BOARD REPORT

Dear Members,

Your directors have great pleasure in presenting the Eight Annual Report of RHI Magnesita India Refractories Limited **("RHIMIRL" / "the Company")**, along with audited financial statements of the Company for the financial year (**"FY"**) ended March 31, 2026 (herein after known as **"period under review"**).

1. FINANCIAL RESULTS

The highlights of the financial performance of the Company for the financial year ended March 31, 2026 are set out below:

(Amount in Rs. Lacs)

Particulars	FY 2025-26	FY 2024-25*
Revenue from Operations	113,041.00	99,138.90
(Loss)/ Profit before Interest, Depreciation, Amortization, Tax and Exceptional Items	11,669.45	11,438.24
Less: Interest and financial charges	3,067.41	3,185.48
Profit before Depreciation, Amortization, Tax and Exceptional Items	8,602.04	8,252.76
Less: Depreciation and Amortization	11,296.91	12,269.80
(Loss)/ Profit before tax and Exceptional Items	(2,694.87)	(4,017.04)
Less: Exceptional items	55,624.03	-
(Loss)/ Profit before tax	(58,318.90)	(4,017.04)
Provision for current tax	-	(273.33)
Provision for deferred tax assets	486.12	2,099.69
(Loss)/ Profit after tax	(57,832.78)	(2,190.68)

** Comparative figures for FY 2024-25 have been restated pursuant to the merger of the Company's wholly owned subsidiary with the Company, with appointed date as April 1, 2025.*

2. FINANCIAL PERFORMANCE AND STATE OF COMPANY'S AFFAIRS

During the financial year under review, the Company recorded revenue from operations of Rs. 113,041.00 lacs as against Rs. 99,138.90 lacs in the previous year, reflecting growth in business operations despite challenging market conditions.

The Company incurred a loss before tax of Rs. 58,318.90 lacs and a loss after tax of Rs. 57,832.78 lacs for FY 2025-26 as compared to a loss after tax of Rs. 2,190.68 lacs in the previous year. The significant increase in losses during the year is primarily attributable to the recognition of an exceptional item amounting to Rs. 55,624.03 lacs, representing impairment of goodwill.

Excluding the impact of the exceptional item, the Company's operational performance remained resilient, with improvement in revenue and operating earnings reflecting continued market penetration, customer retention and sustained demand for the Company's products and services. The impairment of goodwill was recognized after considering prevailing economic conditions, industry-specific factors and revised business growth expectations, including the impact of increasing raw material costs, higher freight expenses and other external market challenges.

The Directors remain focused on improving operational efficiencies, strengthening customer relationships and pursuing sustainable growth opportunities to enhance the Company's long-term performance and value creation for its stakeholders. For further details, members are requested to refer to the Financial Statements and notes forming part thereof.

3. MERGER OF RHI MAGNESITA SEVEN REFRACTORIES LIMITED

As reported in the previous year, the Boards of Directors of the Company and its wholly owned subsidiary, RHI Magnesita Seven Refractories Limited (**'RHIMSRL'**), at their respective meetings held on February 8, 2024, approved a Scheme of Merger for the amalgamation of RHIMSRL with and into the Company under Section 233 of the Companies Act, 2013 (**"Act"**). Subsequently, a revised Scheme of Merger was approved by both companies on July 4, 2025 in their respective merger committee meetings while by respective Board of Directors on August 7, 2025.

Pursuant to the confirmation order dated January 9, 2026 issued by the Office of the Regional Director, Southern Region, Chennai, the Scheme became effective on February 2, 2026. The Appointed Date of the Scheme was April 1, 2025. Consequently, RHIMSRL stands amalgamated with RHIMIRL and ceased to exist as a separate legal entity.



4. SETTLEMENT AGREEMENT WITH DALMIA BHARAT REFRACTORIES LIMITED

As previously communicated, Dalmia Bharat Refractories Limited ('**DBRL**') and the Company executed a Business Transfer Agreement ('**BTA**') on January 4, 2023, for the slump sale of DBRL's business undertaking on a going concern basis. The BTA provided for the transfer of all assets, except certain identified assets to be completed post closing. In March 2026, DBRL and RHIMIRL entered into a Settlement Agreement to resolve the transfer of two excluded assets, while the remainder of the BTA remains unchanged. Details of this settlement have been disclosed elsewhere in this Annual Report.

5. DIVIDEND

Due to losses in the Company, your directors have decided not to recommend any dividend for FY 2025-26.

6. TRANSFER TO RESERVE

During the financial year ended March 31, 2026, the Company has reported net loss of Rs. 57,832.78 lacs and hence there is no appropriation of profits in the current year. For more details, please refer to note 9(b) of the financial statements of the Company.

7. SHARE CAPITAL

Consequent to the merger of RHIMSRL with and into the Company, its authorised share capital was combined with the authorised share capital of the Company in accordance with the Scheme of Merger.

Revised capital structure of the Company is given below:

Particulars	As on 31 March 2026
Authorized Share Capital	Rs. 1,45,00,00,000/- constituting 14,50,00,000 equity shares of Rs. 10/- each.
Issued, Subscribed and Paid-up Share Capital	Rs. 1,04,53,11,570/- constituting 10,45,31,157 equity shares of Rs. 10/- each

8. SUBSIDIARIES, JOINT ARRANGEMENTS AND ASSOCIATE COMPANIES

The Company is a material and wholly owned subsidiary of RHI Magnesita India Limited ("**RHIMIN**" or "**Holding Company**").

As stated above, after merger of RHIMSRL with and into the Company RHIMSRL ceased to be a subsidiary of the Company with effect from February 2, 2026.

The Company does not have any associate or joint venture within the meaning of Section 2(6) of the Act.

9. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION

Except for the matters specifically disclosed under this Report, no material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year and the date of this Report.

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Board Composition and Changes During the Year

The Board of Directors of the Company comprises an optimum combination of Executive, Non-Executive and Independent Directors, providing an appropriate balance of skills, experience, expertise, diversity and independence required for effective governance and oversight. As a material subsidiary of RHI Magnesita India Limited, the Company continues to maintain high standards of corporate governance and business conduct.

During the year under review and up to the date of this Report, the following changes took place in the composition of the Board of Directors and the Key Managerial Personnel of the Company.

Leadership Transition

Resignation of Chairman, Managing Director and Chief Executive Officer

Mr. Parmod Sagar (DIN: 06500871) tendered his resignation as Director of the Company due to personal reasons, with effect from July 1, 2026.

The Board places on record its sincere appreciation and gratitude for the outstanding leadership, vision and invaluable contribution of Mr. Parmod Sagar during his tenure with the Company. Under his stewardship, the Company witnessed /significant growth and transformation, strengthened its operational capabilities, enhanced its market position and created substantial value for its stakeholders. He played a pivotal role in driving strategic initiatives, fostering operational excellence, strengthening organizational capabilities and promoting a performance-driven culture across the Company.

RHI Magnesita India Refractories Limited
RHI MAGNESITA

The Board acknowledges his significant contribution towards building a strong foundation for sustainable growth, improving business performance and reinforcing the Company's leadership position in the refractory industry. The Directors extend their heartfelt appreciation for his dedicated services and wish him success in all his future endeavors.

Appointment of Chairman, Managing Director and Chief Executive Officer
The Board of Directors, at its meeting held on June 30, 2026, appointed Mr. Pankaj Malhan (DIN: 08516185) as an Additional Director of the Company with effect from July 1, 2026, to hold office up to the date of the ensuing Annual General Meeting ('**AGM**').

Further, subject to the approval of the Members, the Board appointed Mr. Pankaj as the Managing Director and Chief Executive Officer of the Company for a period of five (5) years, commencing from July 1, 2026 and ending on June 30, 2031. He has also been designated as a Key Managerial Personnel of the Company in accordance with the provisions of the Act. Subsequently, he was appointed as the Chairman of the Company. Mr. Pankaj also serves as the Managing Director and Chief Executive Officer of RHI Magnesita India Limited, the Holding Company.

Mr. Pankaj brings over three decades of rich leadership experience across the steel, manufacturing, industrial materials and infrastructure sectors. During his distinguished career, he has successfully led large and complex organizations through periods of growth, transformation, operational excellence and value creation. His extensive industry expertise, strategic vision and proven leadership capabilities are expected to further strengthen the Company's business operations and support its long-term growth strategy.

The Board is confident that, under the leadership of Mr. Pankaj, the Company will continue to enhance stakeholder value, drive sustainable growth and strengthen its position in the refractory industry. Accordingly, the Board recommends to the Members his appointment as a Director liable to retire by rotation and as the Managing Director and Chief Executive Officer of the Company, as it considers the same to be in the best interests of the Company and its stakeholders.

Appointment of Independent Director
The Board of Directors, appointed Ms. Sonu Chadha (DIN: 00129923) as an Additional Director (Non-Executive, Independent) of the Company with effect from May 20, 2026, to hold office up to the date of the ensuing AGM or the last date on which the AGM ought to have been held, whichever is earlier.

Pursuant to the provisions of the Act, the Board has recommended the appointment of Ms. Sonu Chadha as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from May 20, 2026 up to May 19, 2031 (both days inclusive).

The Company has received the necessary declarations and confirmations from Ms. Chadha confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and is eligible for appointment as an Independent Director of the Company. In the opinion of the Board, Ms. Chadha possesses the requisite integrity, expertise, experience and proficiency required for the role of an Independent Director and her association will be of considerable value to the Company. She also serves as an Independent Director on the Board of RHI Magnesita India Limited, the Holding Company.

Accordingly, the Board recommends her appointment as an Independent Director for the approval of the Members at the ensuing Annual General Meeting.

Directors Retiring by Rotation
In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Azim Syed (DIN: 10641934) retires by rotation at the ensuing AGM and, being eligible, has offered himself for re-appointment.

The Board has considered his skills, expertise, experience and valuable contribution to the affairs of the Company and is of the view that his continued association would be beneficial to the Company. Accordingly, the Board recommends his re-appointment as a Director liable to retire by rotation.

The requisite details of the Directors seeking appointment or re-appointment, as required under the provisions of the Act and Secretarial Standard on General Meetings (SS-2), are provided in the Notice convening the ensuing AGM, which forms part of this Annual Report.

Cessation of Director
Ms. Ticiana Kobel (DIN: 09850411) resigned from Directorship of the Company with effect from November 17, 2025, owing to an unavoidable conflict arising from her appointment to the Supervisory Board of RHI Magnesita GmbH, Group Company.



The Board places on record its sincere appreciation for the valuable guidance, support and contributions made by Ms. Ticiana Kobel during her tenure as Director of the Company and expresses its gratitude for her dedicated services. The Board wishes her continued success in her future assignments and endeavors.

The Company has received all necessary disclosures, declarations and confirmations from its Directors in accordance with the applicable provisions of the Act. None of the Directors of the Company is disqualified from being appointed or continuing as a Director pursuant to the provisions of Section 164 of the Act.

Independent Directors
As on the date of this Report, Mr. Nazim Sheikh and Ms. Sonu Chadha are the Independent Directors of the Company.

Both Independent Directors have submitted declarations confirming that they meet the criteria of independence prescribed under Section 149(6) of the Act and continue to remain independent of the management. The Board has taken on record these declarations after undertaking due assessment of their independence, integrity, expertise and experience.

The Independent Directors have also confirmed that they have complied with the requirements relating to registration with the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs (IICA), wherever applicable, in accordance with the provisions of the Act and the rules made thereunder.

In the opinion of the Board, the Independent Directors possess the requisite integrity, expertise, experience and proficiency and fulfil the conditions of independence as specified under the Act.

Key Managerial Personnel
Pursuant to Section 203 of the Act, the following were the Key Managerial Personnel of the Company as on March 31, 2026:
- Mr. Parmod Sagar, Chairman, Managing Director and Chief Executive Officer
- Mr. Abhishek Bajaj, Chief Financial Officer
- Ms. Bobby Mehndiratta, Company Secretary

Consequent to the changes referred to above, the following are the Key Managerial Personnel of the Company with effect from July 1, 2026:
- Mr. Pankaj Malhan, Chairman, Managing Director and Chief Executive Officer
- Mr. Abhishek Bajaj, Chief Financial Officer
- Mr. Bobby Mehndiratta, Company Secretary

The Board places on record its appreciation for the continued contributions of the Key Managerial Personnel in driving the Company's strategic objectives, strengthening governance standards and creating sustainable value for all stakeholders.

11. MEETINGS OF THE BOARD

During the financial year under review, five (5) Board Meetings were duly held and convened. Details of the meetings and attendance of Directors therein are as follows:

Name of Directors	May 27, 2025	August 7, 2025	November 7, 2025	February 2, 2026	February 10, 2026
Mr. Parmod Sagar	Yes	Yes	Yes	Yes	Yes
Mr. Nazim Sheikh	Yes	Yes	Yes	Yes	Yes
Mr. Gustavo Lucio Goncalves Franco	Yes	No	Yes	No	Yes
Ms. Ticiana Kobel*	Yes	Yes	Yes	-	-
Mr. Azim Syed	Yes	Yes	Yes	Yes	Yes

** Resigned with effect from November 17, 2025.*

The time gap between the two consecutive meetings did not exceed one hundred and twenty days during the FY 2025-26.

The Board meetings were conducted in due compliance with and following the procedures prescribed in the Act and applicable Secretarial Standards issued by Institute of Company Secretaries of India.

12. COMMITTEES OF THE BOARD

In accordance with sub-rule (2) of rule 4 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, the Company, as a wholly owned subsidiary of RHIMIN, is exempt from constituting an Audit Committee and Nomination and Remuneration Committee.



Other Functional Committee

The Board is authorized to constitute one or more functional committees delegating thereto powers and duties with respect to specific purposes for which such committee has been constituted. Meeting of such committees are held, as and when the need arises. Time schedule for holding such functional committees is finalized in consultation with the committee members.

13. BOARD EVALUATION

The Board carried out an annual evaluation of its own performance, that of its Committees and individual Directors in accordance with the provisions of the Act. The evaluation was based on various criteria including Board composition, effectiveness of deliberations, strategic oversight, governance practices and the contribution of individual Directors.

14. POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS

Pursuant to Section 178 of the Act, the Company has in place a Policy on Appointment and Remuneration of Directors, Key Managerial Personnel and Senior Management Personnel. The Policy lays down the criteria for appointment, qualifications, positive attributes, independence and remuneration of Directors and is aligned with the policy of the Holding Company.

Non-Executive Directors are entitled to sitting fees for attending Board and Committee meetings within the limits prescribed under the Act. No remuneration, other than sitting fees and reimbursement of expenses incurred in the discharge of their duties, is paid to the Non-Executive Directors.

The details of sitting fees paid during the year under review are as follows:

Name of Director	Sitting Fees (Rs. in Lakhs)
Mr. Nazim Sheikh	4.00

Mr. Azim Syed and Mr. Gustavo Lucio Goncalves Franco waived their entitlement to sitting fees during the year. Apart from the aforesaid sitting fees, no Director received any remuneration from the Company.

As on March 31, 2026, none of the Directors held any shares in the Company, except Mr. Parmod Sagar, who held one equity share as nominee of the Holding Company.

15. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of the provisions of Section 134(5) of the Act, and to the best of their knowledge and belief, and according to the information and explanations provided to them, your Directors declare that:

a. in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures, if any;
b. the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
c. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
d. the Directors had prepared the annual accounts on a going concern basis.
e. the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
f. the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

16. RISK MANAGEMENT

The Board of Directors has overall responsibility for overseeing the Company's risk management framework and ensuring its effectiveness. The Company has established an enterprise-wide risk management framework for identifying, assessing, monitoring and mitigating risks that may impact its strategic, operational, financial, regulatory and sustainability objectives. The Company's risk management process integrates plant-level, functional and management-level assessments to ensure effective identification and mitigation of material risks. The consolidated risk profile is periodically reviewed by the Board to ensure alignment with the Company's business objectives and risk appetite.

The Company regularly reviews its risk management policies, internal controls and operating procedures to address evolving business, regulatory and market conditions. Risk management remains an integral part of the Company's governance framework and business operations.



The Company continues to maintain high standards of Quality, Occupational Health & Safety, Environment and Energy Management. During the year, the Integrated Management System (IMS) certifications, including ISO 9001, ISO 14001, ISO 45001 and ISO 50001, were successfully maintained across all manufacturing facilities. Regular audits, workplace risk assessments, employee safety initiatives and 6S practices continued to strengthen operational excellence and safety culture across the organization.

The Company also continued its focus on environmental sustainability through greenhouse gas emission reduction initiatives and progress towards Extended Producer Responsibility (EPR) compliance for plastic waste management.

The Board is of the opinion that the Company's risk management framework is adequate and effective for identifying, evaluating and managing material risks and supports the sustainable growth of the Company.

17. INTERNAL FINANCIAL CONTROL SYSTEMS AND ADEQUACY

The Company has established and maintained adequate internal financial control systems commensurate with the nature of its business, the size and scale of its operations, and the complexity of its processes. These controls are designed to provide reasonable assurance regarding the safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and the timely preparation of reliable financial information.

The internal financial control framework encompasses well-defined policies and procedures, appropriate segregation of duties, authorization mechanisms, periodic reviews, and monitoring processes to ensure operational efficiency and compliance with applicable laws and regulations.

The Board has reviewed the effectiveness of the internal financial controls with reference to the financial statements and is of the opinion that such controls were adequate and operating effectively during the financial year under review. No material weakness in the design or operation of the internal financial controls was observed during the year.

The Company continues to strengthen its control environment through regular assessment, process improvements, and implementation of best governance practices to ensure transparency, accountability, and sound financial management.

18. CORPORATE SOCIAL RESPONSIBILITY

Although the provisions of Section 135 of the Companies Act, 2013 were not applicable to the Company during FY 2025-26, pursuant to the Scheme of Merger of RHIMSRL with and into the Company, the CSR obligation of RHIMSRL stood transferred to the Company.

RHIMSRL was required to spend ₹17.83 lakh towards CSR activities. Out of the said amount, ₹2.95 lakh was spent up to March 31, 2026 and ₹0.83 lakh was contributed to the Prime Minister's Relief Fund. The balance amount of ₹14.05 lakh pertains to an ongoing project and shall be utilized in accordance with the provisions of the Companies Act, 2013, the Companies (Corporate Social Responsibility Policy) Rules, 2014 and the approvals granted by the Board of Directors of RHIMSRL prior to the merger.

The Annual Report on CSR Activities, as prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014, is annexed to this Board's Report as **Annexure I** and forms an integral part hereof and the financial information disclosed in Annexure I pertains to RHIMSRL and has been incorporated solely to provide details of the CSR obligation transferred to the Company pursuant to the merger.

19. PARTICULARS OF LOAN, GUARANTEE AND INVESTMENT

During the period under review, the Company has not given any loan, advance or security with respect of loan to any firms/ companies in which directors of the Company are interested.

Detailed disclosure on loan, guarantee and investment as per Section 186 of the Act, have been disclosed in the financial statements.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions entered into during the year were in the ordinary course of business and on an arm's length basis. No material related party transaction requiring disclosure under Section 188 of the Act was entered into during the year.

The details of transactions with related parties are provided under the notes to the Financial Statements of the Company.

RHI Magnesita India Refractories Limited
RHI MAGNESITA

21. AUDITORS AND AUDIT REPORTS

Statutory Auditors

At the 6th AGM held on June 30,2023, the Members approved the appointment of M/s Price Waterhouse Chartered Accountants LLP ('**PwC**'), Chartered Accountants (Firm Registration No. 012754N/N500016), as the Statutory Auditors of the Company for five consecutive years, to hold office until the conclusion of the 10th AGM of the Company to be held in the year 2028.

Subsequent to the financial year under review, PwC, vide its letter dated August 14, 2026, resigned as the Statutory Auditors of the Company with effect from August 14, 2026. The resignation was primarily on account of a change in the audit firm at the Group level and the consequent alignment of the Company's statutory audit with the Group audit framework and auditors. Prior to its resignation, PwC completed the limited review of the unaudited financial results of the Company for the quarter ended June 30, 2026 and issued its Limited Review Report thereon. PwC also resigned as the Statutory Auditors of Holding Company, with effect from August 14, 2026, for similar reasons.

The Board reviewed the resignation letter and confirmed that there were no concerns, issues or information required to be disclosed by PwC under applicable laws and regulations other than those stated in the resignation letter. The Company made the requisite disclosures regarding the resignation of PwC to the stock exchanges in accordance with Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
The Board places on record its sincere appreciation for the professional services rendered by PwC during its tenure and acknowledges its valuable contribution towards maintaining high standards of financial reporting, audit quality, transparency and corporate governance.

Pursuant to Section 139(8) of the Act, a casual vacancy arose in the office of the Statutory Auditors consequent upon the resignation of PwC. the Board of Directors, at its meeting held on August 14, 2026, appointed M/s B S R & Co. LLP ('**BSR**'), Chartered Accountants (Firm Registration No. 101248W/W-100022), as the Statutory Auditors of the Company to fill the said casual vacancy with effect from August 14, 2026 and to hold office until the conclusion of the ensuing AGM, subject to the approval of the Members.

Further, the Board has recommended the appointment of BSR as the Statutory Auditors of the Company for a term of five consecutive years commencing from the conclusion of the 8th AGM and continuing until the conclusion of the 13th AGM of the Company to be held in the year 2031, subject to the approval of the Members, at such remuneration as may be determined by the Board.

The Company has received the requisite written consent, eligibility certificate and other confirmations from BSR confirming that its appointment, if approved, shall be in accordance with the provisions of the Act and the rules made thereunder.

