00
Discount expense	69.99	102.56
Donation and Other Subscriptions	-	0.85
Export Expenses	21.12	116.28
Information Technology Expense	13.95	13.02
Insurance expense	(152.42)	43.92
Legal & Professional Fees	86.75	70.75
Office Electricity Expense	10.76	12.60
Office Expense	19.91	19.32
Total continued	92.37	402.80

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

Other expenses		Rs. in Lacs	
Particulars	As at	As at	
Total continued from previous page	92	403	
Payment for Technical Services	0.18	2.64	
Payments to Auditors	5.15	5.15	
Printing and Stationery	4.43	5.15	
Provision for Expected credit loss	10.75	(4.38)	
Rates and Taxes	44.80	99.97	
Registration and Filing Fees	0.32	0.15	
Rent Expense	216.37	226.47	
Repairs to Others	0.27	1.39	
Safety and Security Expense	48.79	50.18	
Telephone and Postage	18.22	17.17	
Transportation and Distribution Expenses	127.80	97.82	
Warranty and Breakage Expenses	237.25	251.84	
Manufacturing Expenses			
Factory and Other Expenses	48.03	38.66	
Power and Fuel Purchase	10,213.87	10,123.44	
Repairs to Machinery	26.30	40.42	
Stores and Spares Consumed	1,258.38	1,426.26	
Selling & Distribution Expenses			
Advertisement and Publicity	63.60	234.79	
Commission to Selling Agents	74.75	149.06	
Loading and Unloading Cost	0.68	3.16	
Travelling and Conveyance	228.60	241.11	
Miscellaneous expenses	3.21	3.56	
Total	12,724.12	13,416.81	

The Insurance Expense is negative due to net off with insurance income received from customers.

37 Tax expenses		Rs. in Lacs	
Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025	
Current tax	25.69	20.03	
Deferred tax	90.07	30.11	
Prior period tax	-	135.09	
Total	115.76	185.23	

38 OCI that will not be reclassified to P&L		Rs. in Lacs	
Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025	
Remeasurements of the defined benefit plans	13.75	21.53	
OCI Income tax of items that will not be reclassified to P&L	(3.57)	(5.60)	
Total	10.18	15.93	

EXXARO TILES LIMITED**Notes forming part of the Consolidated Financial Statements****39 Earning per share**

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Profit attributable to equity shareholders Rs. in Lacs	283	(12)
Weighted average number of Equity Shares	44,74,10,700	44,74,10,700
Earnings per share basic (Rs)	0.06	(0.00)
Earnings per share diluted (Rs)	0.06	(0.00)
Face value per equity share (Rs)	1.00	1.00

40 Defined Benefit Plans**Sensitivity Analysis**

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The sensitivity analysis presented above may not be representative of the actual change in the Defined Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the Defined Benefit Obligation been calculated using the projected unit credit method at the end of the report ing period, which is the smethod as applied in calculating the Defined Benefit Obligation as recognised in the balance sheet. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior

Asset Liability Matching Strate

As mentioned in (i) (i.e.the Funded Status of the Plan) , the Gratuity benefit liabilities of the Company are funded.

There are no minimum funding requirements for a Gratuity Benefits plan and there is no compulsion on the part of the Company to fully or partially pre-fund the liabilities under the Plan.

The trustees of the plan have outsourced the investment management of the fund to an insurance company. The insurance company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it may not be possible to explicitly follow an asset-liability matching strategy to manage risk actively in a conventional fund.

(i) Gratuity**Changes in the present value of the defined benefit obligation in respect of Gratuity (funded)**

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Defined Benefit Obligation at beginning of the year	223.02	193.44
Current Service Cost	32.15	39.76
Interest Cost	12.68	11.59
Actuarial (Gain) / Loss	-13.68	-20.79
Benefits paid from fund	-9.14	-
Benefits paid by Company	-1.91	-0.98
Defined Benefit Obligation at year end	243.12	223.02

Changes in the fair value of plan assets

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Fair value of plan assets as at the beginning of the year	29.24	27.53
Expected return on plan assets	0.07	0.74
Interest Income	1.04	0.97
Benefits paid	-9.14	-
Fair value of plan assets as at the end of the year	21.21	29.24

Reconciliation of present value of defined benefit obligation and fair value of assets