Accordingly, resolutions seeking Members' approval for the appointment of BSR as the Statutory Auditors of the Company to fill the casual vacancy arising from the resignation of PwC for the period from August 14, 2026 until the conclusion of the ensuing AGM, and thereafter for a term of five consecutive years from the conclusion of the 8th AGM until the conclusion of the 13th AGM to be held in the year 2031, form part of the Notice convening the ensuing AGM. The Company has complied with the requirements of Section 139(8) of the Act and other applicable regulations in relation to the proposed appointment of BSR.

The Statutory Auditors' Report for the financial year under review does not contain any qualification, reservation, adverse remark or disclaimer.

Secretarial Audit

At the 7th AGM of the Company held in July 2025, Naresh Verma of M/s. Naresh Verma & Associates (Membership No. FCS: 5403), a Peer Reviewed firm, was appointed as the Secretarial Auditor of the Company for a term of five years, covering the period from April 1, 2025 to March 31, 2030. His appointment was made pursuant to Section 204 of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the amended Regulation 24A of the SEBI Listing Regulations.

The Secretarial Audit Report for the financial year ended March 31, 2026 is annexed to this Report as **Annexure II**. The Report does not contain any qualification, reservation, adverse remark or disclaimer except with respect to the delay in filling the vacancy caused by the resignation of Ms. Ticiana Kobel (DIN: 09850411), who ceased to be a Director of the Company with effect from November 17, 2025.

The Board would like to clarify that, following the aforesaid resignation, the Company undertook a comprehensive search and evaluation process to identify a suitable candidate possessing the requisite qualifications, expertise, experience and



independence required for appointment as an Independent Director. Upon completion of such process, Ms. Sonu Chadha (DIN: 00129923), who also serves as an Independent Director on the Board of the Holding Company, was appointed as an Additional Director (Non-Executive, Independent) of the Company with effect from May 20, 2026.

The Board is of the view that the time taken in filling the vacancy was on account of ensuring the identification and appointment of the most suitable candidate who met the statutory requirements and the Company's governance standards. Accordingly, the Board believes that the appointment was made after due consideration and in the best interests of the Company.

Cost Audit & Cost Records

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost records and have such records audited by a Cost Accountant in practice.

The Board of Directors, on May 28, 2026, upon considering the recommendations of the management and subject to the approval of the Members, approved the appointment of M/s K. G. Goyal & Associates, Cost Accountants (Firm Registration No. 000024), as the Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the financial year 2026-27 in respect of such products and activities as prescribed under the applicable provisions of the Companies (Cost Records and Audit) Rules, 2014.

The Company has received a certificate from the aforesaid Cost Auditors confirming their eligibility and consent to act as Cost Auditors of the Company and that their appointment, if made, shall be in accordance with the applicable provisions of the Act and the rules made thereunder.

In terms of the provisions of Section 148(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company. Accordingly, a resolution seeking ratification of the remuneration payable to the Cost Auditors forms part of the Notice convening the ensuing Annual General Meeting.

The cost accounts and records, as prescribed under Section 148(1) of the Act, are duly maintained by the Company and are regularly reviewed to ensure compliance with the applicable statutory requirements.

Internal Auditors

Pursuant to the provisions of Section 138 of the Act, the Board of Directors appointed M/s Chaturvedi & Partners as Internal Auditors of the Company for the financial year 2025-26. The Internal Auditors carried out the internal audit in accordance with the scope and audit plan approved by the Board and submitted their reports periodically for review.

Based on their performance and experience, the Board has re-appointed M/s. Chaturvedi & Partners as the Internal Auditors of the Company for the financial year 2026-27 to conduct the internal audit of the Company's operations and internal control systems.

The Board periodically reviews the findings and recommendations of the Internal Auditors and is of the opinion that the Company's internal financial controls and internal control systems are commensurate with the nature, size and complexity of its business operations.

22. VIGIL MECHANISM /WHISTLE BLOWER POLICY

Pursuant to Section 177(9) of the Act read with the applicable Rules thereunder, the Company has adopted the Vigil Mechanism/Whistle Blower Policy of its Holding Company. The Company is committed to conducting its business with integrity and maintains zero tolerance towards unethical conduct, fraud or violations of applicable laws and policies. The mechanism under the Policy has been adequately communicated to employees and other stakeholders.

During the year, the Company continued to create awareness of the mechanism through employee engagement and training initiatives. Under vigil mechanism, during the year 12 complaints were received in entire RHIM India Group, 10 of them were resolved satisfactorily while rest 2 were pending for resolution as on March 31, 2026. No person was denied access to the Vigil Mechanism.

23. HUMAN RESOURCES

The Company firmly believes that its employees are its key strength and continues to focus on attracting, developing, engaging and retaining talent. The Company's people practices are aligned with its business objectives and are aimed at fostering a performance-driven, inclusive and values-based work culture.

During the year, the Company continued to invest in employee learning and development through technical, functional, leadership and behavioural training programmes. Employee engagement, recognition and reward initiatives, including the



Culture Champion programme, helped strengthen organisational values and promote a culture of collaboration and excellence.

The Company remains committed to diversity, equity and inclusion and continues to provide equal opportunities for growth and development. A structured performance management framework supports goal alignment, accountability and professional development across the organisation.

The Board places on record its appreciation for the commitment, dedication and valuable contributions of all employees during the year and looks forward to their continued support in achieving the Company's strategic objectives.

24. PREVENTION OF SEXUAL HARASSMENT AND MATERNITY BENEFIT

The Company is committed to providing a safe, secure and inclusive work environment and maintains zero tolerance towards any form of sexual harassment. In compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has adopted an appropriate policy and constituted Internal Committees at its locations for prevention, prohibition and redressal of complaints relating to sexual harassment.

During the financial year 2025-26, no complaints of sexual harassment were received, disposed of or remained pending as on March 31, 2026.

As at March 31, 2026, the Company had a workforce of 2,151 personnel, comprising permanent and non-permanent employees and workers, including 2,133 male employees and 18 female employees. The Company had no employees identifying as transgender.

The Company continued to strengthen awareness on prevention of sexual harassment through e-learning modules, workshops and training programmes for employees, new joiners and members of the Internal Committees. Regular meetings of the Internal Committees were also conducted to ensure effective implementation of the policy.

The Company remains committed to fostering diversity, equity and inclusion and providing equal opportunities to all employees. The Company has also complied with the provisions of the Maternity Benefit Act, 1961, as amended, and all eligible employees were provided benefits in accordance with the applicable statutory requirements.

25. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo, as required to be disclosed under Section 134(3) (m) of the Act read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 are provided in **ANNEXURE-III.**

26. DETAILS OF REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND EMPLOYEES AND RELATED DISCLOSURES

Pursuant to Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the disclosures prescribed under Rule 5(1) are not applicable to the Company, being an unlisted public company and a material subsidiary of a listed company.

During the financial year under review, no remuneration was paid to any Director of the Company. However, sitting fees were paid to the Independent Non-Executive Directors for attending meetings of the Board. Remuneration was paid to one Key Managerial Personnel in accordance with the applicable provisions of the Act.

Further, no employee was in receipt of remuneration exceeding the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Accordingly, the disclosure requirements under Rule 5(2) and Rule 5(3) of the said Rules are not applicable to the Company.

27. ANNUAL RETURN

Pursuant to Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for FY 2025-26 is uploaded on the website of the holding company i.e. www.rhimagnesitaindia.com

28. DEMATERIALISATION OF SECURITIES

The Equity Shares of the Company have been admitted with National Securities Depository Limited (**NSDL**) under the ISIN No. INE0F9V01010 to facilitate the transfer/ subscription of shares of the Company in dematerialized form in terms of the provisions of Companies (Prospectus and Allotment of Securities) Rules, 2014.

As on 31 March 2026, 100% equity shares of the Company are held in dematerialized form with the participants of NSDL.

RHI Magnesita India Refractories Limited
RHI MAGNESITA

29. REGISTRAR AND SHARE TRANSFER AGENT

KFIN Technologies Limited continued to act as the Registrar and Share Transfer Agent ("RTA") of the Company during the year under review. The contact details of the RTA are provided below:

M/s KFIN Technologies Limited
Karvy Selenium Tower B, Plot 31-32, Financial District,
Nanakramguda, Serilingampally Hyderabad – 500032
Tel No: 040 67162222
Email: einward.ris@kfintech.com Website: www.kfintech.com

30. SECRETARIAL STANDARDS

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

31. GENERAL

Your Directors confirm that:

- No significant or material orders were passed by any Regulators, Courts, or Tribunals that would impact the going concern status of the Company or its future operations. However, Members' attention is drawn to the Statement on Contingent Liabilities and Commitments in the Notes to the Financial Statements.
- No fraud has been reported by the Auditors to the Board of Directors.
- There has been no change in the nature of business of the Company.
- No proceedings are pending or were initiated under the Insolvency and Bankruptcy Code, 2016, during the year or as at the end of FY 2025-26.
- There were no instances of one-time settlement with any bank or financial institution.
- The Company has not accepted any deposits, nor are there any unclaimed deposits or interest thereon requiring disclosure.
- The Company has not issued any equity shares with differential rights as to dividend, voting, or otherwise.
- No shares, including sweat equity shares, have been issued under any Employee Stock Option Scheme or similar scheme, as no such scheme exists in the Company.
- During the year under review, no company became or ceased to be a subsidiary, joint venture, or associate of the Company, except that RHIMSRL, 100% wholly owned subsidiary, ceased to exist pursuant to its merger with the Company.

ACKNOWLEDGMENT

The Directors also take this opportunity to place on record their sincere thanks and appreciation for assistance and continued support to the Company from its Bankers, State and Central Government agencies, employees and other stakeholders of the Company. Your directors also record their appreciation for the commitment and dedication of the employees of the Company at all levels.

By order of the Board of Directors

Pankaj Mathan
Chairman, Managing Director & CEO
(DIN: 08516185)

Gurugram, August 14, 2026

RHI Magnesita India Refractories Limited
RHI MAGNESITA

ANNEXURE-I

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

1. **Brief outline on CSR Policy of the Company**

RHI Magnesita group aims to establish guidelines regarding charitable contributions and the sponsorship with regards to Corporate Social Responsibility. RHI Magnesita group prohibits any direct or indirect contributions that are made to influence a decision impacting its' business activity.

The Company's success depends on the communities in which it lives and work and our business can only be sustainable if they are. Supporting thriving communities is therefore one of the important pillars of our Sustainability strategy. Wherever RHI Magnesita group has operations, we aim to work with local community leaders, government, and NGOs on environmental and social issues of concern to them and our business.

The Company's CSR initiatives align with responsible corporate citizenship principles. They aim to distribute economic benefits by actively collaborating with credible institutions, contributing to the social and economic development of the communities where the Company operates.

The Company engages in CSR activities in compliance with Schedule VII of the Companies Act, 2013. The allocated funds are directed toward supporting health, education, wellness, water, sanitation, and hygiene needs of marginalized communities. Additionally, the Company provides aid during natural and man-made disasters.

2. **Composition of CSR Committee**

As per Section 135(9) of the Companies Act, 2013, where the amount required to be spent by a company on CSR does not exceed Rs. 50 lakh, the requirement for constitution of the CSR Committee is not mandatory, accordingly, the functions of the CSR Committee as specified under the Act, in such cases, is being discharged by the Board of Directors of the Company.

3. **Web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company.**

There is no requirement for composition of CSR Committee in the Company.

For Web-link of CSR Policy and CSR Projects, kindly refer https://www.rhimagnesitaindia.com/

4. **Executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.**

Not Applicable

5. **(Rs. In Lakhs)**

(a)	Average net profit of the Company as per sub-section (5) of section 135	891.69
(b)	Two percent of average net profit of the Company as per sub-section (5) of section 135	17.83
(c)	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years	-
(d)	Amount required to be set-off for the financial year, if any	-
(e)	Total CSR obligation for the financial year [(b)+(c)-(d)]	17.83

6. **(Rs. In Lakhs)**

(a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	2.95
(b)	Amount spent in Administrative Overheads	-
(c)	Amount spent on Impact Assessment, if applicable	-
(d)	Total amount spent for the Financial Year [(a)+(b)+(c)]	2.95
(e)	CSR amount ~~spent or~~ unspent for the Financial Year	14.89

Total Amount Spent for the Financial Year (Rs. in lakh)	Amount Unspent (Rs. in lakh)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
2.95	14.05	27 April 2026	PM Relief Fund	0.84	30 April 2026

RHI Magnesita India Refractories Limited
RHI MAGNESITA

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

Sl. no.	Particulars	Amount (Rs. In lakh)
i.	Two percent of average Net Profit of the Company as per section 135(5)	17.83
ii.	Total amount spent for the financial year	2.95
iii.	Excess amount spent for the financial year [(ii)-(i)]	-
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

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

Sr No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under sub-section (6) of section 135	Balance Amount in Unspent CSR Account under sub-section (6) of section 135	Amount Spent in the Financial Year	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years	Deficiency, if any
					Amount	Date of transfer		
1	2024-25	Nil						
2	2023-24	Nil	Nil	8.51	0.79	4 April 2024	-	-
3	2022-23	Nil						

8. Whether any property or assets ('Capital Assets') have been created or acquired through CSR amount spent in the Financial Year (asset-wise details): No

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5) : The balance amount pertains to ongoing project and the same will be spent in accordance with the applicable provisions and necessary approvals.

Since RHI Magnesita Seven Refractories Limited *(RHIMSRL) has been amalgamated with the Company, the Company would be unable to file Form CSR-2 in respect of the aforesaid CSR obligation. Further, the MCA portal does not permit filing of Form CSR-2 in such circumstances, as the provisions relating to Corporate Social Responsibility are not applicable to the Company for FY 2025-26.* The financial information disclosed in this Annexure pertains to RHIMSRL and has been incorporated solely to provide details of the CSR obligation transferred to the Company pursuant to the merger

On behalf of Board of Directors

Abhishek Bajaj
Chief Financial Officer

Pankaj Malhan
Chairman, Managing Director & CEO
DIN: 08516185

Gurugram, August 14, 2026

NARESH VERMA & ASSOCIATES
COMPANY SECRETARIES

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 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,
RHI Magnesita India Refractories Limited
CIN: U26100TN2018PLC125133

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RHI Magnesita India Refractories Limited** (hereinafter referred as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit. We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026, complied with the statutory provisions listed hereunder and 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. The present audit report may also refer to certain events that occurred after the close of financial year to present a fair view of the state of affairs of the Company; however, the events that happened after the close of the financial year are not reviewed for audit purpose. Our report is to be read along with the Statutory Auditors observations in their Audit report, if any, on the financial statements of the Company for the year ended March 31, 2026.

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

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

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **Not Applicable as it is an unlisted public limited Company;**

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



416/7 & 8, First Floor, Opp. Karkardooma Metro Station, Near Community Centre, Delhi-110092
Phone:+91-9999419560, E-mail:nareshvermaandassociates@gmail.com

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

v. The Company being an unlisted public limited company, provisions of following Regulations and guidelines prescribed under Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not relevant to it and hence do not form the subject matter of this report): -

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

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

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time.

d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

vi. As per management, there are no laws which are specifically applicable to the Company.

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

(i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by "The Institute of Company Secretaries of India"; and

(ii)The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; (to the extent applicable; the Company is an unlisted public limited material subsidiary Company of RHI Magnesita India Limited, a Company listed on the BSE Limited and the

NARESH VERMA & ASSOCIATES * Company Secretaries * FCS - 8403 CP - 4424

National Stock Exchange of India Limited)

We report that during the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above *except to the extent that there was some delay in filling of vacancy in office of woman director caused by resignation of Ms Ticiana Kobel on November 17, 2025. Ms Sonu Chadha was appointed to fill the said vacancy w.e.f. May 20, 2026.*

We further report that, the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of account has not been reviewed in this audit since the same has been subject to review by statutory financial audit and other designated professionals.

We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent and Woman Directors, *except for a brief period as per details stated hereinabove.* The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or as agreed by Board of Directors, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decision of the Board was unanimous and no dissenting views were found to be recorded.

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

We further report that during the audit period, following events / actions occurred in pursuance of the laws, rules, regulations, guidelines standards etc. referred above, which may have a bearing on the company affairs:

- The Board of Directors of the company in their meeting held on August 7, 2025 approved a revised Scheme of Merger as approved by its Merger Committee on July 4, 2025, for the merger of the wholly owned subsidiary of the Company, viz. RHI Magnesita Seven Refractories Limited with RHI Magnesita India Refractories Limited with effect from April 1, 2025. The shareholders of the company approved the said

NARESH VERMA & ASSOCIATES * Company Secretaries * FCS - 5403 CP - 4424

scheme vide special resolution passed in their Extra Ordinary General Meeting ("EOGM") held on October 14, 2025.

- Ms. Ticiana Kobel resigned from Board of Directors of the Company with effect November 17, 2025

- The Company received confirmation order (Form No. CAA-12) dated January 09, 2026 from Office of Regional Director, Southern Region Chennai on January 30, 2026 with respect to approval of scheme of merger of RHI Magnesita Seven Refractories Limited with and into RHI Magnesita India Refractories Limited. The Appointed Date of the Scheme is April 01, 2025. Pursuant to said scheme, the authorised share capital of RHIM Seven was combined with the authorised share capital of the Company, resulting in an automatic increase in the Company's authorised capital from ₹ 1,25,00,00,000 (Rupees One Hundred and Twenty-Five Crore Only) to ₹ 1,45,00,00,000 (Rupees One Hundred Twenty-Five Crore to Rupees One Hundred Forty-Five Crore) divided into 14,50,00,000 (Fourteen Crore Fifty Lakh) equity shares of ₹ 10/- (Rupees Ten Only) each.

For Naresh Verma & Associates
Company Secretaries

Naresh Verma
CP: 4424, FCS: 5403
UDIN: F005403H001071424
Peer Review Certificate No. 3266/2023
Firm Registration No.: S2002DE050200

Place: Delhi
Date : 14.08.2026

Note: This report is to be read with our letter of even date which is annexed as Annexure- I and forms an integral part of this report.

Annexure-I

To,

The Members,
RHI Magnesita India Refractories Limited
Dalmiapuram, Lalgudi District Tiruchirapalli,
Chennai, Tamil Nadu 621651

Our report on even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

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

3. We have not verified the correctness and appropriateness of financial records and Books of Account of the company.

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

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

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

For Naresh Verma & Associates
Company Secretaries

NARESH VERMA & ASSOCIATES * Company Secretaries * FCS - 5403 CP - 4424

Naresh Verma
CP: 4424, FCS: 5403
UDIN: F005403H001071424
Peer Review Certificate No. 3266/2023
Firm Registration No.: S2002DE050200

Place: Delhi
Date : 14.08.2026

ANNEXURE-III

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

[Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014]

A. CONSERVATION OF ENERGY

(i) Energy Management

The Company is committed to sustainable business practices and recognizes energy conservation as an integral part of its operations. Continuous efforts are made to optimize energy consumption, improve resource efficiency and minimize environmental impact through process improvements, adoption of energy-efficient technologies and employee awareness initiatives. The key energy conservation measures undertaken during the year are set out below:

(ii) Steps taken or Impact on conservation of energy

During the Financial Year 2025-26, the Company undertook several initiatives to enhance energy efficiency and reduce overall energy consumption, including:

- Replacement of conventional lighting systems with energy-efficient LED lighting and installation of automation controls to optimize energy usage.
- Continuous process improvements and operational optimization initiatives to enhance energy efficiency and reduce overall energy consumption.
- Implementation of measures to improve fuel efficiency and optimize energy utilization across manufacturing operations.
- Installation of interlocks, monitoring systems and automation controls to prevent unnecessary operation of equipment and utilities.
- Reduction of compressed air losses through regular monitoring and preventive maintenance.
- Improved utilization of recycled and secondary raw materials, resulting in efficient use of resources and reduction in process waste.
- Adoption of energy-efficient equipment and environmentally sustainable operating practices across plant operations.
- Increased use of battery-operated material handling equipment to reduce dependence on conventional fuels.
- Conducting periodic energy audits and employee awareness programmes to promote a culture of energy conservation and resource efficiency.

(iii) Steps taken for utilizing alternate sources of energy

The following initiatives were undertaken to maximize the utilization of alternative and sustainable sources of energy:

- Enhanced utilization of natural daylight within manufacturing facilities through infrastructure improvements, thereby reducing dependence on artificial lighting and supporting energy conservation efforts.
- Continued evaluation of renewable energy initiatives, including the proposed adoption of solar power and energy-efficient lighting solutions as part of the Company's sustainability objectives.

(iv) Capital investment on energy conservation equipment

During the year, the Company undertook investments aimed at improving operational efficiency and energy utilization, including:

- Installation of a high-efficiency ball mill in place of conventional equipment, resulting in enhanced productivity and improved energy efficiency.
- Installation of an energy-efficient servo-controlled hydraulic press replacing conventional presses.
- Installation of solar LED lighting systems at selected locations.

Apart from the above initiatives, no significant capital expenditure was incurred exclusively for energy conservation equipment during the Financial Year 2025-26.

B. TECHNOLOGY ABSORPTION

(i) Efforts made towards technology absorption

The Company continued its focus on process innovation, technology adoption and operational excellence. Key initiatives undertaken during the year include:

- Continued focus on improving resource efficiency through enhanced recycling, reuse of raw materials and reduction in process waste.
- Undertook process optimization and technology-driven initiatives to improve product quality, operational efficiency and manufacturing performance.
- Implemented improvements in material handling, secondary raw material utilization and waste reduction practices to strengthen sustainable operations.

RHI Magnesita India Refractories Limited
RHI MAGNESITA

- Adopted advanced safety, automation and process-control systems to enhance workplace safety, operational reliability and efficiency.
- Upgraded production infrastructure and equipment to improve productivity, process stability and manufacturing capacity.
- Developed innovative refractory products and adopted advanced manufacturing practices to support business growth and technological advancement.
- Strengthened plant infrastructure and utility management systems to improve operational reliability and resource conservation.

(ii) **Benefits derived from the above efforts**

The above initiatives have resulted in:

- Improved operational efficiency and productivity.
- Better utilization of raw materials and reduction in process waste.
- Reduction in energy consumption and manufacturing costs.
- Enhanced product quality, consistency and reliability.
- Improved workplace safety and environmental performance.
- Increased production capacity and process stability.
- Strengthened technological capabilities and sustainable manufacturing practices.

(iii) Information regarding imported technology

The Company has not imported any technology during the last three financial years requiring disclosure under Rule 8(3) of the Companies (Accounts) Rules, 2014.

(iv) Expenditure incurred on Research and Development

The Company continues to undertake product development, process improvement and quality enhancement initiatives as part of its regular business operations. No material expenditure on research and development requiring separate disclosure was incurred during the year.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

(Amount in Rs. Lacs)

Particulars	2025-26	2024-25*
Earnings	**2,629.80**	**4,842.65**
Outgo	**10,811.99**	**14,195.39**

* *Comparative figures for FY 2024-25 have been restated pursuant to the amalgamation of the Company's wholly owned subsidiary with the Company, effective April 1, 2025.*

By order of the Board of Directors

Pankaj Malhan
Chairman, Managing Director & CEO
(DIN: 08516185)

Gurugram, August 14, 2026

RHI Magnesita India Refractories Limited
RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP

Independent Auditor's Report

To the Members of RHI Magnesita India Refractories Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of RHI Magnesita India Refractories Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("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 total comprehensive income (comprising loss and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

Emphasis of Matter

4. We draw attention to Note 40 to the Financial Statements regarding the Scheme of Merger (the "Scheme") between the Company and RHI Magnesita Seven Refractories Limited, wholly owned subsidiary, with an "appointed date" of April 1, 2025, as approved by the Regional Director (Southern Region), Chennai, vide order dated January 9, 2026. The Scheme has been given effect to in the Financial Statements of the Company from the beginning of the preceding period, i.e., April 1, 2024, and accordingly the comparative prior year financial information has been restated in accordance with "Appendix C Business combinations of entities under common control" to Ind AS 103 "Business Combinations".

   Our opinion is not modified in respect of this matter.



Key Audit Matter

5. Key audit matter is a matter that, in our professional judgement, was of most significance in our audit of the Financial Statements of the current period. This matter was addressed in the context of our audit of the Financial Statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Key audit matter	How our audit addressed the key audit matter
Assessment of carrying value of goodwill (Refer Notes 3(c) and 26 to the Financial Statements) The Company has goodwill carried at cost less accumulated impairment loss. The Company reviews the carrying value of goodwill at every balance sheet date irrespective of whether there is any indication of impairment or not, the carrying value is assessed for impairment in accordance with Ind AS 36 'Impairment of Assets', and an impairment provision is recognised, where applicable. The management has determined the Company as a whole as the cash generating unit ("CGU") for the purpose of impairment assessment, and with the involvement of independent valuation experts ("management's experts"), the recoverable value of the CGU has been determined. The assessment of carrying value of goodwill has been considered as a key audit matter as the determination of recoverable value involves significant management judgement and estimates such as future expected level of operations and related forecast of cash flows, market conditions, discount rate, growth rate, terminal growth rate etc.	Our audit procedures included the following: • Obtained an understanding and evaluated the design and tested the operating effectiveness of controls over the impairment assessment. • Assessed whether the Company's determination of CGUs was consistent with our knowledge of the Company's operations. • Assessed the competence, capabilities and objectivity of management's experts and perused the report issued by them. • Involved our auditor's experts to assist in o assessing the appropriateness of the valuation model including the independent assessment of the underlying assumptions relating to discount rate, terminal growth rate etc.; and o evaluation of the cash flow forecasts (with underlying economic growth rate) by comparing them to the approved budgets and our understanding of the internal and external factors. • Verified the mathematical accuracy of the computations involved in the valuation model. • Assessed the sensitivity analysis and evaluated whether any reasonably foreseeable change in assumptions could lead to impairment or material change in fair valuation. • Discussed the key assumptions and sensitivities with those charged with governance. • Evaluated the adequacy of the disclosures made in the Financial Statements.



Other Information

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the Financial Statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.

   In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

   When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

Responsibilities of management and those charged with governance for the financial statements

7. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the 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 accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

8. In preparing the Financial Statements, Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the Audit of the Financial Statements

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



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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 Financial Statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

12. 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.

13. From the matter communicated with those charged with governance, we determine this matter that was of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matter. We describe this matter 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

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

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

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the back-up of the books of account and other books and papers maintained in electronic mode has not been maintained on a daily basis on servers physically located in India and the matters stated in paragraph 15(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).



(c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 15(b) above and paragraph 15(h)(vi) below.

(g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

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

i. The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 32 to the 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.

iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in Note 37(v)(a) to the Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 37(v)(b) to the Financial Statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The Company has not declared or paid any dividend during the year.



vi. 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 that has operated throughout the year for all relevant transactions recorded in the software, except that at database level the audit log of modification does not contain the pre-modified values.

During the course of performing our procedures except the aforesaid instances, we did not notice any instance of audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

16. The Company has not paid any remuneration to its directors during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012574N/N500016

Anurag Khandelwal
Partner
Membership Number: 078571

UDIN: 26078571FQWDYK3552
Place: Gurugram
Date: May 29, 2026

Annexure A to Independent Auditor's Report

Referred to in paragraph 15(g) of the Independent Auditor's Report of even date to the members of RHI Magnesita India Refractories Limited on the Financial Statements as of and for the year ended March 31, 2026

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of RHI Magnesita India Refractories Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing specified 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 ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.



Annexure A to Independent Auditor's Report

Referred to in paragraph 15(g) of the Independent Auditor's Report of even date to the members of RHI Magnesita India Refractories Limited on the Financial Statements as of and for the year ended March 31, 2026

Meaning of Internal Financial Controls with reference to Financial Statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements 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 Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012574N/N500016



Anurag Khandelwal
Partner
Membership Number: 078571

UDIN: 26078571FQWDYK3552
Place: Gurugram
Date: May 29, 2026

In terms of the information and explanations sought by us and furnished by the Company, and the books of account and records examined by us during the course of our audit, and to the best of our knowledge and belief, we report that:

i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment (including Right of Use Assets).

(B) The Company is maintaining proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment of the Company are physically verified by the Management according to a phased programme designed to cover all the items over a period of two 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, a portion of the Property, Plant and Equipment has been physically verified by the management during the year and no material discrepancies have been noticed on such verification.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 39 to the Financial Statements, are held in the name of the Company, except for the following:

Description of property	Gross carrying value (Rs. lakhs)	Title Deeds Held in the name of	Whether promoter, director or their relative or employee	Period held -indicate range, where appropriate	Reason for not being held in the name of the Company
Land with respect to Khambhalia manufacturing unit	191.99	Shree Natraj Ceramic and Chemical Industries Limited	No	Since January 2023	Title deed registered in the name of Shree Natraj Ceramic and Chemical Industries Limited whose name was changed to Dalmia Refractories Limited. This entity got merged into Dalmia Bharat Refractories Limited. By virtue of Business transfer agreement dated November 19, 2022, the Company has acquired Indian refractories business from Dalmia Bharat Refractories Limited. The name of the Company has changed from Dalmia OCL Limited to RHI Magnesita India Refractories Limited and consequent to this Company is in the process for change of name.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500018
Gurugram

Description of property	Gross carrying value (Rs. lakhs)	Title Deeds Held in the name of	Whether promoter, director or their relative or employee	Period held -indicate range, where appropriate	Reason for not being held in the name of the Company
Land with respect to Bhilai manufacturing unit	42.20	Dalmia OCL limited	No	Since January 2023	Title deed registered in the name of Dalmia OCL Limited. The Company is in the process of getting the name changed in the title deed consequent to change of name of the Company to RHI Magnesita India Refractories Limited.
Building of Bhilai manufacturing unit	283.60		No	Since January 2023	
Leasehold land with respect to Dalmiapuram manufacturing unit	2,487.30	Dalmia Bharat Refractories Limited	No	Since January 2023	Management is in the process of registering long-term lease in the name of Company to RHI Magnesita India Refractories Limited.
Building of Dalmiapuram manufacturing unit	2,909.93		No	Since January 2023	
Leasehold land with respect to Rajgangpur manufacturing unit	7,048.78	Dalmia Bharat Refractories Limited	No	Since January 2023	Management is in the process of registering long-term lease in the name of Company to RHI Magnesita India Refractories Limited.
Building of Rajgangpur manufacturing unit	2,698.60		No	Since January 2023	
Leasehold land with respect to Katni manufacturing unit	663.06	Dalmia Seven Refractories Limited	No	Since January 2023	Leasehold deed of land on which building is constructed is registered in the name of Dalmia Seven Refractories Limited (name changed to RHI Magnesita Seven Refractories Limited) now merged into the Company.
Total	**16,325.46**				

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or Intangible Assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) or Intangible Assets does not arise.

(e) No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the Financial Statements, does not arise.

ii. (a) The physical verification of inventory excluding stocks with third parties has been conducted at reasonable intervals by the management during the year and, in our opinion, the coverage and procedure of such verification by management is appropriate. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

(b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account as set out below:

Name of the Bank	Aggregate working capital limits sanctioned (Rs. in lakhs)	Nature of Current Asset offered as Security	Nature of current asset underlying quarterly return/Statement	Quarter ended	Amount disclosed as per quarterly return/ statement (Rs. in lakhs) (A)	Amount as per books of account (Rs. in lakhs) (B)	Difference (Rs. in lakhs) (B) - (A)	Reasons for difference
Axis Bank Limited, HSBC Bank & Kotak Bank	55,000.00	Corporate Guarantee	Trade receivables	June 30, 2025	8,872.15	19,850.49	10,978.34	Trade receivables for more than ninety days and receivables from related parties are not considered in the return.
			Trade Payables	June 30, 2025	13,964.14	14,816.30	852.16	Trade Payables for few services have not been considered in the return.



Name of the Bank	Aggregate working capital limits sanctioned (Rs. in lakhs)	Nature of Current Asset offered as Security	Nature of current asset underlying quarterly return/Statement	Quarter ended	Amount disclosed as per quarterly return/ statement (Rs. in lakhs) (A)	Amount as per books of account (Rs. in lakhs) (B)	Difference (Rs. in lakhs) (B) - (A)	Reasons for difference
Axis Bank Limited, HSBC Bank & Kotak Bank	55,000.00	Corporate Guarantee	Trade receivables	September 30, 2025	14,658.48	26,513.37	11,854.89	Trade receivables for more than ninety days and receivables from related parties are not considered in the return.
			Trade Payables	September 30, 2025	17,992.16	18,740.90	748.74	Trade Payables for few services have not been considered in the return.
			Trade Receivables	December 31, 2025	15,773.55	22,861.55	7,088.00	Trade receivables for more than ninety days and receivables from related parties are not considered in the return.
			Trade Payables	December 31, 2025	18,768.08	20,103.54	1,335.46	Trade Payables for few services have not been considered in the return.
			Trade Receivables	March 31, 2026	12,793.61	19,537.41	6,743.80	Return is filed considering numbers as per the provisional Financial Statements.



Name of the Bank	Aggregate working capital limits sanctioned (Rs. in lakhs)	Nature of Current Asset offered as Security	Nature of current asset underlying quarterly return/Statement	Quarter ended	Amount disclosed as per quarterly return/ statement (Rs. in lakhs) (A)	Amount as per books of account (Rs. in lakhs) (B)	Difference (Rs. in lakhs) (B) - (A)	Reasons for difference
Axis Bank Limited, HSBC Bank & Kotak Bank	55,000.00	Corporate Guarantee	Trade Payables	March 31, 2026	15,816.06	17,256.64	1,440.58	Return is filed considering numbers as per the provisional Financial Statements.
HDFC Bank	2,000.00	Hypothe-cation against current Assets	Trade Payables	June 30, 2025	1,860.89	3,437.29	1,576.40	Trade Payables for few services have not been considered in the return.
			Trade Receivables	June 30, 2025	1,704.22	2,609.38	905.16	Trade receivables for more than ninety days and receivables from related parties are not considered in the return.
			Trade Payables	September 30, 2025	2,291.62	3,620.84	1,329.22	Trade Payables for few services have not been considered in the return.
			Trade Receivables	September 30, 2025	1,762.20	3,149.29	1,387.09	Trade receivables for more than ninety days and receivables from related parties are not considered in the return.

Also, Refer Note 38(xii) to the Financial Statements.



iii. (a) The Company has made investments in four mutual fund schemes during the year and granted unsecured loans to few employees. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans are as per the table given below:

	Amount (Rs. in lakhs)
Aggregate amount granted during the year - Loans to employees	64.50
Balance outstanding as at balance sheet date in respect of the above case - Loans to employees	76.79

Also, refer Note 4(f) to the Financial Statements.

The Company did not have any joint venture or associate companies during the year. The Company has not made any other investments, granted any secured/ unsecured loans or advances in nature of loans to companies, firms, limited liability partnerships ('LLPs') or any other parties or stood guarantee or provided any security to companies, firms or LLPs or any other parties.

(b) In respect of the aforesaid investments and loans, the terms and conditions under which such loans were granted and investments were made are not prejudicial to the Company's interest.

(c) Further, the Company has granted interest-free loans to its employees and, accordingly, the question of our commenting on regularity of payment of interest does not arise. However, in respect of such loans where the schedule of repayment of principal has been stipulated, the employees are repaying the principal amounts as stipulated.

(d) In respect of the aforesaid loans, there is no amount which is overdue for more than ninety days.

(e) There were no loans which have fallen due during the year and were renewed/extended. Further, no fresh loans were granted to same parties to settle the existing overdue loans.

(f) There were no loans/advances in the nature of loans which were granted during the year, to promoters/ related parties. In respect of the loans granted during the year to employees, the schedule of repayment of principal has been stipulated and the same were not repayable on demand.

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186. Therefore, the reporting under clause 3(iv) of the Order is not applicable to the Company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under. Accordingly, the reporting under clause 3(v) of the Order is not applicable to the Company.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products and services. We have broadly reviewed the books of account maintained by the Company pursuant to the said requirement and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.



vii. (a) In our opinion, except for dues in respect of Stamp Duty, the Company is regular in depositing undisputed statutory dues, including professional tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, goods and services tax, labour welfare fund and other statutory dues, as applicable, with the appropriate authorities. The extent of the arrears of statutory dues outstanding as at March 31, 2026, for a period of more than six months from the date they became payable are as follows:

Name of the statute	Nature of dues	Amount (Rs. in lakhs)	Period to which the amount relates	Due date	Date of Payment
Registration Act, 1908	Stamp duty	2,311.14	2022-23	January 04, 2023	Not Applicable

On November 19, 2022, Dalmia Bharat Refractories Limited ("DBRL") entered into a business transfer agreement (BTA) with the Company to transfer the entire Indian refractory business of DBRL to Company. The stamp duty is payable on acquisition of immovable property and the mining rights by the Company as per BTA.

(b) The particulars of statutory dues referred to in sub-clause (a) as at March 31, 2026, which have not been deposited on account of a dispute, are as follows:

Name of the Statute	Nature of Dues	Amount (Rs. in Lakhs)	Amount paid Under protest (Rs.)	Period to which The amount Relates	Forum where the dispute is pending
Goods and Services Tax Act,2017	Goods and Service Tax	265.43	14.79	April 2018 to March 2023	Goods and Service Tax Appellate Authority

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not obtained any term loans during the year ended March 31, 2026, and there was no unutilised balance of term loan obtained in earlier years as on April 01, 2025. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the Financial Statements of the Company, we report that no funds raised on short-term basis have been utilised for long-term purposes by the Company.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.



(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the management.

(b) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed by us, as statutory auditors, with the Central Government. Further, no such report has been filed by any other auditor appointed by the Company under the Act. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, the Company has received whistle-blower complaints during the year, which have been considered by us for any bearing on our audit and reporting under this clause.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the Financial Statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv (a) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditor for the period under audit have been considered by us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with the directors. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under clause 3(xv) of the Order is not applicable to the Company.

xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.



(c) The Company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) In our opinion, the Group as defined in the Reserve Bank of India (Core Investment Companies) Directions, 2025 does not have any CICs, which are part of the Group. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and, accordingly, the reporting under clause 3(xviii) of the Order is not applicable.

xix. On the basis of the financial ratios (Refer Note 36 to the Financial Statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, 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 the 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. The Director's report is expected to be made available to us after the date of our report (refer paragraph 6 of the Independent Auditor's Report on other information).

xx. The Company was not required to spend any amount during the year for Corporate Social Responsibility under Section 135(5) of the Act. Accordingly, there is no amount unspent as at March 31, 2026, and the reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The reporting under clause 3(xxi) of the Order relates to audit of Consolidated Financial Statements, which is not applicable to the Company. Accordingly, no comment in respect of this clause has been included.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 01275N/N500016



Anurag Khandelwal
Partner
Membership Number: 078571

UDIN: 26078571FQWDYK3552
Place: Gurugram
Date: May 29, 2026

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Balance Sheet as at March 31, 2026

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Notes	As at March 31, 2026	As at March 31, 2025*
Assets			
Non-current assets			
Property, plant and equipment	3(a)	22,328.12	23,273.41
Right-of-use assets	3(b)	9,713.35	10,944.82
Capital work-in-progress	3(a)	848.94	1,374.58
Goodwill	3(c)	-	55,624.03
Other intangible assets	3(c)	75,277.91	81,280.10
Financial assets			
(i) Other financial assets	4(a)	20.83	328.84
Deferred tax assets (net)	5	4,697.85	4,201.69
Tax assets	6	492.96	164.03
Other non-current assets	7	1,942.90	450.15
Total non-current assets		115,322.86	177,641.65
Current assets			
Inventories	8	25,607.95	30,280.61
Financial assets			
(i) Investments	4(b)	4,575.33	-
(ii) Trade receivables	4(c)	20,770.91	18,616.46
(iii) Cash and cash equivalents	4(d)	5,361.14	1,256.07
(iv) Bank balances other than (ii) above	4(e)	43.34	-
(v) Other financial assets	4(f)	139.41	124.88
Contract assets	4(g)	4,713.92	2,754.79
Other current assets	7	2,117.08	4,710.84
Total current assets		63,329.08	57,743.65
Total assets		178,651.94	235,385.30
Equity and liabilities			
Equity			
Equity share capital	9(a)	10,453.11	10,453.11
Other equity	9(b)	108,935.34	166,797.96
Total equity		119,388.45	177,251.07
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	10	21,254.18	21,548.24
(ii) Lease liabilities	3(b)	7,649.98	8,217.29
Provisions	16	204.14	288.64
Other non-current liabilities	11	-	11.71
Total non-current liabilities		29,108.30	30,065.88
Current liabilities			
Financial liabilities			
(i) Borrowings	10	5,594.80	3,035.33
(ii) Lease liabilities	3(b)	533.48	639.19
(iii) Trade payables	12		
(a) Total outstanding dues of micro enterprises and small enterprises		1,499.43	2,006.39
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		14,619.25	14,313.94
(iv) Other financial liabilities	13	1,261.83	1,841.90
Contract liabilities	14	787.15	809.14
Other current liabilities	15	3,836.83	3,848.70
Provisions	16	2,022.42	1,573.76
Total current liabilities		30,155.19	28,068.35
Total liabilities		59,263.49	58,134.23
Total equity and liabilities		178,651.94	235,385.30

*On account of merger as per Ind As 103 (refer note 40).

The above Balance Sheet should be read in conjunction with the accompanying notes.
The above Balance Sheet referred in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Anurag Khandelwal
Partner

Membership No: 078571

Place: Gurugram
Date: May 29, 2026

RHI Magnesita India Refractories Limited

For and on behalf of the Board of Directors of
RHI Magnesita India Refractories Limited

Parmod Sagar
Chairman, Managing Director & CEO
(DIN - 06500871)

Azim Syed
Director
(DIN - 10641934)

Abhishek Bajaj
Chief Financial Officer

Bobby Mehndiratta
Company Secretary
(ACS - A54143)

Place: Gurugram
Date: May 29, 2026

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Statement of Profit and Loss for the year ended March 31, 2026

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Notes	Year ended March 31, 2026	Year ended March 31, 2025*
Income			
Revenue from operations	17	113,041.00	99,138.90
Other income	18	2,277.36	2,178.36
Total income		115,318.36	101,317.26
Expenses			
Cost of raw materials and components consumed	19	49,441.38	45,746.34
Purchases of stock-in-trade	20	20,371.64	13,089.65
Changes in inventories of finished goods, work-in-progress and stock-in-trade	21	503.84	(284.09)
Employee benefits expense	22	11,976.30	13,335.12
Finance costs	23	3,067.41	3,185.48
Depreciation and amortisation expense	24	11,296.91	12,269.80
Other expenses	25	21,355.75	17,992.00
Total expenses		118,013.23	105,334.30
Loss before tax		(2,694.87)	(4,017.04)
Exceptional item			
Impairment loss on goodwill	26	55,624.03	-
Loss before tax		(58,318.90)	(4,017.04)
Income tax credit:			
- Current tax		-	273.33
- Deferred tax credit	5	(486.12)	(2,099.69)
Total tax credit		(486.12)	(1,826.36)
Loss for the year		(57,832.78)	(2,190.68)
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
- Remeasurement of the defined benefit plans	16	(39.88)	(61.72)
- Income tax relating to the above	5	10.04	15.53
Other comprehensive (loss)/income for the year, net of tax		(29.84)	(46.19)
Total comprehensive loss for the year		(57,862.62)	(2,236.87)
Basic loss per equity share (Face value of Rs. 10 each share) (Rs.)	28	(55.33)	(2.10)
Diluted loss per equity share (Face value of Rs. 10 each share) (Rs.)	28	(55.33)	(2.10)

*On account of merger as per Ind As 103 (refer note 40).