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Present value obligation as at the end of the year	243.11	223.02
Fair value of plan assets as at the end of the year	-21.21	-29.24

Expenses recognized in Profit and Loss Account

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Current service cost	32.15	39.76
Interest cost	11.64	10.63
Total expense recognised in Profit and Loss	43.79	50.39

EXXARO TILES LIMITED**Notes forming part of the Consolidated Financial Statements****Amount recognized in Other Comprehensive Income**

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Change in Financial Assumption	-0.27	2.98
Due to Experience Adjustments	-13.41	-23.77
Return on planned assets excluding amounts included in interest income	-0.07	-0.74
Total amount recognized in Other Comprehensive Income	-13.75	-21.53

Actuarial assumptions

Particulars	As at 31 March 2026	As at 31 March 2025
Discount Rate	6.60%	6.55%
Expected Rate of increase in Compensation Level	7.00%	8.00%
Mortality Rate	Indian Assured Lives Mortality (2006-08) Table	Indian Assured Lives Mortality (2006-08) Table
Withdrawal Rate	45% at younger age reducing to 10% at elder age	45% at younger age reducing to 10% at elder age

Sensitivity Analysis

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Discount Rate (+0.50%)	240.37	220.52
Discount Rate (-0.50%)	245.96	225.59
Salary Growth Rate (+0.50%)	245.77	225.48
Salary Growth Rate (-0.50%)	240.58	220.56
Withdrawal / Attrition Rate (+20%)	239.38	219.48
Withdrawal / Attrition Rate (-20%)	247.55	227.27

Expected Cash Flows	As at 31 March 2026	As at 31 March 2025
Year 1	106.40	102.40
Year 2	45.49	32.17
Year 3	28.99	35.43
Year 4	23.79	21.09
Year 5	19.50	16.44
Year 6 to 10	48.03	41.65
Total Expected benefit payments	272.20	249.18

General Description of the Plan

The Entity operates gratuity plan through a trust wherein every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement, whichever is earlier. The benefit vests after five years of continuous service. In case of some employees, the Entity's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972.

41 Auditors' Remuneration

Rs. in Lacs

Particulars	For Year ended 31 March 2026	For Year ended 31 March 2025
Payments to auditor as		
- Auditor	4.64	4.64
- for taxation matters	0.51	0.51
Total	5.15	5.15

EXXARO TILES LIMITED**Notes forming part of the Consolidated Financial Statements****42 Contingent Liabilities**

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Claims against the Company not acknowledged as debt		
- Income tax demands	768.28	768.28
- Indirect tax demands	6,459.77	6,405.90
Bank Guarantee issued by Bank	1,038.03	969.58
Letter of credit issued by Bank	156.32	156.32
EPCG Obligation	3,970.53	7,330.28
Total	12,392.93	15,630.36

43 Commitments

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Capital Commitments	1,615.97	30.00
Total	1,615.97	30.00

44 Leases**Breakup of Lease Liability**

Rs. in Lacs

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	2.49	-
Non current lease liabilities	294.53	-
Total	297.01	-

The movement in Lease Liability is as follows:

Rs. in Lacs

Particulars	As at 31 March 2026	at 31 March 2025
Addition during the year	304.60	-
Finance cost accrued	15.92	-
Payment of lease liabilities	-23.50	-
Total	297.01	-

45 Segment Reporting**Business Segment**

The Company has only one business segment Viz : "Manufacturing and Trading of refractory ceramic products (Vitrified Tiles)" as determined by the chief operating decision maker.

Additional Information by Geographies

Rs. in Lacs

Particulars	As at 31 March 2026	at 31 March 2025
Revenue by Geographical Market		
In India	30,212.33	29,754.19
Outside India	277.97	667.30
Total	30,490.30	30,421.49
Carrying Amount of Segment Assets		
In India	18,686.70	19,157.45
Total	18,686.70	19,157.45
Addition to Property, Plant and Equipment		
In India	921.13	715.16
Total	921.13	715.16

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

46 Related Party Disclosure

(i) List of Related Parties

Exxaro Ceramic Limited
Kiran Bhikhalal Patel
Mukesh Babubhai Patel
Dineshbhai Ramanbhai Patel
Kamal Dave
Darsha Kikani
Gordhanbhai Bhagvanbhai Patel
Chetanaben Mukeshbhai Patel
Dharmendrabhai Dineshbhai Patel
Dimpalben Dineshbhai Patel
Jigarbhai Bhikhabhai Patel
Jignaben Dharmendrabhai Patel
Pal Mukeshkumar Patel
Rakeshbhai Shivabhai Patel
Ramanbhai Virabhai Patel
Reviben Ramanbhai Patel
Rinkuben Kiranbhai Patel
Shushilaben Rameshbhai Patel
Vasantbhai Ramanbhai Patel
Rameshbhai Shivabhai Patel
Harsh Rameshbhai Patel
Jigneshkumar B Patel (appointed W.e.f 18/11/2025)
Himanshu Shah (resigned W.e.f 06/09/2025)
Miten Majmundar (appointed W.e.f 18/11/2025)
Paras Shah (resigned W.e.f 22/07/2024)
Khyati Shah (resigned W.e.f 08/02/2025)
Dharmishta Shah (appointed W.e.f 08/02/2025)

Relationship

Wholly owned subsidiary
Whole-time Director
Managing Director
Whole-time Director
Independent Director
Independent Director
Independent Director
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Relatives Of Key Managerial Personnel
Chief Financial Officer.
Chief Financial Officer
Independent Director
Company Secretary
Company Secretary
Company Secretary

(ii) Related Party Transactions

Rs. in Lacs

Particulars	Relationship	For Year ended 31 March 2026	For Year ended 31 March 2025
Remuneration to Key Managerial Personnel			
- Kiran Bhikhalal Patel	Whole-time Director	29.78	29.78
- Mukesh Babubhai Patel	Managing Director	32.78	32.78
- Dineshbhai Ramanbhai Patel	Whole-time Director	29.78	29.78
- Paras Shah	Company Secretary	-	4.71
- Himanshu Shah	Chief Financial Officer	15.60	28.34
- Dharmishta Shah	Company Secretary	2.42	0.35
- Khyati Shah	Company Secretary	-	1.07
- Rameshbhai Shivabhai Patel	Relatives Of Key Managerial Per	17.91	12.91
- Jigneshkumar B Patel	Chief Financial Officer	6.80	-
Director Sitting fees			
- Kamal Dave	Independent Director	0.27	0.50
- Darsha Kikani	Independent Director	0.27	0.50
Salary to Relatives of KMP's			
- Pal Mukeshkumar Patel	Relatives Of Key Managerial Per	6.00	4.23
- Dharmendrabhai Dineshbhai Patel	Relatives Of Key Managerial Per	5.78	5.78
- Jigarbhai Bhikhabhai Patel	Relatives Of Key Managerial Per	12.91	12.91
- Rakeshbhai Shivabhai Patel	Relatives Of Key Managerial Per	6.00	6.00
- Harsh Rameshbhai Patel	Relatives Of Key Managerial Per	4.75	3.00
- Vasantbhai Ramanbhai Patel	Relatives Of Key Managerial Per	6.00	6.00
Loan accepted			
- Kiran Bhikhalal Patel	Whole-time Director	21.90	-
- Mukesh Babubhai Patel	Managing Director	484.58	213.00
Loan repaid			
- Mukesh Babubhai Patel	Managing Director	40.09	-
Interest Paid			
- Mukesh Babubhai Patel	Managing Director	24.86	-

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

(iii) Related Party Balances

Rs. in Lacs

Particulars	Relationship	As at 31 March 2026	As at 31 March 2025
Loans From Key Managerial Person			
- Kiran Bhikhalal Patel	Whole-time Director	21.90	-
- Mukesh Babubhai Patel	Managing Director	657.49	-

There are no provisions for doubtful debts or amounts written off or written back in respect of debts due to or due from related parties

Related party relationship is as identified by the Company on the basis of information available with them and relied upon by the Auditors.