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.
The above Statement of Profit and Loss referred in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Anurag Khandelwal
Partner

Membership No: 078571

Place: Gurugram
Date: May 29, 2026

For and on behalf of the Board of Directors of
RHI Magnesita India Refractories Limited

Parmod Sagar
Chairman, Managing Director & CEO
(DIN - 06500871)

Azim Syed
Director
(DIN - 10641934)

Abhishek Bajaj
Chief Financial Officer

Bobby Mehndiratta
Company Secretary
(ACS - A54443)

Place: Gurugram
Date: May 29, 2026

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Statement of Changes in Equity for the year ended March 31, 2026

Equity Share Capital

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Notes	Amount
Balance as at April 01, 2024	9(a)	10,453.11
Shares issued during the year		-
Balance as at March 31, 2025		10,453.11
Shares issued during the year	9(a)	-
Balance as at March 31, 2026		10,453.11

Other Equity

Particulars	Notes	Attributable to the owners of RHI Magnesita India Refractories Limited			
		Reserves and Surplus		Other Reserves	Total
		Securities Premium	Retained Earnings		
Balance as at April 01, 2024*	9(b)	**206,003.11**	**(103,038.15)**	**66,069.87**	169,034.83
Loss for the year		-	(2,190.68)	-	(2,190.68)
Other comprehensive income		-	(46.19)	-	(46.19)
Balance as at March 31, 2025		**206,003.11**	**(105,275.02)**	**66,069.87**	166,797.96
Balance as at April 01, 2025	9(b)	**206,003.11**	**(105,275.02)**	**66,069.87**	166,797.96
Loss for the year		-	(57,832.78)	-	(57,832.78)
Other comprehensive income		-	(29.84)	-	(29.84)
Balance as at March 31, 2026		**206,003.11**	**(163,137.64)**	**66,069.87**	**108,935.34**

*On account of merger as per Ind As 103 (refer note 40).

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes
The above Statement of Changes in Equity referred in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Anurag Khandelwal
Partner
Membership No: 078571

Place: Gurugram
Date: May 29, 2026

For and on behalf of the Board of Directors of
RHI Magnesita India Refractories Limited

Parmod Sagar
Managing Director & CEO
(DIN - 06500871)

Azim Syed
Director
(DIN - 10641934)

Abhishek Bajaj
Chief Financial Officer

Bobby Mehndiratta
Company Secretary
(ACS - A54443)

Place: Gurugram
Date: May 29, 2026

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Statement of Cash Flows for the year ended March 31, 2026

Particulars	Notes	Year ended March 31, 2026	Year ended March 31, 2025*
A. Cash flow from operating activities			
Loss before tax		**(58,318.90)**	**(4,017.02)**
Adjustments for:			
Depreciation and amortisation expense	24	11,296.91	12,269.79
Interest income	18	(43.52)	(47.35)
Realised gain on redemption of mutual fund	18	(117.52)	-
Unrealised gain on fair valuation of mutual funds through profit and loss	18	(16.68)	-
Allowance/(writeback) for doubtful export incentives receivable (Net)	25	-	166.09
Allowance for doubtful debts - trade receivables (Net)	25	333.29	(37.00)
Allowance for doubtful debts - contract assets (Net)	25	(267.48)	-
Bad debts written off	25	35.56	256.53
Amortisation of mines	25	493.80	658.63
Impairment loss on goodwill	26	55,624.03	-
Liabilities/ provisions no longer required written back	18	(40.22)	(1,877.73)
Writeback of provision against mining rights	18	(48.91)	-
Profit on termination of lease	18	(1,378.75)	-
Profit on relinquishment of rights to mines	18	(623.81)	-
Finance costs	23	3,067.41	3,185.48
Property, plant and equipment written off	25	10.40	-
Profit on property, plant and equipment sold / scrapped (Net)	18	(0.66)	4.61
Net unrealised foreign exchange loss/(gain)		(13.93)	575.41
Operating profit before working capital changes		**9,991.02**	**11,137.44**
Changes in operating assets and liabilities			
Decrease / (Increase) in inventories		4,672.66	(1,701.00)
(Increase) / Decrease in trade receivables		(2,627.21)	1,239.31
(Increase) in other financial assets-current		(40.62)	(23.68)
(Increase) / Decrease in other current assets		(519.07)	36.76
(Increase) / Decrease in contract assets		(1,691.65)	1,469.51
Decrease in other financial assets - non current		308.01	46.90
(Increase) /Decrease in other non-current assets		25.72	(3.41)
(Decrease) in trade payables		(91.76)	(926.13)
(Decrease) in other financial liabilities		(451.34)	(65.41)
(Decrease) / Increase in contract liabilities		(21.99)	295.06
(Decrease) in other current liabilities		(11.87)	(84.50)
Increase in provisions		423.70	88.05
(Decrease) / Increase in other non-current liabilities		(11.71)	11.71
Cash generated from operations		**9,953.89**	**11,520.61**
Income tax paid (Net)		(328.93)	(262.19)
Net cash inflow from operating activities (A)		**9,624.96**	**11,258.42**
B. Cash flows from investing activities			
Decrease/(Increase) in other bank balances		(43.34)	75.91
Capital expenditure on property, plant and equipment and intangible assets		(4,259.46)	(3,115.58)
Proceeds from sale of property, plant and equipment and intangible assets		22.32	26.21
Proceeds from termination of lease		1,154.00	-
Proceeds from transfer of mining rights		2,169.00	-
Investment in mutual funds		(62,896.41)	-
Proceeds from redemption of mutual funds		58,455.28	-
Interest received		69.61	30.65
Net cash outflow from investing activities (B)		**(5,329.00)**	**(2,982.81)**
C. Cash flows from financing activities			
Proceeds from current borrowings (excluding supplier finance arrangement)		287.64	17,900.69
Proceeds received under a supplier finance arrangement		2,699.45	-
Repayment of current borrowings (excluding supplier finance arrangement)		(3,290.90)	(22,240.04)
Repayments under a supplier finance arrangement		(1,638.21)	-
Gain realised on derivative contracts		2,876.77	-
Principal repayment of lease liabilities		-	(38.06)
Interest repayment of lease liabilities		-	(12.19)
Interest paid		(1,125.64)	(3,290.86)
Net cash outflow from financing activities (C)		**(190.89)**	**(7,680.46)**





RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Statement of Cash Flows for the year ended March 31, 2026

Particulars	Notes	Year ended March 31, 2026	Year ended March 31, 2025*
Net increase in cash and cash equivalents (A+B+C)		**4,105.07**	**595.15**
Cash and cash equivalents at the beginning of the year		1,256.07	660.92
Cash and cash equivalents at the end of the year		5,361.14	1,256.07
Non Cash investing activities			
- Capitalisation of mining rights (Refer note 3(c))		1,012.95	2,170.12
- Acquisition of right-of-use-assets		-	5.91
Cash and cash equivalent included in the cash flow statement comprise of the following:			
Balances with banks			
- in current accounts		3,381.14	1,256.07
Deposits with original maturity of less than three months		1,980.00	-
		5,361.14	1,256.07

*On account of merger as per Ind As 103 (refer note 40).

The above Statement of Cash Flows has been prepared under the 'indirect method' as set out in Ind AS 7 'Statement of Cash Flows'.

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.
The above Statement of Cash Flows referred in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Anurag Khandelwal
Partner
Membership No: 078571

Place: Gurugram
Date: May 29, 2026

For and on behalf of the Board of Directors of
RHI Magnesita India Refractories Limited

Pankaj Sagar
Chairman, Managing Director & CEO
(DIN - 06500871)

Azim Syed
Director
(DIN - 10641934)

Abhishek Bajaj
Chief Financial Officer

Bobby Mehndiratta
Company Secretary
(ACS - A54443)

Place: Gurugram
Date: May 29, 2026

1. Corporate Information

RHI Magnesita India Refractories Limited ('the Company') is a public limited company located in India, having its registered office located at Dalmiapuram, Lalgudi District Tiruchirapalli, Chennai, Tamil Nadu, India, 621651. The Company was incorporated on October 05, 2018. The Company is in the business of manufacturing and selling of refractories, monolithic, high alumina bricks, castable and pre-cast shapes. The Company has manufacturing operations over five locations i.e. Rajgangpur (Odisha), Dalmiapuram (Tamil Nadu), Khambalia (Gujarat), Bhilai (Chhattisgarh) and Katni (Madhya Pradesh) in India.

The Financial Statements were approved by the Board of Directors and authorised for issue on May 29, 2026.

2.1. Basis of Preparation

(i) Compliance with Ind AS

The Financial Statements comply in all material aspects with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 'the Act' [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

(ii) Historical cost convention

The Financial Statements have been prepared on a historical cost basis, except for the following which have been measured at fair value:

- defined benefit plans – plan assets measured at fair value.
- certain financial assets and liabilities measured at fair value.

(iii) New and amended standards adopted by the Company

The Ministry of Corporate Affairs vide notification dated May 07, 2025 and August 13, 2025 notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which amended certain accounting standards (see below), and are effective for annual reporting periods beginning on or after April 01 2025:

- Classification of liabilities as current or non-current and non-current liabilities with covenants - amendments to Ind AS 1.
- Supplier finance arrangements - amendments to Ind AS 7 and Ind AS 107.
- International tax reform - Pillar Two Model Rules - amendments to Ind AS 12.
- Lack of exchangeability - amendments to Ind AS 21

Due to the implementation of the amendments to Ind AS 7 and Ind AS 107, the Company has included updated disclosures about liabilities in supplier finance arrangements in note 10.

The other amendments did not have a material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

(iv) New Standards or amendments not yet adopted

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1 - This amendment also includes specific provisions that will take effect for reporting periods beginning on or after April 01, 2026, as outlined below. Under the existing Ind AS 1, where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as

current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

However, the amended requirements stipulate that entities will no longer be permitted to consider lender waivers that are granted after the reporting date but before the financial statements are approved for the purpose of classification of loans. This amendment is required to be applied retrospectively in accordance with Ind AS 8.

The Company does not expect this amendment to have an impact on its operations or the Financial Statements.

(v) Functional and presentation currency

The Financial Statements are presented in Indian Rupee (Rs.) which is the functional currency of the Company. All amounts are rounded to two decimal places to the nearest lakhs, unless otherwise stated.

(vi) Current versus non-current classification

All assets have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets. Further, the Company classifies the liability as current, when:

- it expects to settle the liability in its normal operating cycle
- it holds liability primarily for the purpose of trading
- the liability is due to be settled within twelve months after the reporting period or
- it does not have the right at the end of the reporting period to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities shall be classified as non-current.

2.2. Critical accounting estimates, assumptions and judgements

The preparation of Financial Statements requires the management to make estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and disclosure of contingent liabilities at the date of the Financial Statements and the results of operations during the reporting period. The actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

In the process of applying the Company's accounting policies, the management has made the following estimates, assumptions and judgements, which have significant effect on the amounts recognised in the Financial Statements.

(i) Impairment of assets

The Company estimates the value in use of the cash generating unit (CGU) based on future cash flows after considering current economic conditions and trends, estimated future operating results and growth rates and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The cash flows are discounted using a suitable discount rate in order to calculate the present value. Cash flows beyond the five-year period are extrapolated using the estimated growth rate. These growth rates are consistent with forecasts included in industry reports specific to the industry in which CGU operates.

RHI Magnesita India Refractories Limited RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

(ii) Customer relationships (Intangible assets)

Customer relationships recognised in the course of purchase price allocations of acquired business. The management believes that the value assigned are reasonable.

(iii) Contingencies

The management's judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

(iv) Allowance for doubtful trade receivables

Trade receivables are stated at their amortised cost as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible.

(v) Employee benefit obligations

The Company's retirement benefit obligations are subject to a number of assumptions including discount rates, attrition, salary growth and mortality rate. Significant assumptions are required when setting these criteria and a change in these assumptions would have a significant impact on the amount recorded in the Financial Statements. The Company sets these assumptions based on previous experience and third-party actuarial advice. The assumptions are reviewed annually and adjusted following actuarial and experience changes.

2.3. Material Accounting Policies

(i) Property Plant and Equipment (including capital work-in-progress)

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or retirement.

Subsequent costs are capitalised or recognised as a separate asset, as appropriate, only when future economic benefits associated with the item are probable to flow to the Company and cost of the item can be measured reliably. All other repair and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation on Property, Plant and equipment is provided on straight-line basis over the useful lives of assets as determined on the basis of technical estimates which are similar to useful lives as prescribed under Schedule II to the Companies Act, 2013 except for few cases. Based on past experience and internal technical evaluation, the management believes that these useful lives represent the appropriate period of usage and therefore, considered to be appropriate for charging depreciation.

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 * Gurugram *

RHI Magnesita India Refractories Limited RHI MAGNESITA

Class of Assets	Estimated useful life
Building	5-60 years
Plant and equipment	3-24 years
Office equipment*	2-10 years
Furniture and fixtures	2-10 years
Vehicles	2-8 years

*includes computers peripherals

Assets' residual values, depreciation method and useful lives are reviewed at the end of financial year considering the physical condition of the assets or whenever there are indicators for review and residual life is adjusted prospectively.

(ii) 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.

At initial recognition, the separately acquired intangible assets are recognised at cost. Following initial recognition, the intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

Amortisation is recognised in the Statement of Profit and Loss on a straight-line basis over the estimated useful lives of intangible assets from the date they are available for use.

The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss.

a) Software

Software are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of license. Intangible Assets are amortised at straight line basis as follows:

Software- 3-4 years

b) Goodwill

Goodwill on acquisitions of business is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or

RHI Magnesita India Refractories Limited RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes.

c) Customer relationships

Customer relationships were acquired as part of business combination. They are recognised at the fair value at the date of acquisition and are subsequently amortised on a straight-line based on the timing of the projected cash flows of the contract over their estimated useful lives.

Customer relationships – 10-20 years

(iii) Impairment of assets

Goodwill that has an indefinite useful life is not subject to amortisation and is tested annually for impairment, or more frequently if events or changes in circumstances indicate that this might be impaired. Property, plant and equipment and Intangible 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 purposes 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 groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

(iv) Revenue recognition

At the inception of the contract, the Company identifies the goods or services promised in the contract and assesses which of the promised goods or services shall be identified as separate performance obligations. Promised goods or services give rise to separate performance obligations if they are capable of being distinct. Where the customer expects supply of refractory material and its related services together to produce the steel, the management has determined that both supply of goods and services are not distinct and the arrangement is considered to have only one single performance obligation.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price allocated to that performance obligation, which is the expected consideration to be received, to the extent that it is highly probable that there will not be a significant reversal of revenue in future periods. If the consideration in a contract includes a variable amount, at the inception of the contract, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods or services to the customer.

a) Sale of products

The Company manufactures and sells a range of refractories, monolithic, bricks and ceramic paper. Revenue from sale of products is recognised when the control of the products has transferred, being when the products are delivered to the customer and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Company has objective evidence that all criteria for acceptance have been satisfied. No significant element of financing is deemed present as the sales are made with a credit term of 15 days to 120 days, which is consistent with market practice.

A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

RHI Magnesita India Refractories Limited RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

b) Total Refractories Management Services

Revenue from contracts for total refractory management services is recognised over time using the output-oriented method (e.g. quantity of steel produced by the customer). The management has determined that both supply of goods and services are not distinct as the customer expects total refractory management services from the Company, which includes supply of refractory material and its related services to produce steel, thus, the arrangement is only one single performance obligation.

c) Sale of Services

Revenue from services is recognised over time, using an input method to measure progress towards completion of service, because the customer simultaneously receives and consumes the benefits provided by the Company.

The Company recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities. Similarly, if the Company satisfies a performance obligation before it receives consideration, the Company recognises either a contract asset or a receivable, depending on whether something other than the passage of time is required before the consideration is due.





RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 3(a) :

Property, plant and equipment and Capital work-in-progress

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Freehold Land*	Buildings*	Plant and machineries**	Office equipment	Furniture and fixtures	Vehicles	Total	Capital work-in-progress
Balance as at April 01, 2024	**1,536.60**	**7,689.53**	**20,723.78**	**626.50**	**77.87**	**26.83**	**30,681.11**	**1,473.60**
Additions	-	340.36	3,045.85	752.68	13.86	50.65	**3,203.40**	3,059.74
Disposals	-	-	(23.63)	(41.68)	(4.03)	(3.15)	**(75.49)**	-
Capitalised in property, plant and equipment	-	-	-	-	-	-	-	(3,158.76)
Balance as at March 31, 2025	**1,536.60**	**8,029.89**	**22,746.00**	**1,337.50**	**87.70**	**74.33**	**33,809.02**	**1,374.58**
Additions	-	118.35	2,976.62	57.44	43.67	34.42	**3,230.20**	2,704.56
Disposals	-	-	(31.86)	(46.78)	(4.04)	(13.61)	**(92.29)**	-
Capitalised in property, plant and equipment	-	-	-	-	-	-	-	(3,230.20)
Balance as at March 31, 2026	**1,536.60**	**8,148.24**	**25,690.76**	**1,348.86**	**127.33**	**95.14**	**36,946.93**	**848.94**
Accumulated depreciation								
Accumulated depreciation as at April 01, 2024	-	**1,071.02**	**4,743.72**	**120.72**	**26.76**	**4.41**	**5,966.63**	-
Charge for the year	-	856.32	3,574.86	162.83	14.30	5.52	**4,613.83**	-
Depreciation on assets disposed off during the year	-	-	(3.74)	(38.03)	(2.52)	(0.57)	**(44.85)**	-
Accumulated depreciation as at March 31, 2025	-	**1,927.34**	**8,314.85**	**245.52**	**38.54**	**9.36**	**10,535.61**	-
Charge for the year	-	882.75	3,025.41	208.04	16.98	10.25	**4,143.43**	-
Depreciation on assets disposed off during the year	-	-	(21.13)	(33.09)	(2.54)	(4.47)	**(60.23)**	-
Accumulated depreciation as at March 31, 2026	-	**2,810.09**	**11,319.13**	**420.47**	**52.98**	**16.14**	**14,618.81**	-
Carrying amount								
Balance as at March 31, 2025	**1,536.60**	**6,102.55**	**14,431.15**	**1,088.98**	**49.16**	**64.97**	**23,273.41**	**1,374.58**
Balance as at March 31, 2026	**1,536.60**	**5,338.15**	**14,371.63**	**928.39**	**74.35**	**79.00**	**22,328.12**	**848.94**

*Refer note 39

**"The Company has undertaken capacity expansion of Rs. 1,980.00 Lakhs at its plant located in Lamtara, Katni (Madhya Pradesh) during FY 2018-19 and FY 2019- 20, with investments in plant and machinery, buildings, furniture & fixtures, office equipment, and computers.

The Company is eligible for Investment Promotion Assistance (IPA) under the Madhya Pradesh Nivesh Protsahan Yojna – 2014 and has completed registration with the Madhya Pradesh Industrial Development Corporation (MPIDC), a Government of Madhya Pradesh undertaking. MPIDC, vide its letter No. 183/MPIDC/FISCLE INCENTIVE/2020/6987 dated November 03, 2020, has sanctioned IPA benefits on admissible investment of Rs. 1,980.00 lakhs in plant and machinery. Based on this, a basic eligible IPA of Rs. 792.00 lakhs is claimable over a period of seven years, from May 09, 2019 to May 08, 2026, subject to compliance with the terms and conditions of the scheme.

First tranche of IPA has been released for the year 2019-20 vide letter No. 1262/MPIDC/F.I./IPA/17 Dated January 07, 2022 of Rs 66.67 Lakhs and the second tranche of IPA has been released for the year 2020-21 vide letter No. letter No. 1262/MPIDC/F.I./IPA/ dated July 15, 2022 of Rs. 113.00 Lakhs.