47 Financial Instrument

Financial Risk Management - Objectives and Policies

The Company's business activities are exposed to a variety of financial risks, viz liquidity risk, market risk and credit risk. The Management of the Company has the overall responsibility for establishing and governing the Company's risk policy framework. The risk management policies are formulated after the identification and analysis of the risks and suitable risk limits and controls are set which are monitored & reviewed periodically. The changes in the market conditions and allied areas are accordingly reflected in the changes of the policy. The key risks and mitigating actions are placed before the Audit Committee of the Company who then evaluate and take the necessary corrective action. The sources of risk, which the Company is exposed to and how the Company manages these risks with their impact on the Financial Statements is given below:

The Company has exposure to the following risks arising from financial instruments; as described below:

- Market Risk
- credit Risk
- Liquidity Risk
- Foreign Exchange Risk

A. Financial Assets and Liabilities

Rs. in Lacs

Particulars	As at 31 March 2026			As at 31 March 2025		
	Amortised Cost	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI
Assets Measured at						
Investment in equity instruments	12.66	-	-	-	-	-
Trade receivables	10,235.41	-	-	11,516.02	-	-
Cash and cash equivalent	189.59	-	-	216.31	-	-
Other bank balances	400.38	-	-	259.58	-	-
Loans	2.80	-	-	2.80	-	-
Bank deposits with more than 12 months maturity	37.25	-	-	37.25	-	-
Security deposit	133.87	-	-	111.23	-	-
Total	11,011.96	-	-	12,143.19	-	-
Liabilities Measured at						
Borrowings	9,030.96	-	-	9,216.52	-	-
Trade payables	9,004.46	-	-	10,019.74	-	-
Lease liabilities	297.01	-	-	-	-	-
Other financial liabilities	497.75	-	-	516.91	-	-
Total	18,830.18	-	-	19,753.17	-	-

Fair Value Hierarchy

Fair value is the amount for which an asset could be exchanged, or a liability settled between knowledgeable willing parties in an arm's length transaction. The Company has made certain judgements and estimates in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company as classified the financial instruments into three levels prescribed under the accounting standard. An explanation of each level is as follows:

Level 1: Level 1 of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: Level 2 hierarchy includes financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates.

Level 3: If one or more of the significant inputs is not based on the observable market data, the instrument is included in Level 3 hierarchy.

Specific valuation techniques used to value financial instruments include the use of quoted market prices for mutual funds and the fair value of the remaining financial instruments is determined using discounted cash flow analysis or such other acceptable valuation methodology, wherever applicable. There are no items in the financial instruments, which required level 3 valuation.

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

B. Market Risk

The Company's size and operations result in it being exposed to the following market risks that arise from its use of financial instruments:

- Currency risk; and
- Interest rate risk

The above risks may affect the Company's income and expenses, or the value of its financial instruments.

(a) Interest Rate Risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing financial assets or borrowings because of fluctuations in the interest rates, if such assets /borrowings are measured at fair value through profit or loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing borrowings will fluctuate because of fluctuations in the interest rates.

(i) Exposure to Interest Rate Risk

Rs. in Lacs

Particulars	As at	As at
	31 March 2026	31 March 2025
Borrowing bearing variable rate of interest	9,030.96	9,216.52
Total	9,030.96	9,216.52

(ii) Sensitivity Analysis

Rs. in Lacs

Particulars	As at	As at
	31 March 2026	31 March 2025
Interest Rate - Increase by 100 basis points	-126.01	-128.07
Interest Rate - Decrease by 100 basis points	126.01	128.07

(b) Foreign Currency Risk

The Company is subject to the risk that changes in foreign currency values impact the Company's exports revenue and imports of raw material. The risk exposure is with respect to various currencies viz. USD. The risk is measured through monitoring the net exposure to various foreign currencies and the same is minimized to the extent possible.

(i) Exposure to Foreign Currency Risk

Particulars	Foreign Currency	Current year FC	Current year Amount in Rs.	Previous year FC	Previous year Amount in Rs.
Net Unhedged Assets	USD	2.66	252.24	4.02	343.64
Total		2.66	252.24	4.02	343.64

(ii) Sensitivity Analysis

The sensitivity of profit and loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments. As the Company's exposure to foreign currency is insignificant, the overall exposure of foreign currency risk is not significant to the operations of the Company.

Rs. in Lacs

Particulars	As at	As at
	31 March 2026	31 March 2025
INR/USD - Increase by 5%	12.61	17.18
INR/USD - Decrease by 5%	(12.61)	(17.18)

C. Credit Risk

Credit risk is the risk of financial loss to the Company if the counterparty fails to meet its contractual obligations. The Company is exposed to credit risk from its operating activities (primarily trade receivables). However, the credit risk on account of financing activities, i.e., balances with banks is very low, since the Company holds all the balances with approved bankers only.