The IPA received has been adjusted against the gross block of plant and machinery in the respective years, and depreciation has been calculated on the net block post adjustment. The grant pertaining to the year 2021-22 onwards have not yet been received. Considering the uncertainty of timing of the realisation, the Company has not recognised the incentive income in its books.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 3(a):
Capital work-in-progress

(A) Aging of capital work-in progress:

As at March 31, 2026 (All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Amounts in capital work-in progress for				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Projects in progress	848.94	-	-	-	848.94
(ii) Projects temporarily suspended	-	-	-	-	-
Total	**848.94**	-	-	-	**848.94**

As at March 31, 2025

Particulars	Amounts in capital work-in progress for				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Projects in progress	1,374.58	-	-	-	1,374.58
(ii) Projects temporarily suspended	-	-	-	-	-
Total	**1,374.58**	-	-	-	**1,374.58**

(B) Completion schedule for capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan:

As at March 31, 2026

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Projects in progress					
Project A - Tunnel dryer basic	246.05	-	-	-	246.05
Project B - Borewell Unit	36.93	-	-	-	36.93
(ii) Projects temporarily suspended	-	-	-	-	-
Total	**282.98**	-	-	-	**282.98**

As at March 31, 2025

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Projects in progress					
Project A - Basic Tunnel Kiln	653.04	-	-	-	653.04
Project B - Electrical skew press	450.95	-	-	-	450.95
Project C - Ball Mill in grinding section	117.53	-	-	-	117.53
(ii) Projects temporarily suspended	-	-	-	-	-
Total	**1,221.52**	-	-	-	**1,221.52**

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 * Gurugram *

RHI Magnesita India Refractories Limited RHI MAGNESITA

Note 3(b):

Leases **(All amount in Rs. Lakhs, unless otherwise stated)**

Company as a lessee

This note provides information for leases where the Company is a lessee. The Company has taken land and motor vehicles on lease basis.

	Particulars	Note	As at March 31, 2026	As at March 31, 2025
(i)	**Amount recognised in balance sheet**			
	The balance sheet shows the following amounts relating to leases:			
	Right-of-use assets			
	Land		9,713.35	10,887.34
	Motor vehicles		-	57.48
		Total	**9,713.35**	**10,944.82**
	Lease Liabilities			
	Current		533.48	639.19
	Non-Current		7,649.98	8,217.29
		Total	**8,183.46**	**8,856.48**

Addition to the right-of-use assets during the year of Rs. Nil lakhs (March 31, 2025: Rs. 5.91 lakhs).

Net disposal of right -of -use assets during the year were Rs. 1,042.48 Lakhs (March 31, 2025: Rs. 84.92 Lakhs) and lease liability of Rs. 1,271.74 Lakhs (March 31, 2025: Rs. 94.74 Lakhs). The current year disposal includes the disposal pertains to the settlement agreement. (Refer note 41)

(ii) Amounts recognised in the statement of profit and loss

Particulars	Note	Year ended March 31, 2026	Year ended March 31, 2025
Profit on termination of lease	41	1,378.75	-
Interest expense (included in finance costs)	23	598.72	618.00
Depreciation charge of right-of-use assets	24	188.85	225.33
Expense relating to short-term leases (included in other expenses)	25	630.55	490.24

The total cash outflow for leases (except short-term leases) for the year was Rs. Nil lakhs (March 31, 2025: Rs. 50.25 lakhs)

(iii) In applying Ind AS 116, the Company has used the following practical expedient:

Accounting for operating leases with a lease term of less than 12 months are treated as short-term leases.

(iv) Extension and Termination option:

Extension and termination options are included in a number of leases. Extension and termination options held are exercisable at mutual consent of lessor and lessee.

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500015 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 3(c):
Intangible assets

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Software	Customer relationships	Mining Rights*	Total	Goodwill
Balance as at April 01, 2024	**895.22**	**93,058.64**	**269.76**	**94,223.62**	**153,419.53**
Additions	-	-	2,170.12	2,170.12	-
Disposal	(7.54)	-	-	(7.54)	-
Balance as at March 31, 2025	887.68	93,058.64	2,439.88	96,386.20	153,419.53
Additions	-	-	1,012.95	1,012.95	-
Disposal	-	-	(93.93)	(93.93)	-
Balance as at March 31, 2026	**887.68**	**93,058.64**	**3,358.90**	**97,305.22**	**153,419.53**
Accumulated amortisation and impairment					
As at April 01, 2024	**280.46**	**7,357.93**	**44.44**	**7,682.83**	**97,795.50**
Charge for the year	600.25	6,549.72	280.67	7,430.64	-
Amortisation on assets disposed off during the year	(7.37)	-	-	(7.37)	-
Accumulated amortisation and impairment as at March 31, 2025	873.34	13,907.65	325.11	15,106.10	97,795.50
Charge for the year	2.92	6,549.72	411.99	6,964.63	-
Amortisation on assets disposed off during the year	-	-	(43.42)	(43.42)	-
Impairment loss on goodwill (Refer note 26)	-	-	-	-	55,624.03
Accumulated amortisation and impairment as at March 31, 2026	876.26	20,457.37	693.68	22,027.31	153,419.53
Net Carrying amount					
Balance as at March 31, 2025	**14.34**	**79,150.99**	**2,114.77**	**81,280.10**	**55,624.03**
Balance as at March 31, 2026	**11.42**	**72,601.27**	**2,665.22**	**75,277.91**	-

*Note: According to the Business Transfer Agreement (herein Referred to as the "BTA") dated November 19, 2022 and amendments thereto, the Company acquired three mines and their related rights which will be transferred to the Company, no later than 36 months from the closing date as defined in the said BTA, subject to necessary government approvals. This includes provision for restoration of mines (Refer Note 16). Additionally during the year ended March 31, 2026, the Company has relinquished the mining rights of one mine and resulting gain has been recognised in the Statement of Profit and Loss under Other Income (Refer note 41). During the years ended March 31, 2025 and March 31, 2026, the Company capitalised mining license for one mine each as intangible asset.

Walkethouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500018 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Note 4(a):		
Other financial assets- non-current - unsecured, considered good		
Deposits with more than 12 months maturity*	20.83	328.84
*Margin money against bank guarantee		
	20.83	**328.84**
Note 4(b):		
Current investments		
Investment in mutual funds (measured at FVTPL)		
Unquoted		
1,05,967 (March 31, 2025: NIL) units Axis Liquid Fund-Growth Plan	3,246.84	-
23,626 (March 31, 2025: NIL) units Kotak Liquid Direct Growth	1,314.90	-
946 (March 31, 2025: NIL) units Kotak Overnight Fund Direct Growth	13.59	-
Aggregate amount of unquoted investments	**4,575.33**	-

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500018
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars		As at March 31, 2026	As at March 31, 2025
Note 4(c):			
Trade receivables*			
Trade receivables from contract with customers - billed		16,159.83	13,478.49
Trade receivables from contract with customers-related parties (Refer note 34)		5,797.52	5,991.12
Less: Loss allowance		(1,186.44)	(853.15)
Total receivables	**Total**	20,770.91	18,616.46
Break-up of security details			
Trade receivables considered good-secured		-	-
Trade receivables considered good-unsecured		20,770.91	18,616.46
Trade receivables which have significant increase in credit risk-unsecured		1,186.44	853.15
Trade receivables credit impaired		-	-
Total Gross receivables		21,957.35	19,469.61
Less: Loss allowance (Refer note 30)		(1,186.44)	(853.15)
	Total	**20,770.91**	**18,616.46**

*Includes foreign currency receivables amounting to Rs. 591.32 Lakhs (March 31, 2025: Rs. 612.64 Lakhs) as at March 31, 2026 which are overdue for more than nine months. The Company has approached the authorised dealer, under the Foreign Exchange Management (Export of Goods and Services) Regulations, 2015, to condone the delay and seeking permission of extension of time period for settlement of these balances. Pending resolution of this matter, no adjustments are considered necessary in these Financial Statements.

Aging of trade receivables

As at March 31, 2026

Particulars	Not Due	Outstanding for following periods from the due date					Total
		Less than 6 months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables							
Considered good	12,986.60	6,804.38	320.44	317.56	116.57	25.36	**20,770.91**
Trade receivables which have significant increase in credit risk	18.13	93.54	157.81	103.18	48.77	515.69	**937.12**
Credit impaired	-	-	-	-	-	-	-
Disputed trade receivables							
Considered good	-	-	-	-	-	-	-
Trade receivables which have significant increase in credit risk	-		-	164.38	25.40	59.54	**249.32**
Credit impaired	-	-	-	-	-	-	-
	13,004.73	6,897.92	678.25	**585.12**	**190.74**	600.59	**21,957.35**
Expected loss rate							
Less: Loss allowance	(18.13)	(93.54)	(157.81)	(267.56)	(74.17)	(575.23)	**(1,186.44)**
Total	**12,986.60**	**6,804.38**	**520.44**	**317.56**	**116.57**	**25.36**	**20,770.91**

Aging of trade receivables

As at March 31, 2025

Particulars	Not Due	Outstanding for following periods from the due date					Total
		Less than 6 months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables							
Considered good	11,711.59	5,700.75	652.72	360.31	192.79	43.79	**18,661.95**
Trade receivables which have significant increase in credit risk	18.74	27.92	22.63	54.16	410.07	5.28	538.80
Credit impaired	-	-	-	-	-	-	-
Disputed trade receivables							
Considered good	-	-	-	-	-	-	-
Trade receivables which have significant increase in credit risk	-	-	164.39	25.40	-	79.07	268.86
Credit impaired	-	-	-	-	-	-	-
	11,730.33	**5,728.67**	**839.74**	**439.87**	**602.86**	**128.14**	**19,469.61**
Expected loss rate							
Less: Loss allowance	(18.74)	(27.92)	(187.02)	(79.36)	(448.35)	(91.56)	**(853.15)**
Total	**11,711.59**	**5,700.75**	**652.72**	**360.31**	**154.51**	**36.58**	**18,616.46**

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Note 4(d):		
Cash and cash equivalents		
Balances with banks		
- in current accounts	3,381.14	1,256.07
Deposits with original maturity of less than three months	1,980.00	-
Total	**5,361.14**	**1,256.07**
There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior period.		
Note 4(e):		
Bank balances other than cash and cash equivalents		
Deposits with original maturity of more than 3 months and having remaining maturity of less than 12 months	43.34	-
Total	**43.34**	-
Note 4(f):		
Other financial assets - current		
Interest accrued on deposits	5.32	31.41
Loans and advances to employees [including loans to employees of Rs. 76.79 Lakhs (March 31, 2025: Rs. 71.81 Lakhs)]	83.19	93.47
Foreign exchange forward contracts	50.90	-
Total	**139.41**	**124.88**
Note 4(g):		
Contract assets		
Contract assets	4,815.81	3,198.10
Less: Loss allowance (Refer note 30)	(101.89)	(443.31)
Total	**4,713.92**	**2,754.79**

PKF Watterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 5:- Deferred tax assets / (liabilities) (net)

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Brought forward losses and unabsorbed depreciation	Depreciation / Amortisation	Defined benefit obligations	Allowances for doubtful debts	Provision for bonus	Right-of-use assets	Lease liabilities	Stamp duty provision	Others	Total
As at April 01, 2024	**4,258.49**	**(3,463.37)**	**625.77**	**224.00**	**429.75**	**(2,622.36)**	**2,105.70**	**704.70**	**(176.21)**	**2,086.47**
(Charged)/ Credited										
- to statement of profit and loss	3,949.64	(2,303.54)	23.46	102.27	(117.92)	70.59	122.11	(83.44)	336.52	2,099.69
- to other comprehensive income	-	-	15.53	-	-	-	-	-	-	15.53
As at April 01, 2025	**8,208.13**	**(5,766.91)**	**664.76**	**326.27**	**311.83**	**(2,551.77)**	**2,227.81**	**621.26**	**160.31**	**4,201.69**
(Charged)/ Credited										
- to statement of profit and loss	2,254.76	(1,502.68)	102.87	(2.05)	(131.81)	347.54	(221.70)	(40.00)	(320.81)	486.12
- to other comprehensive income	-	-	10.04	-	-	-	-	-	-	10.04
As at March 31, 2026	**10,462.89**	**(7,269.59)**	**777.67**	**324.22**	**180.02**	**(2,204.23)**	**2,006.11**	**581.26**	**(160.50)**	**4,697.85**

In assessing the realisability of deferred income tax assets, the management considers whether some portion or all of the deferred income tax assets will not be realised. The ultimate realisation of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. The management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, management believes that the Company will realise the benefits of those deductible differences. The amount of the deferred income tax assets considered realisable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 * Gurugram *

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Note 6:		
Tax assets		
Advance income tax	492.96	164.03
	492.96	**164.03**
Note 7:		
Other Assets		
Unsecured, considered good unless otherwise stated		
Non-current		
Capital advances**	1,799.95	281.48
Security deposits	111.24	134.23
Prepaid expenses	31.71	34.44
Total	**1,942.90**	**450.15**
Current		
Prepaid expenses*	460.56	3,079.59
Balance with government authorities (includes amount paid under protest amounting Rs. 14.79 Lakhs (March 31, 2025: Rs. Nil Lakhs) (Refer note 32))	125.62	86.14
Goods and Services tax input credit recoverable	954.46	1,036.88
Advances to creditors	466.74	396.57
Export incentives receivable		
- Considered good	109.70	111.66
- Considered doubtful	278.09	278.09
	387.79	389.75
Less: Allowance for doubtful export incentives receivable	(278.09)	(278.09)
	109.70	111.66
Total	**2,117.08**	**4,710.84**
*Note: According to the Business Transfer Agreement (herein Referred to as the "BTA") dated November 19, 2022 and amendments thereto, the Company acquired three mines and their related rights which will be transferred to the Company, no later than 36 months from the closing date as defined in the said BTA, subject to necessary government approvals. This includes provision for restoration of mines (Refer Note 16). Additionally during the year ended March 31, 2026, the Company has relinquished the mining rights of one mine and resulting gain has been recognised in the Statement of Profit and Loss under Other Income. During the years ended March 31, 2025 and March 31, 2026, the Company capitalised mining license for one mine each as intangible asset.		
**includes advances to related party amounting to Rs. 1,442.00 Lakhs (March 31, 2025: Rs. Nil Lakhs) for purchase of land. (Refer note 34)		
Note 8:		
Inventories		
Raw materials [including goods in transit of Rs. 475.97 Lakhs (March 31, 2025: Rs. 1,484.36 Lakhs)]	12,165.43	16,699.77
Work-in-progress	2,848.69	3,171.44
Finished goods	4,460.70	6,265.89
Stock-in-trade [including goods in transit of Rs. 33.80 Lakhs (March 31, 2025: Rs. 1.01 Lakhs)]	2,770.91	1,146.81
Stores and spares	3,362.22	2,996.70
Total	**25,607.95**	**30,280.61**

Amounts recognised in the Statement of Profit and Loss

Provisions for slow moving/obsolete inventory along with write downs of inventories to net realisable value amounted to Rs. 636.59 Lakhs (March 31, 2025: Rs. 873.92 Lakhs). These were recognised as an expense and included in 'changes in value of inventories of work-in-progress, stock-in-trade and finished goods in the Statement of Profit and Loss.

Price Waterhouse Chartered Accountants LLP IN AAC-5001 FRN 012754N/N500016 * Gurugram *

RHI Magnesita India Refractories Limited RHI MAGNESITA

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Number of Shares	Amount
Note 9(a):		
Equity share capital		
Authorised		
125,000,000 equity shares (March 31, 2025: 125,000,000) of Rs.10 each	125,000,000	12,500.00
Issued, subscribed and fully paid up share capital		
104,531,157 equity shares (March 31, 2025: 104,531,157) of Rs.10 each	104,531,157	10,453.11

(i) Movement in equity share capital

Authorised

Particulars	Number of shares	Amount
Balance as at April 01, 2024	125,000,000	12,500.00
Increase during the year	-	-
Balance as at March 31, 2025	**125,000,000**	**12,500**
Increase during the year	-	-
Balance as at March 31, 2026	**125,000,000**	**12,500.00**

Issued, subscribed and fully paid up share capital		
Balance as at April 01, 2024	104,531,157	10,453.11
Add: Shares issued during the year	-	-
Balance as at March 31, 2025	**104,531,157**	**10,453.11**
Add: Shares issued during the year	-	-
Balance as at March 31, 2026	**104,531,157**	**10,453.11**

Rights, restrictions and Preferences attached to each class of shares

Equity share has a face value of Rs. 10. They entitle the holder to participate in dividend, and to share in the proceeds of winding up of the Company in proportion to number of and amounts paid on shares held.

Every holder of equity shares present at a meeting in person or proxy, is entitled to one vote, and upon a poll each share is entitled one vote.

(ii) Details of shares of the Company held by the holding Company

Particulars	Number of equity shares	
	As at March 31, 2026	As at March 31, 2025
RHI Magnesita India Limited*	104,531,157	104,531,157

(iii) Details of shareholders holding more than 5% shares in the Company

Particulars	Number of equity shares	
	As at March 31, 2026	As at March 31, 2025
RHI Magnesita India Limited* (Holding Company)	104,531,157	104,531,157
	Percentage of shares held	
RHI Magnesita India Limited* (Holding Company)	100%	100%

*Includes 6 shares held by nominees of RHI Magnesita India Limited.

PKF Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 9(a) contd:
(v) Details of shareholding of promoters

As at March 31, 2026

Name of Promoter	Number of shares at beginning of year	Change during the year	Number of shares at the end of year	Percentage of total number of shares at the end of year	Percentage change during the year
RHI Magnesita India Limited*	104,531,157	-	104,531,157	100.00%	0.00%

As at March 31, 2025

Name of Promoter	Number of shares at beginning of year	Change during the year	Number of shares at the end of year	Percentage of total number of shares at the end of year	Percentage change during the year
RHI Magnesita India Limited*	104,531,157	-	104,531,157	100.00%	0.00%

*Includes 6 shares held by nominees of RHI Magnesita India Limited.

Price Waterhouse Chartered Accountants LLP * Gurugram * LLPIN AAC-5001 FRN 012754N/N500016

RHI Magnesita India Refractories Limited RHIMAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Note 9(b):		
Other equity		
Securities premium	206,003.11	206,003.11
Retained earnings	(163,137.64)	(105,275.02)
Other reserves	66,069.87	66,069.87
Total	**108,935.34**	**166,797.96**
(i) Securities Premium		
Opening balance	206,003.11	206,003.11
Closing balance	**206,003.11**	**206,003.11**
(ii) Retained earnings		
Opening balance	(105,275.02)	(103,038.15)
Loss for the year	(57,832.78)	(2,190.68)
Remeasurements of post employment benefit obligation, net of tax	(29.84)	(46.19)
Closing balance	**(163,137.64)**	**(105,275.02)**
(iii) Other reserves		
Opening balance	66,069.87	66,069.87
Closing balance	**66,069.87**	**66,069.87**

Nature and purpose of Reserves

Securities premium

This reserve represents the premium on issue of shares and can be utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings

Retained earnings represents accumulated profits of the Company. It can be utilised in accordance with the provisions of the Companies Act, 2013.

Other reserves

Other reserves represents deemed contribution by the Holding Company on account of acquisition of Dalmia Bharat Refractories Limited ('DBRL') in the year ended March 31, 2023.





(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Note 10:		
Borrowings		
Non Current		
Unsecured - Term Loans		
External Commercial Borrowings	25,787.74	24,235.74
Term Loan from Bank*	-	347.83
Less: Current maturities of long-term debt (included in current borrowings)	(4,250.84)	(2,739.12)
Less: Interest accrued (included in current borrowings)	(282.72)	(296.21)
Total	**21,254.18**	**21,548.24**
Current - unsecured		
Current maturities of external commercial borrowings	4,250.84	2,394.25
Current - unsecured		
Term Loan*	-	344.87
Liabilities under supplier finance arrangement**	1,061.24	-
Add: Interest accrued on non-current borrowings	282.72	296.21
Total	**5,594.80**	**3,035.33**

Borrowings are subsequently measured at amortised cost and therefore interest accrued on current borrowings are included in the respective amounts.

External commercial borrowing of EUR 2,60,00,000 was taken from the RHI Magnesita GmbH (fellow subsidiary) during the financial year ended 2022-23, which carries interest at applicable 6 month Euribor plus 230 basis points. It is repayable in 10 half-yearly instalments starting from June 30, 2025.

*Term Loan from Bank amounting to Rs 347.83 Lakhs was secured by equitable mortgage of factory Land & Building and Plant & Machinery, which carried interest rate ranging from 9.75% to 10.1% p.a. It was further secured by first charge over movable and immovable property, plant and equipment. It was repaid during the year.

Liabilities under supplier finance arrangement**

The Company has entered into a reverse factoring arrangement for its trade payables to micro, small and medium enterprises (MSME suppliers or "sellers") in September 2025. For this purpose, the Company, as "buyer," has executed a master agreement with Receivable Exchange of India Limited ("RXIL") for supplier financing. RXIL operates the platform under the brand name "Trade receivables discounting system (TReDS)". It acts as an intermediary that connects the buyer, the seller, and participating financiers on a common platform for reverse factoring of invoices. The Company initiates each transaction by uploading the payable invoice and relevant supporting documents on the TReDS portal. The primary objective of this facility is to ensure MSME suppliers are paid by their statutory due dates while enhancing the Company's working capital position through access to financing.

Range of payment due dates	As at March 31, 2026
Liabilities under supplier finance arrangement	15-60 days after acceptance date
Comparable trade payables that are not part of the supplier finance arrangement (same line of business)	Upto 45 days after acceptance date

Carrying amount of liabilities under supplier finance arrangement	As at March 31, 2026	As at March 31, 2025
Liabilities under supplier finance arrangement	1,061.24	-
of which the supplier has received payment from the finance provider	1,061.24	-

Amounts are reclassified from trade payables to borrowings once those trade payables become part of the supplier finance arrangement. This reclassification is treated as a non-cash change, as no cash payment occurs at that point. There were non-cash transfers from trade payables to liabilities under the supplier finance arrangement of Rs. 2,699.45 Lakhs during the year ended March 31, 2026.

The carrying amounts of liabilities under the supplier finance arrangement are considered to be reasonable approximations of their fair values, due to their short-term nature.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 10:
Borrowings

Net Debt Reconciliation

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current borrowings	(21,254.18)	(21,548.24)
Current borrowings (excluding supplier finance arrangement)	(4,533.56)	(3,035.33)
Liabilities under supplier finance arrangement	(1,061.24)	-
Lease liabilities	(8,183.46)	(8,856.48)
Cash and cash equivalents	5,361.14	1,256.07
Current investments	4,575.33	-
Net debt	**(25,095.97)**	**(32,183.98)**

Particulars	Other assets		Liabilities from financing activities			Total
	Cash and bank overdraft	Current investments*	Lease liabilities	Borrowings (excluding supplier finance arrangements)	Liabilities under supplier finance arrangements	
Net debt as at April 01, 2024	**660.92**	-	**(8,377.56)**	**(29,173.16)**	-	**(36,889.80)**
Cash flows	595.15	-	38.06	4,339.35	-	4,972.56
New leases	-	-	(5.91)	-	-	(5.91)
Disposals	-	-	94.74	-	-	94.74
Foreign exchange adjustments	-	-	-	(1,483.90)	-	(1,483.90)
Interest expense	-	-	(618.00)	(1,556.72)	-	(2,174.72)
Interest paid	-	-	12.19	3,290.86	-	3,303.05
Net debt as at March 31, 2025	**1,256.07**	-	**(8,856.48)**	**(24,583.57)**	-	**(32,183.98)**
Net debt as at April 01, 2025	**1,256.07**	-	**(8,856.48)**	**(24,583.57)**	-	**(32,183.98)**
Cash flows (net)	4,105.07	4,558.65	-	3,003.26	-	11,666.98
Derecognition of lease liability	-	-	1,271.74	-	-	1,271.74
Foreign exchange adjustments	-	-	-	(4,220.92)	-	(4,220.92)
Interest expense	-	-	(598.72)	(1,232.47)	-	(1,831.19)
Interest paid	-	-	-	1,245.96	-	1,245.96
Fair value adjustments	-	16.68	-	-	-	16.68
Liabilities under supplier finance arrangement transferred from trade payables	-	-	-	-	(2,699.45)	(2,699.45)
Payments to suppliers by the bank under supplier finance arrangement	-	-	-	-	1,638.21	1,638.21
Net debt as at March 31, 2026	**5,361.14**	**4,575.33**	**(8,183.46)**	**(25,787.74)**	**(1,061.24)**	**(25,095.97)**

* Current investment includes liquid investment

Particulars	As at March 31, 2026	As at March 31, 2025
Note 11:		
Other non-current liabilities		
Deposit from employees	-	11.71
Total	-	**11.71**





RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Note 12:		
Trade payables*		
Trade Payables: Micro enterprises and small enterprises (Refer note 35)	1,499.43	2,006.39
Trade Payables: Others	8,205.84	11,079.56
Trade Payables to related parties (Refer note 34)	6,413.41	3,234.38
Total	**16,118.68**	**16,320.33**

*Includes foreign currency trade payables amounting to Rs. 97.96 Lakhs as at March 31, 2026 (March 31, 2025: Rs. 351.77 Lakhs) which are overdue for more than six months. The Company has approached the authorised dealer, under the Foreign Exchange Management (Import of Goods and Services) Regulations, 2015, to condone the delay and seeking permission of extension of time period for settlement of these balances. Pending resolution of this matter, no adjustments are considered necessary in these Financial Statements.

A. Aging of trade payables

As at March 31, 2026

Particulars	Unbilled	Not Due	Outstanding for following periods from the due date				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables							
Micro enterprises and small enterprises	-	1,412.23	87.20	-	-	-	**1,499.43**
Others	160.90	11,533.55	1,975.69	825.29	0.10	123.72	**14,619.25**
Total	**160.90**	**12,945.78**	**2,062.89**	**825.29**	**0.10**	**123.72**	**16,118.68**

As at March 31, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from the due date				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables							
Micro enterprises and small enterprises	-	1,555.41	450.98	-	-	-	**2,006.39**
Others	1,497.97	2,712.87	9,753.72	106.75	89.18	153.45	**14,313.94**
Total	**1,497.97**	**4,268.28**	**10,204.70**	**106.75**	**89.18**	**153.45**	**16,320.33**

Price Waterhouse Chartered Accountants LLP IN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

(All amount in Rs. Lakhs, unless **otherwise** stated)

Particulars		As at March 31, 2026	As at March 31, 2025
Note 13:			
Other financial liabilities - current			
Employee benefits payable		1,195.15	1,644.49
Payables for purchase of property, plant and equipment		66.68	103.11
Foreign exchange forward contracts		-	92.30
Others		-	2.00
	Total	**1,261.83**	**1,841.90**
Note 14:			
Contract liabilities			
Advances from customers (Refer note 17)		787.15	809.14
	Total	**787.15**	**809.14**





(All amount in Rs. Lakhs, unless otherwise stated)

Particulars		As at March 31, 2026	As at March 31, 2025
Note 15:			
Other current liabilities			
Statutory dues (Contribution to Provident Fund and Employee State Insurance, Goods and Services Tax etc.)		700.17	645.93
Security deposits		627.76	548.12
Interest payable to micro and small enterprises		197.76	187.63
Payable for stamp duty		2,311.14	2,467.02
	Total	**3,836.83**	**3,848.70**
Note 16:			
Provisions			
Non- Current			
Provision for restoration of mines		204.14	288.64
	Total	**204.14**	**288.64**
Movement in provisions is set out below:-			
Provision for restoration of mines:			
Balance as at beginning of the year		288.64	286.46
Add: Unwinding of discount (Refer note 23)		14.92	2.18
Less: Writeback of provision for restoration of mines		(99.42)	-
Balance as at end of the year	**Total**	**204.14**	**288.64**
Current			
Gratuity		1,640.72	1,134.75
Leave obligations		381.70	439.01
	Total	**2,022.42**	**1,573.76**

(i) Leave obligations

The leave obligation cover the Company's liability for earned leave and sick leave.
The entire amount of provision of Rs. 381.70 Lakhs (March 31, 2025 - Rs. 439.01 Lakhs) is presented as current, since the Company does not have a right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to avail the full amount of accrued leaves or require payment for such leave within the next 12 months.

	As at March 31, 2026	As at March 31, 2025
Leave obligation not expected to be settled within the next 12 months	287.34	375.87
Total	**287.34**	**375.87**

(ii) Post employment benefits

(a) Defined contribution plans

The Company has certain defined contribution plans including provident fund. Contributions are made to provident fund for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the year towards contribution to provident and other fund is:

	As at March 31, 2026	As at March 31, 2025
Contribution to provident and other funds:		
Contribution to Employee state insurance	10.11	0.50
Contribution to Provident fund	354.68	292.81
	364.79	**293.31**

(b) Defined benefit plan- Gratuity

Employees who are in continuous service for a minimum period as prescribed under the applicable law are eligible for gratuity. The gratuity is calculated based on the last drawn basic salary per month, computed proportionately for 15 days' salary for each completed year of service, subject to applicable provisions. The gratuity plan is a funded plan and the Company makes contribution to recognised funds in India. The Company does not fully fund the liability and maintains the target level of funding to be maintained over a period of time based on estimations of expected gratuity payments. Gratuity liability is funded through Gratuity Fund Trust with an insurance policy with Life Insurance Corporation of India.

In the current year, entire amount of provision of Rs. 1,640.72 Lakhs is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to avail the full amount within the next 12 months.

Price Waterhouse Chartered Accountants LLP * Gurugram * LLPIN AAC-5001 FRN 012754N/N500016

RHI Magnesita India Refractories Limited

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

	As at March 31, 2026	As at March 31, 2025
(A) Changes in Defined Benefit Obligation	**Gratuity - Funded**	
Defined benefit obligation as at the beginning of the year	1,887.42	1,773.46
Current service cost	145.03	130.73
Past service cost	367.95	-
Interest cost	119.12	116.73
Benefit paid	(117.81)	(197.59)
Actuarial loss on obligation	54.01	64.09
Defined Benefit Obligation at end of the year	**2,455.72**	**1,887.42**
Change in fair value of plan assets		
Fair value of plan assets at the beginning of the year	752.68	703.44
Expected return on plan assets	48.19	46.88
Actuarial (loss) / gain on plan assets	14.13	2.36
Fair value of plan assets at end of year	**815.00**	**752.68**
Net defined benefit (asset)/liability		
Present value of obligation at the end of the year	2,455.72	1,887.42
Fair value of plan assets at the end of the year	815.00	752.68
Unfunded liability/provision in Balance Sheet	**1,640.72**	**1,134.74**
Total expense recognised in the statement of profit and loss		
Current service cost	512.98	130.73
Interest cost on defined benefit obligation	119.12	116.73
Interest income on plan assets	(48.19)	(46.88)
Total expense recognised under employee benefits expense (Refer note 22)	**583.91**	**200.58**
Total expense recognised in OCI		
Actuarial loss on defined benefit obligation	54.01	64.09
Actuarial loss of plan assets	(14.13)	(2.36)
Unrecognised actuarial loss/(gain) at the end of year	**39.88**	**61.73**
(B) Actuarial Assumptions:		
i) Discounting Rate	6.75%	6.40%
ii) Future Salary Increase	10% for 1 year and 8% thereafter	10% for 1 year and 8% thereafter
iii) Retirement Age (Years)	60	60 (58 for SRL)
iv) Ages	**Withdrawal Rate %**	
Up to 30 Years	10.00%	10.00%
From 31 to 44 years	10.00%	10.00%
Above 44 years	10.00%	10.00%

Assumptions regarding future mortality rate for gratuity are based on actuarial advice in accordance with published statistics and experience.

(C) Expected contribution for the next 12 months		
i) Service cost	175.76	238.72
ii) Net interest cost	96.17	64.99
Total	**271.93**	**303.71**

Price Waterhouse Chartered Accountants LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

(D) The weighted average duration of the defined benefit obligation is 5.54 years as at March 31, 2026 (March 31, 2025: 5.56 to 7.07 years). The expected maturity analysis of undiscounted gratuity benefit is as follows:

Maturity profile of Defined Benefit Obligation	**As at March 31, 2026**	**As at March 31, 2025**
Years :		
i) 0 to 1 Year	432.09	238.72
ii) 1 to 2 Year	388.85	306.49
iii) 2 to 3 Year	305.38	316.10
iv) 3 to 4 Year	307.32	225.75
v) 4 to 5 Year	276.69	228.25
vi) 5 to 6 year	231.53	179.01
vii) 6 to 10 year	1,737.71	1,277.60
Total	**3,679.57**	**2,771.92**

	As at March 31, 2026	**As at March 31, 2025**
(E) Sensitivity analysis on defined benefit obligation		
Discount rate		
a. Discount rate - 0.5% - the liability to increase by	62.21	83.06
b. Discount rate + 0.5% - the liability to decrease by	(59.13)	(78.42)
Salary increase rate		
a. Rate - 0.5% - the liability to decrease by	(63.31)	(77.90)
b. Rate + 0.5% - the liability to increase by	65.90	82.01

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the Defined benefit recognised in the Balance Sheet. The methods and types of assumptions used in preparation, the sensitivity analysis did not change compared to the prior period.

(F) Risk Exposures:

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

Salary Increases: Actual salary increases will increase the plan's liability. Increase in salary rate assumption in future will also increase the liability.

Investment Risk: If the plan is funded then assets liabilities mismatch and actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

Discount Rate: Reduction in discount rate in subsequent valuations can increase the plan's liability.

Mortality and disability: Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

(G) Defined benefit liability and employer contribution

The Company monitors the deficit in defined benefit obligation (net off plan assets) and endeavours to meet such deficit within reasonable future. The objective is to ensure adequate investments of funds, at appropriate time, to generate sufficient corpus for future payments.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500018
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Note 17:		
Revenue from operations		
Revenue from contracts with customers		
-Sales of products		
(i) Finished goods	95,289.68	85,116.10
(ii) Stock-in-trade	8,823.45	9,371.30
- Total refractories management services	5,723.01	2,499.01
- Sale of services	2,692.34	1,514.57
Total (A)	**112,528.48**	**98,500.98**
Other operating revenue		
Export incentives	37.77	109.27
Scrap sales	474.75	528.65
Total (B)	**512.52**	**637.92**
Total (A+ B)	**113,041.00**	**99,138.90**

Disaggregation of revenue

In the following table, revenue from contracts with customers is disaggregated by geography. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenues and cashflows are affected by industry, market and other economic factors.

	Year ended March 31, 2026	Year ended March 31, 2025
Within India	109,316.63	91,953.96
Outside India	3,211.85	6,547.02
Total revenue	**112,528.48**	**98,500.98**

Timing of Revenue Recognition

Revenue from the sale of products is recognised at the point in time when control over the products is passed to the customers, which is determined based on the individual terms agreed in the customer contract.

Revenue from contracts for total refractory management services is recognised over time using the output method (e.g. quantity of steel produced by the customer).

Revenue from providing services is recognised in the accounting period in which the services are rendered.

Performance obligations

Revenue from the sale of products is recognised at the point in time when control over the products is passed to the customers, which is determined based on the individual terms agreed in the customer contract. Control is defined as the ability to direct the use and obtain substantially all the economic benefits from an asset.

For Refractory Management services where the transaction price depends on the customer's production tonnage the management has determined that both supply of goods and services are not distinct as the customer expects total refractory management services from the Company, which includes supply of refractory material and its related services to produce steel. Thus, only one single performance obligation, the performance of refractory management services, exists. With regard to these contracts, revenue is recognised over time using the output-oriented method (e.g. quantity of steel produced by the customer).

Revenue from services is recognised over time, using an input method to measure progress towards completion of service, because the customer simultaneously receives and consumes the benefits provided by the Company.

Disaggregation by timing for Revenue Recognition	Year ended March 31, 2025	Year ended March 31, 2025
Point in time	104,113.13	94,487.40
Over the time	8,415.35	4,013.58
Total revenue	**112,528.48**	**98,500.98**

RHI Magnesita India Refractories Limited
RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

Transaction price allocated to the remaining performance obligations

Transaction price is the expected consideration to be received in exchange for transferring goods or services, to the extent that it is highly probable that there will not be a significant reversal of revenue. For Total Refractory Management Contracts, transaction price depends on the customer's production performance.

The Company has applied practical expedient in Ind AS 115. Accordingly, it has not disclosed information about remaining performance obligations wherein the Company has a right to consideration from customer in an amount that directly corresponds with the value to the customer of entity's performance till date using the output method and for the other contracts which have original expected durations of one year or less.

Reconciliation of revenue recognised with contract price

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Contract price	111,774.44	97,789.46
Adjustments for:		
Claims and Rebates	(264.95)	(1,685.71)
Performance bonus	1,018.99	2,397.23
Revenue from contracts with customers	**112,528.48**	**98,500.98**

Trade Receivables and Contract Balances

The Company classifies the right to consideration in exchange for deliverables as either a receivable or as Contract Asset.

A receivable is a right to consideration that is unconditional upon passage of time.

Contract assets consist of unbilled revenue which arises when the Company satisfies the performance obligation in the Refractory Management Services contracts but does not have an unconditional right to consideration as it is dependent on the certification of the report on the quantity of steel produced.

Contract liabilities consists of advances from customers. Contract liabilities are presented in note 14.

Trade receivables are presented net off impairment loss in note 4(c).

The following table provides information about contract assets and contract liabilities from contracts with customers.

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Revenue recognised that was included in the contract liability balance at the beginning of the year		
Revenue from contract with customers	809.14	480.50
Total	**809.14**	**480.50**
Movement in Contract Assets		
Opening balance at the beginning of the year	2,754.79	4,224.30
Add: Revenue recognized during the year	112,528.48	86,740.36
Less: Invoiced during the year	(110,569.35)	(88,209.87)
Closing balance at the end of the year	**4,713.92**	**2,754.79**

Movement in Contract Liabilities		
Opening balance at the beginning of the year	809.14	480.50
Add: Collection during the year	9,322.78	752.39
Less: Gross Sales	(9,344.77)	(423.75)
Closing balance at the end of the year	**787.15**	**809.14**

Significant judgements in the application of the Standard

For Refractory Management Contracts where the transaction price depends on the customer's production performance, the management has determined that both supply of goods and services are not distinct as the customer expects total refractory management services from the Component, which includes supply of refractory material and its related services to produce steel. The customer expects complete refractory management for the agreed product areas in the steel plant in order to enable steel production. Thus, only one single performance obligation, performance of refractory management service, exists.

Information about major customers

Revenues from one customer represent approximately Rs. 23,949.84 Lakhs of the Company's total revenues (During March 31, 2025: Rs. 21,169.19 Lakhs represents revenue from two customers)

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 18:
Other income

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest income		
Interest income on financial assets on amortised cost:		
- on bank deposits	6.23	34.16
- on other deposits	37.29	13.19
Other non-operating income (net of expenses directly attributable to such income)		-
Interest on income tax refund	-	9.98
Net foreign exchange differences	-	134.59
Liabilities / provisions no longer required written back	40.22	1,880.51
Profit on sale of property, plant and equipment (net)	0.66	-
Profit on termination of lease (Refer note 41)	1,378.75	-
Profit on relinquishment of rights to mines (net) (Refer note 41)	623.81	-
Writeback of provision for restoration of mines	48.91	-
Insurance claim	2.78	55.65
Realised gain on redemption of mutual fund	117.52	-
Unrealised gain on fair valuation of mutual funds through profit and loss	16.68	-
Miscellaneous income	4.51	50.28
Total	**2,277.36**	**2,178.36**
Note 19:		
Cost of raw materials and components consumed		
Opening stock	16,699.77	15,508.55
Add: Purchases	44,907.04	46,937.56
	61,606.81	62,446.11
Less: Closing stock	12,165.43	16,699.77
Total	49,441.38	45,746.34
Note 20:		
Purchases of stock-in-trade	20,371.64	13,089.65
Total	20,371.64	13,089.65
Note 21:		
Change in inventories of finished goods, work in-progress and stock-in-trade		
Inventories at the end of the year		
Work in progress	2,848.69	3,171.44
Finished goods	4,460.70	6,265.89
Stock-in-trade	2,770.91	1,146.81
	10,080.30	**10,584.14**
Inventories at the beginning of the year		
Work in progress	3,171.44	2,874.96
Finished goods	6,265.89	5,952.34
Stock-in-trade	1,146.81	1,472.75
	10,584.14	**10,300.05**
Total	**503.84**	**(284.09)**
Note 22:		
Employee benefits expense*		
Salaries, wages and bonus	10,299.66	12,110.06
Contribution to provident and other funds (Refer note 16)	364.79	293.31
Gratuity (Refer note 16)	583.91	200.58
Leave obligation	117.43	130.73
Staff welfare expenses	610.51	600.44
*Refer note 43 **Total**	**11,976.30**	**13,335.12**

Price Waterhouse Chartered Accountants LLP IN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Particulars		Year ended March 31, 2026	Year ended March 31, 2025
Note 23:			
Finance costs			
Interest expense:			
- on external commercial borrowings		1,221.56	1,462.13
- on cash credit and working capital loan		10.91	94.59
- on bill discounting		19.57	-
- unwinding of discount		14.92	2.18
- on lease liabilities		598.72	618.00
- on micro and small enterprises		10.13	43.33
Net exchange differences on foreign currency borrowings		1,188.05	954.82
Others		3.55	10.43
	Total	**3,067.41**	**3,185.48**
Note 24:			
Depreciation and amortisation expense			
Depreciation on property, plant and equipment		4,143.43	4,613.83
Depreciation charge of right-of-use assets		188.85	225.33
Amortisation of intangible assets		6,964.63	7,430.64
	Total	**11,296.91**	**12,269.80**
Note 25:			
Other expenses			
Consumption of stores and spare parts		1,353.64	1,038.84
Consumption of packing materials		1,192.23	1,176.03
Power and fuel		4,400.62	4,834.47
Processing charges		3,470.21	1,612.10
Rent (Refer note 3(b))		630.55	490.24
Repairs and maintenance			
- Plant and machinery		964.31	1,270.97
- Buildings		40.80	90.63
- Others		86.17	149.36
Insurance		519.91	493.71
Rates and taxes		238.82	83.10
Communication costs		63.07	55.35
Travelling and conveyance		465.35	429.56
Printing and stationery		7.73	7.87
Freight and forwarding		3,006.07	2,379.77
Advertising and other expenses		13.80	15.57
Legal and professional fees (Refer note 25(a))		1,706.48	1,260.25
Royalty		388.74	63.34
Commission on sales		599.12	237.03
Directors sitting fees		4.00	6.75
Bad debts written off		35.56	256.53
Allowance for doubtful debts - trade receivables (net)		333.29	(37.00)
Allowance for doubtful debts - contract assets (Net)		(267.48)	-
Allowance for doubtful export incentives receivable (net)		-	166.09
Net foreign exchange differences		67.46	19.34
Loss on property, plant and equipment sold / scrapped (Net)		-	4.61
Property, plant and equipment written off		10.40	-
Bank charges		24.68	26.04
Information and technology expenses		1,354.90	877.89
Amortisation of mines		493.80	658.63
Miscellaneous expenses		151.52	324.93
	Total	**21,355.75**	**17,992.00**

Note 25 (a): Legal and professional fees include payment to auditors as under :

Particulars		Year ended March 31, 2026	Year ended March 31, 2025
Payment to auditor (excluding GST) comprise:			
To statutory auditor			
- for audit		112.00	100.75
- for certificate		4.50	1.50
- reimbursement of expenses		4.64	2.95
- for other matters		-	2.75
	Total	**121.14**	**107.95**

Price Waterhouse Chartered Accountants LLP PIN AAC-5001 FRN 012754N/N500015 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Note 26:		
Exceptional Item		
Impairment loss on goodwill	55,624.03	-
Total	**55,624.03**	-

The Company has goodwill amounting to Nil (March 31, 2025: Rs. 55,624.03 lakhs) carried at cost less accumulated impairment losses. The Company tests goodwill for impairment on an annual basis. An impairment loss is recognised when the carrying amount of a CGU exceeds the recoverable value. The Company, including its plants at all locations, has been identified as a single Cash Generating Unit (CGU) under Ind AS 36, which is also the single operating and reportable segment.