(iii) Trade Receivable

Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the customers outstanding balances to which the Company grants credit terms in the normal course of business. Concentration of credit risk with respect to trade receivables are limited, as the Company's customer base is large, reputed and having good credit credential as well as that they are long standing customers. All trade receivables are reviewed and assessed for default on a quarterly basis. Historical experience of collecting receivables of the Company is supported by low level of past default and hence the credit risk is perceived to be low.

EXXARO TILES LIMITED**Notes forming part of the Consolidated Financial Statements****(iv) Expected Credit Losses:**

Particulars	Expected Loss Rate
<90 days	0.00%
90 to 120 days	0.00%
120 to 180 days	0.00%
180 to 365 days	5.00%
1 year to 2 year	5.00%
2 year to 3 year	5.00%
3 Year >	5.00%

D. Liquidity Risk

Liquidity risk is the risk the Company faces in meeting its obligations associated with its financial liabilities. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, Management considers both normal and stressed conditions.

Maturities of Financial Liabilities

The below table analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities. The amounts disclosed in the table are contractual undiscounted cash flows, balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Maturity Table for Financial Liabilities**For Current Year**

Rs. in Lacs

Particulars	Less than 1 year	1- 2 Years	2-3 Years	More than 3 Years	Total
Borrowings	7,058.00	800.48	173.95	998.53	9,030.96
Trade Payables	6,142.99	1,793.00	620.68	447.80	9,004.47
Other Financial Liabilities	428.06	-	69.69	-	497.75
Total	13,629.05	2,593.48	864.33	1,446.33	18,533.18

For Previous Year

Rs. in Lacs

Particulars	Less than 1 year	1- 2 Years	2-3 Years	More than 3 Years	Total
Borrowings	7,628.51	750.00	838.01	-	9,216.52
Trade Payables	8,304.68	1,227.00	269.12	218.94	10,019.74
Other Financial Liabilities	461.72	-	55.19	-	516.91
Total	16,394.91	1,977.00	1,162.33	218.94	19,753.18

E. Capital Management

The Company policy is to have robust financial base so as to maintain outsider's confidence and to sustain future development of the business. Management monitors the return on capital, as well as level of dividends to equity shareholders. The company monitors capital using a ratio of "adjusted net debt" to "equity". For this purpose, adjusted net debt is defined as total liability, comprising interest-bearing loans and borrowing, less cash and cash equivalents. Total Equity includes the share capital, other equity.

Rs. in Lacs

Particulars	As at 31 March 2021	at 31 March 2020
Total Borrowings	9,030.96	9,216.52
Less: Cash and cash equivalents	189.59	216.31
Net Debts (A)	8,841.37	9,000.21
Total Equity (B)	27,838.46	27,617.71
Capital Gearing Ratio (A/B)	0.32	0.33

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

48 Disclosure for Consolidation

Rs. in Lacs

Name of the entity	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income (OCI)		Share in Total comprehensive income	
	As % of consolidated net assets	Rs. in Lacs	As % of consolidated profit or loss	Rs. in Lacs	As % of consolidated OCI	Rs. in Lacs	As % of consolidated Total comprehensive income	Rs. in Lacs
Parent								
Exxaro Tiles Limited	99.52%	27,837.46	74.38%	210.58	100.00%	10.18	75.27%	220.75
Indian Subsidiary								
Exxaro Ceramic Limited	0.48%	133.09	25.62%	72.53	0.00%	-	0.00%	72.53
Total	100.00%	27,970.55	100.00%	283.11	100.00%	10.18	75.27%	293.28

49 Title deeds of Immovable Property not held in name of the Company

-The Company does not hold any immovable property for which the title deeds are not in the name of the Company. Accordingly, the disclosure requirements relating to title deeds of immovable properties not held in the name of the Company, as prescribed under Schedule III to the Companies Act, 2013, are not applicable.

-Where the company is lessee, the lease agreements are duly executed in favour of the Company.

49 Security of Current Assets Against Borrowings

The Company is having borrowings from banks or financial institutions against which security of current assets is given. Quarterly returns and statements of current assets filed by the Company with banks and financial institutions are generally in agreement with the books of accounts. There are no material discrepancies found.

Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account

Rs. in Lacs

Particulars	Jun, 2025	Sept, 2025	Dec, 2025	Mar, 2026
Current Assets as per Quarterly Return filed with Bank	16,904.69	16,296.53	16,483.85	15,726.64
Add:				
Note 1	0.97	3.34	-	1.52
Less:				
Note 1	-	-	6.79	-
Current Assets as per Books of Account	16,905.66	16,299.87	16,477.06	15,728.16

Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account

Rs. in Lacs

Particulars	Jun, 2025	Sept, 2025	Dec, 2025	Mar, 2026
Trade Receivable as per Quarterly Return filed with Bank	11,097.38	10,305.90	10,054.21	9,146.66
Less:				
Note 2	0.20	-	0.07	7.80
Current Assets as per Books of Account	11,097.18	10,305.90	10,054.14	9,138.86

Note 1: Minor variances between the inventory figures submitted to the bank and the books of account are attributable to quarter end cut-off adjustments and timing differences in stock confirmations.

Note 2: Minor differences in trade receivables between the bank submissions and the financial statements are due to timing differences in the realization of collections and subsequent account reconciliations.

50 Details of Benami Property held

The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

51 Wilful Defaulter

Date of declaration as wilful defaulter

The Company has not been declared as a wilful defaulter by any bank or financial institution, in accordance with the guidance on wilful defaulters issued by Reserve Bank of India.

52 Registration of Charge

The Company does not have any charges or satisfaction of charges pending registration with the Registrar of Companies beyond the statutory period as at March 31, 2026.

53 Compliance with number of layers of companies

The Company has complied with the number of layers of Companies as prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

54 Ratio Analysis

Particulars	Numerator/Denominator	As at 31 March 2026	As at 31 March 2025	Change in %	Reasons
(a) Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.70	1.58	7.12%	
(b) Debt-Equity Ratio	$\frac{\text{Total Debts}}{\text{Equity}}$	0.32	0.33	-3.04%	
(c) Debt Service Coverage Ratio	$\frac{\text{Earning available for Debt Service}}{\text{Interest + Installments}}$	1.31	1.19	9.59%	
(d) Return on Equity Ratio	$\frac{\text{Profit after Tax}}{\text{Average Shareholder's Equity}}$	1.02%	-0.04%	-2413.91%	Note1
(e) Inventory turnover ratio	$\frac{\text{Cost of Goods Sold}}{\text{Average Inventories}}$	1.50	1.48	1.43%	
(f) Trade receivables turnover ratio	$\frac{\text{Revenue from operation}}{\text{Average Trade Receivable}}$	2.80	2.62	6.82%	
(g) Trade payables turnover ratio	$\frac{\text{Total Purchases}}{\text{Average Trade Payable}}$	2.45	2.56	-4.18%	
(h) Net capital turnover ratio	$\frac{\text{Total Turnover}}{\text{Average Working Capital}}$	2.63	2.75	-4.25%	
(i) Net profit ratio	$\frac{\text{Net Profit}}{\text{Total Turnover}}$	0.93%	-0.04%	-2421.08%	Note 2
(j) Return on Capital employed	$\frac{\text{Earning before interest and taxes}}{\text{Average Capital Employed}}$	4.23%	3.62%	16.76%	
(k) Return on investment	$\frac{\text{Return on Investment}}{\text{Total Investment}}$	0.00%	-6.41%	-100.00%	

Reasons for Variances

Note 1: The variance of -2413.91% is primarily due to a turnaround in operations, resulting in a Profit After Tax of ₹283.10 lakhs in the current year compared to a Net Loss of ₹12.16 lakhs in the previous year. The transition from a negative base to positive earnings mathematically leads to an outsized percentage change while Average Shareholder's Equity remained stable.

Note 2: The significant variance of -386.06% in the Net profit ratio is primarily due to the company turning profitable during the year, recording a Net Profit of ₹283.10 lakhs compared to a ₹12.16 lakhs in the previous year. This transition from a negative base to positive earnings mathematically creates a disproportionately large percentage change, even alongside a slight decline in Revenue from operations to ₹304.90 lakhs (down from ₹304.21 lakhs in the previous year).

55 Disclosure where company has given loan or invested to other person or entity to lend or invest in another person or entity

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person/s or entity/ies including foreign entity/ies ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries shall lend or invest in party ("Ultimate Beneficiaries") identified by or on behalf of the Company.