During the year, the Company undertook a comprehensive reassessment of the carrying value of the acquired business in light of evolving global and domestic market conditions. The impairment recognised during the year is primarily attributable to heightened geopolitical volatility and the resulting weakening of export market demand, leading to a significant moderation in customer offtake. The situation has been further compounded by prevailing overcapacity within the domestic industry arising from announced brownfield and greenfield expansion projects, which are expected to come on stream over the next two to three years. In addition, rising input costs, inflationary pressures, and foreign exchange fluctuations are expected to continue exerting pressure on margins. Accordingly, a higher entity-specific risk premium has been applied in the valuation process to appropriately reflect the prevailing uncertainties and risk factors.

Based on comparison of the recoverable value of the CGU with the carrying value, the Company has recognised an impairment loss of Rs. 55,624.03 lakhs. This loss has been disclosed as an exceptional item in the Statement of Profit and Loss.

The recoverable value as at March 31, 2026 of the CGUs was determined based on value-in-use calculations, which required the use of following assumptions:

The following table sets out the key assumptions used for the estimation:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Discount rate (Weighted average cost of capital)	14.00%	12.40%
Growth rate (for terminal value)	4.50%	5.00%

The calculations use cash flow projections based on financial budgets approved by the management covering a five-year period, extrapolated further using the estimated growth rates. These growth rates are consistent with forecasts included in industry specifc reports. Management has determined the values assigned to each of the above key assumptions as follows:

Assumption	Approach used to determine values
Discount rate (Weighted average cost of capital)	The Discount rate (Weighted average cost of capital) of a company is the weighted average of the costs of its equity and its debt. Cost of equity is calculated based on the risk-free rate for a ten-year Government bonds benchmark yields adjusted for risk premium to reflect both the increased risk of investing in equities and the systematic risk specific to operations of the Company. Cost of debt is calculated based on the rate obtained from the market.
Growth rate for terminal value	Growth rate over the five-year forecast period; based on past performance and management's expectations of market development.
Revenue growth rate	Average annual growth rate over the five-year forecast period; based on management's expectation of market development.

Sensitivity analysis for key assumptions used in impairment testing:

Assumptions	Year ended March 31, 2026	%age change	Impact on value in use
Discount rate (Weighted average cost of capital)	14.00%	+ 50 bps	Decrease by 6,721.86 lakhs.
Growth rate for terminal value	4.50%	- 50 bps	Decrease by 3,834.62 lakhs.

Assumptions	Year ended March 31, 2025	%age change	Impact on value in use
Discount rate (Weighted average cost of capital)	12.40%	+ 50 bps	Decrease by Rs. 12,922.40 lakhs.
Growth rate for terminal value	5.00%	- 50 bps	Decrease by Rs. 8,957.30 lakhs.

RHI Magnesita India Refractories Limited RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 27:
Income tax expense

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Income Tax Expense		
Current tax		
Current tax on profits for the year	-	273.33
Total current tax expense	-	**273.33**
Deferred tax		
Deferred tax credit	(486.12)	(2,099.69)
Total deferred tax credit	**(486.12)**	**(2,099.69)**
Total income tax credit	**(486.12)**	**(1,826.36)**

Reconciliation of tax expense and accounting profit multiplied by tax rate		
Loss before income tax credit	(58,318.90)	(4,017.04)
Tax at the rate of 25.168% (March 31, 2025: 25.168%)	(14,677.70)	(1,011.00)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Adjustments for tax of prior periods	-	(748.55)
Adjustment of deferred tax on loss allowance not claimed in earlier year	-	(111.57)
Permanent disallowance of the expenditure	-	8.06
Permanent difference arising on customer relationship and amortisation adjustment at the time of merger	176.93	176.93
Impairment loss on goodwill	13,999.46	-
Interest on micro and small enterprises	2.55	8.76
Adjustment for contract assets written off during the year	-	(165.84)
Others	12.64	16.85
Income Tax Expense	**(486.12)**	**(1,826.36)**

Price Waterhouse Chartered Accountants LLP IN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 28:
Earnings per share

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
(a) Basic loss per share (Rs.)	(55.33)	(2.10)
(b) Diluted loss per share (Rs.)*	(55.33)	(2.10)
Loss used for calculating earnings per share		
Loss attributable to the equity holders of the Company used in calculating Basic Loss per share	(57,832.78)	(2,190.68)
Loss attributable to the equity holders of the Company used in calculating Diluted Loss per share	(57,832.78)	(2,190.68)
Weighted average number of shares used as denominator		
Weighted average number of equity shares used as the denominator in calculating Basic Loss per share	104,531,157	104,531,157
Weighted average number of equity shares used as the denominator in calculating Diluted Loss per share	104,531,157	104,531,157

*There are no dilutive potential equity shares

Price Waterhouse Chartered Accountants LLP PIN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 29:
Fair value measurement
Financial Instruments by category

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026		As at March 31, 2025	
	FVTPL	Amortised cost	FVTPL	Amortised cost
Financial assets				
Non-Current				
Other financial assets	-	20.83	-	328.84
Current				
Investments*	4,575.33	-	-	
Trade receivables	-	20,770.91	-	18,616.46
Cash and cash equivalents	-	5,361.14	-	1,256.07
Bank balances other than above	-	43.34	-	-
Other financial assets	-	139.41	-	124.88
Total financial assets	**4,575.33**	**26,335.63**	-	**20,326.25**
Financial liabilities				
Non-Current				
Borrowings	-	21,254.18	-	21,548.24
Lease liabilities	-	7,649.98	-	8,217.29
Current				
Borrowings	-	5,594.80	-	3,035.33
Lease liabilities	-	533.48	-	639.19
Trade payables	-	16,118.68	-	16,320.33
Other financial liabilities	-	1,261.83	-	1,841.90
Total financial liabilities	-	**52,412.95**	-	**51,602.28**

The carrying amounts of trade receivables, trade payables, current borrowings, other current financial assets & liabilities, bank balances and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature.

The fair value of non-current financial assets and financial liabilities carried at amortised cost is substantially same as their carrying amount.

*Investments (pertaining to mutual funds) are measured at fair value, determined by reference to published closing Net Asset Value (NAV) at the reporting date.

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754NIN500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

Note 30:
Financial Risk Management

The Company's activities expose it to credit risk, liquidity risk and market risk.

The Company's senior management has the overall responsibility for establishing and governing the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policies accordingly. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk:

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and bank balances, Trade Receivables, Contract assets, Other financial assets measured at amortised cost and Investments measured at FVTPL	Ageing analysis, Credit ratings	Diversification of bank deposits and periodic monitoring of realisable value of assets. Business with customers with reliable credit rating in the market.
Liquidity risk	Borrowings, Trade payables, lease liabilities and Other financial liabilities	Cash flow forecasts	Availability of adequate cash, liquid assets, committed credit lines and borrowing facilities.
Market risk - foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (INR)	Cash flow forecasting's Sensitivity analysis	Regular monitoring to keep the net exposure at an acceptable level, with an option of taking forward foreign exchange contracts if deemed necessary. Natural hedging by maintaining balances between receivables and payables within same currency.
Market risk - Interest rate	Borrowings with floating rate of interest	Cash flow forecasting's Sensitivity analysis	Regular monitoring to keep the net exposure at an acceptable level.

A. Credit Risk

Credit risk on cash and cash equivalent and bank balances is not significant as it majorly includes deposits with bank and financial institutions with high credit ratings assigned by international and domestic credit rating agencies.

Other financial assets primarily includes loans and advances given to employees. These advances are given in the normal course of the business operations.

Credit risk arises from possibility that customer may default on its obligation to make timely payments, resulting into financial loss. The maximum exposure to the credit risk is primarily from trade receivable and contract assets.

The credit risk is managed by the Company through credit term approvals, establishing the financial reliability of the customers taking into account the financial condition, analysis of historical bad debts and ageing of account receivables. Outstanding customer receivables are regularly monitored. Individual credit terms are set accordingly by the Company's credit control department.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled revenue and retention money pending due on completion of performance obligation and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Company has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets. The expected loss rates are based on the payment profiles of sales over a period of 36 months before the reporting date and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information affecting the ability of the customers to settle the receivables. Trade receivables and contract assets are written off where there is no reasonable expectation of recovery.

Price Waterhouse Chartered Accountants LLP IN AAC-5001 FRN 012754N/N500015 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Ageing of trade receivables (Gross):

(All amount in Rs. Lakhs, unless otherwise stated)

Category	As at March 31, 2026	As at March 31, 2025
Not due	13,004.73	11,730.33
Less than 6 months	6,897.92	5,728.67
6 Months - 1 year	678.25	839.74
1-2 years	585.12	439.87
2-3 years	190.74	602.86
More than 3 years	600.59	128.14
Total	**21,957.35**	**19,469.61**

Loss allowance as at March 31, 2026

Particulars	Not due	Less than 6 months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount - Trade receivable	13,004.73	6,897.92	678.25	585.12	190.74	600.59	**21,957.35**
Gross carrying amount - Contract assets	4,815.81	-	-	-	-	-	**4,815.81**
Expected loss rate	(0.67%)	(1.36%)	(23.27%)	(45.73%)	(38.89%)	(95.78%)	(4.81%)
Expected credit losses - Trade receivable	(18.13)	(93.54)	(157.81)	(267.56)	(74.17)	(575.23)	(1,186.44)
Expected credit losses - Contract assets	(101.89)	-	-	-	-	-	(101.89)
Carrying amount of trade receivable (net of impairment)	**12,986.60**	**6,804.38**	**520.44**	**317.56**	**116.57**	**25.36**	**20,770.91**
Carrying amount of contract assets (net of impairment)	**4,713.92**	-	-	-	-	-	**4,713.92**

Loss allowance as at March 31, 2025

Particulars	Not due	Less than 6 months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount - Trade receivable	11,730.33	5,728.67	839.74	439.87	602.86	128.14	**19,469.61**
Gross carrying amount - Contract assets	3,198.10	-	-	-	-	-	**3,198.10**
Expected loss rate	(3.10%)	0%	(22.27%)	(18.09%)	(74.37%)	(71.45%)	(5.72%)
Expected credit losses - Trade receivable	(18.74)	(27.92)	(187.02)	(79.56)	(448.35)	(91.56)	(853.15)
Expected credit losses - Contract assets	(443.31)	-	-	-	-	-	(443.31)
Carrying amount of trade receivable (net of impairment)	**11,711.59**	**5,700.75**	**652.72**	**360.31**	**154.51**	**36.58**	**18,616.46**
Carrying amount of contract assets (net of impairment)	**2,754.79**	-	-	-	-	-	**2,754.79**

Allowance for doubtful debts-trade receivables

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Amount
Allowance as on April 01, 2024	**890.15**
Changes in loss allowance (Refer note 25)	(37.00)
Allowance as on March 31, 2025	**853.15**
Changes in loss allowance (Refer note 25)	65.81
Transfers from allowance for contract assets	267.48
Allowance as on March 31, 2026	**1,186.44**

Allowance for contract assets

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Amount
Allowance as on April 01, 2024	**1,102.26**
Contract asset written-off	(658.95)
Allowance as on March 31, 2025	**443.31**
Contract asset written-off	(73.94)
Transfers to allowance for doubtful debts-trade receivables	(267.48)
Allowance as on March 31, 2026	**101.89**

RHI Magnesita India Refractories Limited

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

B. Liquidity Risk:

Liquidity risk is the risk that the Company will not be able to settle or meet its obligations on time. The Company's primary sources of liquidity are cash generated from operations. The cash flows from operating activities are driven primarily by operating results and changes in the working capital requirements.

The Company believes that its liquidity position is adequate to fund the operating and investing needs and to provide with flexibility to respond to further changes in the business environment.

(i) Financing arrangements

The Company has access to the following undrawn borrowing facilities at the end of the reporting period:

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Floating rate		
Expiring within one year (bank overdraft and other facilities)	54,660.00	64,683.34
Total	**54,660.00**	**64,683.34**

The bank overdraft facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facilities may be drawn at any time in Rs. and have an average maturity of less than 1 year. Refer note 34(b) for the guarantee given by the Ultimate Holding Company in respect of the abovementioned facility.

(ii) Contractual maturities of financial liabilities

The amounts disclosed in the table are the contractual undiscounted cash flows.

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	Total
As at March 31, 2026					
Borrowings	5,594.80	5,667.78	7,084.73	8,501.67	26,848.98
Trade payables	16,118.68	-	-	-	16,118.68
Lease liabilities	533.48	533.48	533.48	28,274.19	29,874.63
Other Financial Liabilities - current	1,261.83	-	-	-	1,261.83
As at March 31, 2025					
Borrowings	3,035.33	3,591.37	4,788.50	13,168.37	24,583.57
Trade payables	16,320.33	-	-	-	16,320.33
Lease liabilities	719.43	718.33	710.47	33,089.88	35,237.81
Other Financial Liabilities - current	1,841.90	-	-	-	1,841.90





C. Market Risk :

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market price comprises three types of risk: foreign currency risk, interest rate risk and price risk. Financial instruments affected by market risks include borrowings, payables under MSMED Act, foreign currency receivables and payables.

i. Interest Rate Risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term and long term borrowings obligations in the form of cash credit and buyer's credit, term loans and external commercial borrowing carrying floating interest rates.

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026			As at March 31, 2025		
	Weighted average interest rate (%)	% of total loans	Balance	Weighted average interest rate (%)	% of total loans	Balance
Borrowings	EURIBOR plus spread of 2.3% p.a.	95%	25,505.02	EURIBOR plus spread of 2.3% p.a.	96%	23,594.66

Sensitivity analysis - For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year.

Sensitivity on variable rate borrowings	Impact on Statement of Profit & Loss (net of tax)	
Borrowings	**As at March 31, 2026**	**Year ended March 31, 2025**
Interest rate increase by 1%	(190.86)	(176.56)
Interest rate decrease by 1%	190.86	176.56

ii. Price risk:

The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market.

Other price risk exposure

The Company's exposure to price risk arises from investments held and classified in the Balance Sheet at fair value through profit and loss. To manage the price risk arising from investments, the Company diversifies its portfolio of assets.

Particular	As at March 31, 2026	As at March 31, 2025
Investments	4,575.33	-

Profit or loss is sensitive to changes in the Net Asset Value (NAV) of mutual fund investments, since these are measured at fair value through profit or loss.

	Impact on Profit (Net of tax) Increase/(Decrease)	
Particular	**As at March 31, 2026**	**As at March 31, 2025**
Investments		
NAV Increase by 5%	171.19	-
NAV Decreases by 5%	(171.19)	-

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHIMAGNESITA

iii. Foreign Currency Risk :

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's foreign currency denominated borrowings and foreign payables on account import of raw materials and other consumables. This foreign currency risk is covered by using foreign exchange forward contracts.

The details of foreign currency exposure is as follows

Particulars	Foreign Currency	As at March 31, 2026 (in Lakhs)		As at March 31, 2025 (in Lakhs)	
Unhedged Foreign Currency		**In FC**	**In Rs.**	**In FC**	**In Rs.**
Trade Payables					
	USD	24.22	2,303.56	19.54	1,691.61
	EUR	2.67	291.03	4.68	416.90
Borrowings	EUR	2.59	282.72	3.20	294.73
Other Financial liabilities	USD	-	-	0.29	24.83
Total Payable			**2,877.31**		**2,428.07**
Trade Receivables					
	USD	19.50	1,854.74	13.83	1,176.00
	EUR	0.45	48.72	9.30	856.29
Other Financial Assets	EUR	-	-	0.03	2.91
Total Receivable			**1,903.46**		**2,035.20**
Net Unhedged exposure					
	USD	(4.72)	(448.82)	(6.01)	(540.45)
	EUR	(4.82)	(525.02)	1.45	147.56
			(973.85)		**(392.89)**
Hedged Foreign Currency					
ECB Loan (including Interest accrued)	EUR	236.59	25,787.74	272.06	24,235.74

Rate Sensitivity

Sensitivity analysis is computed based on the changes in the income and expenses in foreign currency upon conversion into functional currency, due to exchange rate fluctuations between the previous reporting period and the current reporting period.

Particulars	Increase / Decrease in basis points	Impact on Profit & Loss Account (net of tax)	
		Year ended March 31, 2026	Year ended March 31, 2025
USD Sensitivity	+1%	(3.36)	(4.04)
	-1%	3.36	4.04
EUR Sensitivity	+1%	(3.93)	1.10
	-1%	3.93	(1.10)

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram
RHI Magnesita India Refractories Limited
RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 31:
Capital Management

Risk Management

The Company's objectives when managing capital is to safeguard their ability to continue as a going concern, so that it can continue to provide adequate returns to the shareholders.

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximising the return to stakeholders through efficient allocation of capital towards business needs, optimisation of working capital requirements and deployment of surplus funds into fixed deposits.

The management of the Company reviews the capital structure of the Company on regular basis. As part of this review, the Board of directors considers the status of debts, cost of capital and movement in the working capital.

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Net Debt (Refer note 10)	**25,095.97**	**32,183.98**
Share capital	10,453.11	10,453.11
Other equity	108,935.34	166,797.96
Total Equity	**119,388.45**	**177,251.07**
Gearing ratio	**21.02%**	**18.16%**

Price Waterhouse Chartered Accountants LLP IN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

Note 32:
Contingent Liabilities

Claims against the Company not acknowledged as debts

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Demand from Industrial and Labour Laws disputes	296.43	462.48
Demand from goods and services tax authorities	265.43	-
Total	**561.86**	**462.48**

Notes:

(i) No provision is considered necessary since the Company expects favourable decisions. The Company has also paid duty under protest of Rs. 14.79 lakhs pertaining to demand from excise and service tax authorities (Refer note 7).

These represent the best possible estimates arrived at on the basis of available information. The uncertainties and possible reimbursements are dependent on the outcome of the different legal processes which have been invoked by the Company or the claimants as the case may be and therefore cannot be predicted accurately. The Company engages professional advisors to protect its interests and has been advised that it has strong legal positions against such disputes. It is not practicable for the Company to estimate the timing of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.

Note 33 (a):
Capital and other Commitments

(i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances):

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Property, plant and equipment	10.81	518.49

(ii) The Company has other commitments, for purchases/sales orders which are issued after considering requirements per operating cycle for purchase/sale of goods and services and employee benefits, in normal course of business

(iii) The Company has long-term contracts for which there were no material foreseeable losses. The Company is not required to make a provision on derivative contracts as there were no material foreseeable losses.

Note 33 (b):
Operating leases

The Company's cancellable operating lease arrangements mainly consists of offices for period of less than 11 months. Terms of lease include terms for renewal, increase in rent in future periods and terms of cancellation (Refer note 25).