56 Disclosure where company has received fund from other person or entity to lend or invest in other person or entity

The Company has not received any fund from any party(s) ("Funding Party/ies"), 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 by or on behalf of the Company ("Ultimate Beneficiary") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiary.

57 Undisclosed Income

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

EXXARO TILES LIMITED

Notes forming part of the Consolidated Financial Statements

58 CSR Expenditure

Particulars	Rs. in Lacs	
	For Year ended 31 March 2026	For Year ended 31 March 2025
Amount required to be spent by the company during the year	9.50	22.50
Amount of expenditure incurred	10.00	22.50

Nature of CSR activities

The CSR activities aim to empower women throughout India, with a special focus on supporting underprivileged children, girls, and women in rural areas.

59 Details of Crypto Currency

During the year, the Company has not traded or invested in any Crypto Currency or Virtual Currency. Accordingly, the disclosure requirements under Schedule III to the Companies Act, 2013 relating to Crypto Currency or Virtual Currency are not applicable.

60 Subsequent Events

There are no reportable subsequent Events, there are report here.

61 Regrouping

Figures of previous year are regrouped and/or rearranged wherever necessary for comparability purpose , including those as required in consonance with the current reporting period.

For & on Behalf of
H. B. Kalaria & Associates
Chartered Accountants
FRN: 104571W

For and on behalf of Board of Directors,
EXXARO TILES LIMITED
(CIN: L26914GJ2008PLC052518)

Mukesh Patel
Managing Director
01944968

Kiran Patel
Wholetime Director
01918094

Hasmukh B Kalaria
Partner
Membership No: 042002
UDIN: 26042002SDTGJO6181
Place: Rajkot
Date: 05-May-2026

Jigneshbhai Patel
Chief Financial Officer
PAN: BVAPP8364C
Place: Ahmedabad
Date: 05-May-2026

Dharmishtha Shah
Company Secretary
PAN: APYPN9417P

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES**1. Background**

Exxaro Tiles Limited ('the Company') incorporated in India is a manufacturer and trader of vitrified tiles. The Company has a wide network of operations in local as well foreign markets.

1.2 Basis for Consolidation

The subsidiary considered in these consolidated financial statements are as under:

Name of Subsidiary	Country of Incorporation	Percentage of Ownership Interest	
		As at 31.03.2026	As at 31.03.2025
Exxaro Ceramic Limited	India	100%	100%

The financial statements of the Holding Company and its subsidiary are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flow, after fully eliminating intra-group balances and intra-group transaction.

Profits or losses resulting from intra-group transactions that are recognized in assets, such as inventory and property, plant and equipment, are eliminated in full.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.

The carrying amount of the parent's investment in each subsidiary is offset (eliminated) against the parent's portion of equity in each subsidiary.

The difference between the proceeds from disposal of investment in subsidiaries and the carrying amount of is assets less liabilities as on the date of disposal is recognized in the Consolidated Statement of Profit and Loss being the profit or loss on disposal of investment in subsidiary.

2. Significant Accounting Policies followed by the Company**A. Basis of preparation****(i) Compliance with Ind AS**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

(ii) Historical cost convention

The Ind AS financial statements have been prepared on an accrual basis under historical cost convention basis, except for the following:

- 1) certain financial assets and liabilities that are measured at fair value;
- 2) assets held for sale - measured at lower of carrying amount or fair value less cost to sell;
- 3) defined benefit plans - plan assets measured at fair value;

(iii) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

(iv) 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.

B. Use of estimates and judgments

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

C. Segment reporting:

Geographical segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

D. Foreign currency translation

(i) Functional and presentation currency

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency. The Company determines its own functional currency (the currency of the primary economic environment in which the Company operates) and items included in the financial statements of the Company are measured using that functional currency.

(ii) Transactions and balances

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Monetary assets and liabilities denominated in foreign currencies are retranslated into the Company's functional currency of the entity at the rates prevailing on the reporting date. Non monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at reporting date exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit and Loss.

E. Revenue recognition

Revenue is measured at the value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates, discounts, loyalty discount; indirect taxes and amounts collected on behalf of third parties.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and specific criteria have been met for each of the Company's activities as described below.

Sale of goods

Sales are recognised when substantial risk and rewards of ownership are transferred to customer. In case of domestic customer, generally sales take place when goods are dispatched or delivery is handed over to transporter, in case of export customers, generally sales take place

when goods are shipped onboard based on bills of lading.

Other operating revenue

Interest on investments and deposits is booked on a time-proportion basis taking into account the amounts invested and the rate of interest.

Revenue in respect of other types of income is recognised when no significant uncertainty exists regarding realisation of such income.

F. Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity respectively

Minimum Alternate Tax credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

G. Impairment of non-financial assets

Property, plant and equipments (PPE) and Intangible assets (IA) that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying

amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

H. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

I. Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for impairment, if any.

J. Inventories

Inventories of raw materials, work-in-progress, stores and spares, finished goods and stock-in-trade are stated at cost or net realisable value, whichever is lower. Goods-in-transit are stated 'at cost'. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. A cost formula used is 'First-in-First-out'. Due allowance is estimated and made for defective and obsolete items, wherever necessary.

K. Investments and other financial assets**(i) Classification**

The Company classifies its financial assets in the following measurement categories:

- (1) those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- (2) those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and Loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments into following categories:

- (1) **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the

effective interest rate method.

- (2) **Fair value through profit and loss:** Assets that do not meet the criteria for amortised cost are measured at fair value through Profit and Loss. Interest income from these financial assets is included in other income.

Equity instruments:

The Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income (Currently no such choice made), there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of Profit and Loss.

(iii) Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Company is creating expected credit loss provision @ 5% on debtors having outstanding for more than 6 months from the date of transaction.

(iv) Income recognition

Interest income

Interest income from debt instruments is recognised using the effective interest rate method.

Dividends

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established.

L. Property, plant and equipment

Property, plant and equipment are measured at cost/deemed cost, less accumulated depreciation and impairment losses, if any. Cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated attributable costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipments is provided on Straight-line basis, over the estimated useful lives of assets. The Company depreciates its Property, plant and equipment over the useful life in the manner prescribed in Schedule II to the Act, and management believe that useful life of assets are same as those prescribed in Schedule II to the Act.

The following tangible asset classes have a useful life different from the useful life stated in Schedule II of the Companies Act, 2013:

Tangible Asset	Useful life as per	Useful life Adopted*
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	Schedule II The Companies Act, 2013	
Plant & Machinery	5-15 Year	25 Year
Buildings	10-60 Year	30 Year
Furniture and Fixtures	2-10 Year	10 Year
Vehicles	5-8 Year	8 Year
Computer	2-5 Year	3 Year
Office Equipments	2-5 Year	5 year

*Based on future projections and as per Chartered Engineer Certificate dated 01.12.2023, the Company has estimated the economic life of these assets as stated above and accordingly these assets have been depreciated.

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

In case of pre-owned assets, the useful life is estimated on a case to case basis.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

M. Investment properties

Investment property is property (land or a building or part of a building or both) held either to earn rental income or for capital appreciation or for both, but neither for sale in the ordinary course of business nor used in production or supply of goods or services or for administrative purposes. Investment properties are stated at cost net of accumulated depreciation and accumulated impairment losses, if any.

Any gain or loss on disposal of investment property calculated as the difference between the net proceeds from disposal and the carrying amount of the Investment Property is recognised in Statement of Profit and Loss.

N. Intangible assets

Identifiable intangible assets are recognised when the Company controls the asset, it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured. Intangible assets are stated at cost less accumulated amortization and impairments. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Computer software

Computer software is stated at cost, less accumulated amortisation and impairments, if any.

Amortisation method and useful life

The Company amortizes computer software using the straight-line method over the period of 3 years.

O. Borrowings

Borrowings are initially recognised at net of transaction costs incurred and measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income.

P. Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.. Other interest and borrowing costs are charged to Statement of Profit and Loss.

Q. Provisions and contingent liabilities

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The expenses relating to a provision is presented in the Statement of Profit and Loss net of reimbursements, if any. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities are possible obligations whose existence will only be confirmed by future events not wholly within the control of the Company, or present obligations where it is not probable that an outflow of resources will be required or the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of economic resources is considered remote.

Contingent liabilities and capital commitments disclosed are in respect of items which in each case are above the threshold limit.

R. Employee benefits**(i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be

settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the Government Securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund.

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined Contribution Plans

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions

have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

S. Earnings Per Share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

(ii) Diluted earnings per share

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.