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 34:
Related Party Disclosures

(a) List of related parties

i. Holding and ultimate holding Company

The Company is controlled by the following:

Name	Type	Place of Incorporation	Ownership interest (in %)	
			As at March 31, 2026	As at March 31, 2025
RHI Magnesita N.V., Austria	Ultimate Holding Company	Austria	-	-
RHI Magnesita India Limited, India	Holding Company	India	100%	100%

ii. Key managerial personnel (KMP)

Mr. Parmod Sagar, Chairman, Managing Director & CEO
Mr. Azim Syed, Director
Mr. Abhishek Bajaj, Chief Financial Officer
Ms. Bobby Mehndiratta, Company Secretary
Ms. Ticiana Kobel (till November 17, 2025)
Mr. Gustavo Lucio Goncalves Franco, Non-Executive & Non-Independent Director
Mr. Nazim Sheikh, Non - Executive & Independent Director

iii. Fellow subsidiaries with whom the Company had transactions

RHI Magnesita D.O.O., Slovenia
RHI Magnesita GmbH, Austria
RHI Magnesita Kremen D.o.o., Slovenia
Sapref Refractory Products Ltd, Switzerland
~~RHI~~ Magnesita Sales Germany GmbH ~~(Formerly known as Dalmia GSB Refractories GmbH)~~, Germany
RHI US Ltd.,United States
Resco Products, Inc., United States
RHI Magnesita Switzerland AG, Switzerland
Agellis Group AB, Lund, Sweden
Refractory Intellectual Property GmbH & Co KG, Austria

v. Significant influence in Holding Company

Dalmia Bharat Refractories Limited, India

RHI Magnesita India Refractories Limited
RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500015
Gurugram

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 34 Contd:
(b) Related Party Transactions

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Relationship	Year ended March 31, 2026	Year ended March 31, 2025
Sale of products and services			
RHI Magnesita India Limited	Holding Company	23,949.84	13,634.82
RHI Magnesita Sales Germany GmbH	Fellow Subsidiary	-	321.04
RHI Magnesita Deutschland	Fellow Subsidiary	-	34.42
RHI Magnesita Kremen D.o.o.	Fellow Subsidiary	-	414.65
RHI Magnesita GmbH	Fellow Subsidiary	2,366.92	1,907.74
Dalmia Bharat Refractories Limited	Significant influence in Holding Company	6.07	-
Total		**26,322.83**	**16,312.67**
Purchase of material and stock-in-trade			
RHI Magnesita India Limited	Holding Company	24,242.71	7,830.08
RHI Magnesita GmbH	Fellow Subsidiary	1,901.12	324.01
Dalmia Bharat Refractories Limited	Significant influence in Holding Company	266.06	85.68
RHI Magnesita D.o.o	Fellow Subsidiary	45.12	-
RHI Magnesita Kremen D.o.o.	Fellow Subsidiary	681.55	54.67
RHI US Ltd.	Fellow Subsidiary	5.89	-
RHI Magnesita Switzerland AG	Fellow Subsidiary	35.26	-
Agellis Group AB	Fellow Subsidiary	121.94	-
Resco Products, Inc.	Fellow Subsidiary	61.48	-
Total		**27,361.13**	**8,294.45**
Royalty expense			
Refractory Intellectual Property GmbH & Co KG	Fellow subsidiary	-	53.94
RHI Magnesita GmbH	Ultimate Holding Company	388.74	9.40
Total		**388.74**	**63.34**
Recovery of collections by related party			
RHI Magnesita India Limited	Holding Company	700.27	670.85
Dalmia Bharat Refractories Limited	Significant influence in Holding Company	102.81	
Total		**803.08**	**670.85**
Refund of collections to related Party			
RHI Magnesita India Limited	Holding Company	380.82	181.24
Dalmia Bharat Refractories Limited	Significant influence in Holding Company	50.91	
Total		**431.73**	**181.24**
Sale of property, plant and equipment			
RHI Magnesita India Limited	Holding Company	29.09	17.14
Total		**29.09**	**17.14**
Managerial remuneration			
Abhishek Bajaj (As gratuity, compensated absences and long term service award are computed for all employees in aggregate based on the actuarial valuation carried out for the Company as a whole, and accordingly the amount related to key managerial personnel has not been separately identified and disclosed)	Chief Financial Officer	93.84	74.79
Total		**93.84**	**74.79**
Director Sitting Fees			
Nazim Sheikh	Key Managerial Personnel	4.00	3.25
Total		**4.00**	**3.25**
Commission on sales			
Sapref Refractory Products Limited	Fellow subsidiary	539.53	214.36
Total		**539.53**	**214.36**
Expenses reimbursement received			
RHI Magnesita India Limited	Holding Company	203.19	137.43
RHI Magnesita GmbH	Fellow Subsidiary	-	15.36
Total		**203.19**	**152.79**
Expenses reimbursement paid			
RHI Magnesita India Limited*	Holding Company	439.50	1,323.45
Dalmia Bharat Refractories Limited	Significant influence in Holding Company	170.87	60.96
*this includes allocation of common cost from holding Company and managerial remuneration to KMP of Rs. 226.81 Lakhs (March 31, 2025, Rs. 168.91 Lakhs)			
Total		**610.37**	**1,384.41**

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500018
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

Note 34 Contd:
(b) Related Party Transactions

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Relationship	Year ended March 31, 2026	Year ended March 31, 2025
Settlement transaction pertaining to Business Transfer Agreement (BTA) (Refer note 41)			
Dalmia Bharat Refractories Limited	Significant influence in Holding Company		
- Relinquishment of Rights for Mine		2,169.00	-
- Relinquishment of portion of land		1,154.00	-
Total		**3,323.00**	-
Advance paid for purchase of land			
Dalmia Bharat Refractories Limited	Significant influence in Holding Company	1,442.00	
Total		**1,442.00**	-
Information and Technology expenses			
RHI Magnesita GmbH	Fellow Subsidiary	1,252.09	109.84
Total		**1,252.09**	**109.84**
Interest expense on external commercial borrowings			
RHI Magnesita GmbH	Fellow Subsidiary	1,221.56	1,462.13
Total		**1,221.56**	**1,462.13**

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	Relationship	Year ended March 31, 2026	Year ended March 31, 2025
Trade Payables:			
RHI Magnesita India Limited	Holding Company	4,713.40	2,660.11
RHI Magnesita GmbH	Fellow Subsidiary	1,371.67	224.14
RHI Magnesita Sales Germany GmbH	Fellow Subsidiary	44.45	-
Sapref Refractory products Ltd	Fellow Subsidiary	-	192.92
RHI Magnesita D.o.o	Fellow Subsidiary	22.65	54.31
Refractory Intellectual Property GmbH & Co KG	Fellow Subsidiary	-	48.23
RHI Magnesita Kremen D.o.o.	Fellow Subsidiary	106.07	54.67
RHI Magnesita Switzerland AG	Fellow Subsidiary	27.44	-
Agellis Group AB	Fellow Subsidiary	127.73	-
Total		**6,413.41**	**3,234.38**
Trade Receivables:			
RHI Magnesita India Limited	Holding Company	4,166.03	4,362.43
RHI Magnesita D.o.o	Fellow Subsidiary	-	289.63
Dalmia Bharat Refractories Limited	Significant influence in Holding Company	144.87	339.47
RHI Magnesita Sales Germany GmbH	Fellow Subsidiary	31.08	42.79
Sapref Refractory products Ltd	Fellow Subsidiary	9.69	-
RHI Magnesita Kremen D.o.o.	Fellow Subsidiary	-	419.09
RHI Magnesita GmbH	Fellow Subsidiary	1,445.85	537.71
Total		**5,797.52**	**5,991.12**
Other current assets			
Dalmia Bharat Refractories Limited	Significant influence in Holding Company	1,442.00	89.75
Total		**1,442.00**	**89.75**
External Commercial Borrowings:			
RHI Magnesita GmbH	Fellow Subsidiary	25,505.02	23,942.49
RHI Magnesita GmbH - Interest accrued	Fellow Subsidiary	282.72	293.25
Total		**25,787.74**	**24,235.74**
Other transactions			
Guarantee given to Bank by RHI Magnesita N.V., Austria**	Ultimate Holding Company	57,000.00	69,000.00
Total		**57,000.00**	**69,000.00**

**This includes guarantee amounting to Rs. 25,000 lakhs given to the bank jointly in respect of borrowings of the Company and its Holding Company.

Terms and conditions of transactions with related parties - All related party transactions entered during the year were in ordinary course of the business and are on arm's length basis. All outstanding receivable balances are unsecured and repayable in cash. Further, no loss allowances were made against such balances.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 35: Due to Micro and small enterprises*

(All amount in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end**	1,503.25	2,019.54
(ii) Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	197.76	187.63
(iii) Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year.	3,474.93	3,746.51
(iv) Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	1,307.87
(v) Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
(vi) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	10.13	8.52
(vii) Interest accrued and remaining unpaid at the end of the accounting year	197.76	187.63
(viii) Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	-	-

* Details of dues to Micro Enterprises and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are based on information made available to the Company.

**Includes MSME dues payable for purchase of property plant and equipment amounting to Rs. 3.82 Lakhs as at March 31, 2026 (March 31, 2025: Rs. 13.15 Lakhs).

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 36:
Financial ratios

Ratios	Numerator	Denominator	Unit of Measurement	March 31, 2026	March 31, 2025	% variance	Reason for variance (where variance is more than 25%)
Current ratio	Current assets	Current liabilities	Times	2.10	2.06	2.08%	Not Applicable
Debt-equity ratio	Total debt	Shareholder's equity	Times	0.22	0.14	62.15%	This is due to the decrease in shareholder equity because of Impairment loss on goodwill recorded during the year ended March 31, 2026.
Debt service coverage ratio	Earnings available for debt service = Loss before tax + finance costs + non-cash operating expenses	Debt service = Interest and principal repayments including lease payments	Times	2.40	0.51	368.56%	Increased due to the repayment of the working capital loan during the year ended March 31, 2025.
Return on equity ratio	Loss for the year	Average shareholder's equity	Percentage	(38.99%)	(1.24%)	3054.90%	Decrease is on account of the impairement loss on goodwill recorded during the year ended March 31, 2026.
Inventory turnover ratio	Cost of Goods Sold*	Average inventories	Times	2.52	1.99	26.49%	Increased due to improved utilisation of Inventory during the year ended March 31, 2026.
Trade receivables turnover ratio	Sales	Average trade receivable	Times	5.74	5.30	8.27%	Not Applicable
Trade payables turnover ratio	Cost of Goods Sold*	Average trade payables	Times	4.34	3.50	23.84%	Not Applicable
Net capital turnover ratio	Sales	Average working capital = Current assets - Current liabilities	Times	3.60	3.35	7.44%	Not Applicable
Net profit ratio	Loss for the year	Sales	Percentage	(51.16%)	(2.21%)	2215.28%	Decrease is on account of the impairement loss on goodwill recorded during the year ended March 31, 2026.
Return on capital employed	Earnings before interest and taxes	Average Capital Employed = Net Worth + total debt + deferred tax liability	Percentage	(31.75%)	(0.41%)	7605.61%	Decrease is on account of the impairement loss on goodwill recorded during the year ended March 31, 2026.
Return on investment	Earnings before interest and taxes	Average total assets	Percentage	(37.25%)	(0.47%)	7840.36%	Decrease is on account of the impairement loss on goodwill recorded during the year ended March 31, 2026.

*Cost of goods sold = Cost of raw materials and components consumed+Purchases of stock-in-trade (traded goods)+Changes in inventories of finished goods, work-in-progress and stock-in-trade (traded goods)

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 37:
Additional regulatory information required by Schedule III

(i) Details of benami property held
No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) Relationship with struck off companies
The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956, except for the parties mentioned below:

(All amount in Rs. Lakhs, unless otherwise stated)

Name of struck off Company	Nature of transactions	Balance outstanding as at March 31, 2026	Relationship with the Struck off Company	Balance outstanding as at March 31, 2025	Relationship with the Struck off Company
Nimitava Hotel & Resorts Limited	Hotel service	-	Not related	0.35	Not related
Precision Engineers & Fabricators Private Limited	RM purchases	-	Not related	(3.47)	Not related
Zain Thermal Solutions Private Limited	Service	(9.72)	Not related	(9.72)	Not related

(iii) Compliance with approved scheme(s) of arrangements
The Company has entered into scheme of arrangement which has an accounting impact on current year or previous year (Refer note 40)

(iv) Details of crypto currency or virtual currency
The Company has not traded or invested in crypto currency or virtual currency during the current year or previous year.

(v) Utilisation of borrowed funds and share premium
(a) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(b) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall :
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(vi) Undisclosed income
There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(vii) Wilful defaulter
The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(viii) Compliance with number of layers of companies
The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(ix) Valuation of property, plant and equipment and intangible assets
The Company has not revalued its Property, Plant and Equipment (including Right-of-use-assets) and intangible assets both during the current or previous year.

(x) Utilisation of borrowings availed from banks.
The borrowings obtained by the Company from banks have been applied for the purposes for which such loans were taken.

(xi) Registration of charges or satisfaction with Registrar of Companies
There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

Price Waterhouse Chartered Accountants LLP IN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 38:

Additional regulatory information required by Schedule III (Contd.)

(xii) Borrowing secured against current assets

The Company has borrowings from banks on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks which are not in agreement with the books of account as set out below:-

(All amount in Rs. Lakhs, unless otherwise stated)

Name of the Bank	Aggregate working capital limits sanctioned	Nature of Current asset offered as Security	Quarter ended	Amount disclosed as per quarterly return/ statement	Amount as per books of account	Variance	Whether return/ statement subsequently rectified	Reasons for difference
Axis Bank Limited , HSBC Bank and Kotak Bank	55,000.00	Trade Receivables	30-Jun-25	8,872.15	19,850.49	10,978.34	No	Trade receivables more than 90 days and receivables from related parties are not considered in return.
		Trade Payables	30-Jun-25	13,964.14	14,816.30	852.16	No	Trade Payables for few services have not been considered in the return.
		Trade Receivables	30-Sep-25	14,658.48	26,513.37	11,854.89	No	Trade receivables more than 90 days and receivables from related parties are not considered in return.
		Trade Payables	30-Sep-25	17,992.16	18,740.90	748.74	No	Trade Payables for few services have not been considered in the return.
		Trade Receivables	31-Dec-25	15,773.55	22,861.55	7,088.00	No	Trade receivables more than 90 days and receivables from related parties are not considered in return.
		Trade Payables	31-Dec-25	18,768.08	20,103.54	1,335.46	No	Trade Payables for few services have not been considered in the return.
		Trade Receivables	31-Mar-26	12,793.61	19,537.41	6,743.80	No	Return is filed considering numbers as per the provisional Financial Statements.
		Trade Payables	31-Mar-26	15,816.06	17,256.64	1,440.58	No	Return is filed considering numbers as per the provisional Financial Statements.
HDFC Bank	2,000.00	Trade Receivables	30-Jun-25	1,704.22	2,609.38	905.16	No	Trade receivables more than 90 days and receivables from related parties are not considered in return.
		Trade Payables	30-Jun-25	1,860.89	3,437.29	1,576.40	No	Trade Payables for few services have not been considered in the return.
		Trade Receivables	30-Sep-25	1,762.20	3,149.29	1,387.09	No	Trade receivables more than 90 days and receivables from related parties are not considered in return.
		Trade Payables	30-Sep-25	2,291.62	3,620.84	1,329.22	No	Trade Payables for few services have not been considered in the return.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 39:
Title deeds of immovable properties not held in name of the Company

The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the Company except the following:

As at March 31, 2026

(All amount in Rs. Lakhs, unless otherwise stated)

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the Company
Property, plant and equipment	Land with respect to Khambhalia manufacturing unit	191.99	Shree Natraj Ceramic and Chemical Industries Limited	No	Since January 2023	Title deed registered in the name of Shree Natraj Ceramic and Chemical Industries Limited whose name was changed to Dalmia Refractories Limited. This entity got merged into Dalmia Bharat Refractories Limited. By virtue of Business transfer agreement dated November 19, 2022, the Company has acquired Indian refractories business from Dalmia Bharat Refractories Limited. The name of the Company has changed from Dalmia OCL Limited to RHI Magnesita India Refractories Limited and consequent to this Company is in the process for change of name.
Property, plant and equipment	Land with respect to Bhilai manufacturing unit	42.20	Dalmia OCL limited	No	Since January 2023	Title deed registered in name of Dalmia OCL Limited are in the process for change consequent to change of name of the Company to RHI Magnesita India Refractories Limited.
Property, plant and equipment	Building of Bhilai manufacturing unit	283.60		No	Since January 2023	
Right-of-use assets	Leasehold land with respect to Dalmiapuram manufacturing unit	2,487.30	Dalmia Bharat Refractories Limited	No	Since January 2023	Management is in the process of registering Long-term lease in the name of the Company to RHI Magnesita India Refractories Limited.
Property, plant and equipment	Building of Dalmiapuram manufacturing unit	2,909.93		No	Since January 2023	
Right-of-use assets	Leasehold land with respect to Rajgangpur manufacturing unit	7,048.78	Dalmia Bharat Refractories Limited	No	Since January 2023	Management is in the process of registering Long-term lease in the name of the Company to RHI Magnesita India Refractories Limited.
Property, plant and equipment	Building of Rajgangpur manufacturing unit	2,698.60		No	Since January 2023	
Property, plant and equipment	Leasehold land with respect to Katni manufacturing unit	663.06	Dalmia Seven Refractories Limited	No	Since January 2023	Leasehold deed of land on which building is constructed is registered in the name of Dalmia Seven Refractories Limited (name changed to RHI Magnesita Seven Refractories Limited) now merged into the Company.

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

As at March 31, 2025

(All amount in Rs. Lakhs, unless otherwise stated)

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the Company
Property, plant and equipment	Land with respect to Khambhalia manufacturing unit	191.99	Shree Natraj Ceramic and Chemical Industries Limited	No	Since January 2023	Title deed registered in the name of Shree Natraj Ceramic and Chemical Industries Limited whose name was changed to Dalmia Refractories Limited. This entity got merged into Dalmia Bharat Refractories Limited. By virtue of Business transfer agreement dated November 19,
Property, plant and equipment	Land with respect to Bhilai manufacturing unit	42.20	Dalmia OCL limited	No	Since January 2023	Title deed registered in name of Dalmia OCL Limited are in the process for change consequent to change of name of the Company to RHI Magnesita India Refractories Limited.
Property, plant and equipment	Building of Bhilai manufacturing unit	283.60		No	Since January 2023	
Right-of-use assets	Leasehold land with respect to Dalmiapuram manufacturing unit	2,487.30	Dalmia Bharat Refractories Limited	No	Since January 2023	Management is in the process of registering Long-term lease in the name of the Company to RHI Magnesita India Refractories Limited.
Property, plant and equipment	Building of Dalmiapuram manufacturing unit	2,909.93		No	Since January 2023	
Right-of-use assets	Leasehold land with respect to Rajgangpur manufacturing unit	8,033.93	Dalmia Bharat Refractories Limited	No	Since January 2023	Management is in the process of registering Long-term lease in the name of the Company to RHI Magnesita India Refractories Limited.
Property, plant and equipment	Building of Rajgangpur manufacturing unit	2,698.60		No	Since January 2023	
Property, plant and equipment	Leasehold land with respect to Katni manufacturing unit	663.06	Dalmia Seven Refractories Limited	No	Since January 2023	Leasehold deed of land on which building is constructed is registered in the name of Dalmia Seven Refractories Limited (name changed to RHI Magnesita Seven Refractories Limited).

Price Waterhouse Chartered Accountants LLP IN AAC-5001 FRN 012754N/N500016 Gurugram

RHI Magnesita India Refractories Limited RHI MAGNESITA

RHI Magnesita India Refractories Limited
CIN : U26100TN2018PLC125133
Notes to Financial Statements

Note 40: Merger

The Board of Directors of the Company and its wholly owned subsidiary, RHI Magnesita Seven Refractories Limited ("RHIMSRL") (hereinafter Referred to as the "erstwhile subsidiary"), at their respective meetings held on February 08, 2024, accorded in-principle approval to the Scheme of Merger of RHIMSRL with and into the Company ("the Scheme"), with the proposed appointed date of April 01, 2025 or such other date as may be approved by the Ministry of Corporate Affairs. Subsequently, the Regional Director (Southern Region), Chennai, vide order dated January 09, 2026, approved and sanctioned the Scheme with the appointed date of April 01, 2025.

During the year ended March 31, 2026, the Company accounted for the Scheme in accordance with Part C, Clause 1, of the Scheme which requires the accounting treatment to be carried out according to the "Pooling of Interests Method" as per Ind AS 103, 'Business Combination' notified under section 133 of the Companies Act, 2013 from the beginning of the preceding year i.e. April 01, 2024, onwards.

Accordingly, the Company has recorded the assets and liabilities of the erstwhile subsidiary at their respective carrying amounts as appearing in the books of the erstwhile subsidiary. The reserves of the erstwhile subsidiary have been reflected in the financial statements of the Company in the same form in which these were disclosed in the financial statements of the erstwhile subsidiary.

Pursuant to the Scheme becoming effective, there has been no change in the authorised share capital of the Company. Consequent to the merger, the loss for the year ended March 31, 2025, increased by INR 44.08 Lakhs.

Note 41 : Settlement transaction pertaining to Business Transfer Agreement (BTA)

On November 19, 2022, Dalmia Bharat Refractories Limited ('DBRL') entered into a business transfer agreement (BTA) with the Company to transfer the entire Indian refractory business of DBRL to the Company. On November 19, 2022, the RHI Magnesita India Limited ('RHIMIL') entered into a Share Swap Agreement with the Company and DBRL to acquire all outstanding shares of the Company. On January 04, 2023, the business transfer between DBRL and the Company was completed as per the terms and conditions of the BTA. During the current year, the Company entered into a settlement agreement with DBRL .

Pursuant to the aforesaid agreement, the Company transferred 8.47 acres, out of the total 65.45 acres of leasehold land to DBRL. The carrying amounts in the books in respect of the transferred leasehold rights comprised lease liabilities of Rs. 1,209.89 Lakhs and right-of-use assets of Rs. 985.14 Lakhs. Against such transfer, the Company received consideration of Rs. 1,154.00 Lakhs. Consequently, the Company recognised a net gain on termination of lease amounting to Rs. 1,378.75 Lakhs, which has been disclosed under "Other Income" in the Statement of Profit and Loss.

Further, as part of the same agreement, the Company also transferred the mining rights relating to one mine to DBRL. Upon such transfer, the Company recognised a gain on relinquishment of mining rights amounting to Rs. 623.81 Lakhs, being the difference between the carrying amount of the prepaid expense of Rs. 1,545.19 Lakhs and the consideration received of Rs. 2,169.00 Lakhs. The said gain has also been disclosed under "Other Income" in the Statement of Profit and Loss.





42. Summary of other accounting policies

This note provides a list of other accounting policies adopted in the preparation of these Financial Statements to the extent they not already been disclosed above. These policies have been consistently applied to all the years presented, unless otherwise stated.

(i) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM").

The Board of Directors, together with Managing Director has been identified as being Chief Operating Decision Maker ("CODM"). CODM evaluates the performance of the Company based on the single operative segment for the purpose of allocation resources and evaluating financial performance.

(ii) Foreign currency translation

a) Functional and presentation currency

Items included in the Financial Statements are measured using the currency of the primary economic environment in which the Company operates (`the functional currency'). The Company's operations are primarily in India. The Financial Statements are presented in Indian Rupee (Rs.), which is the Company's functional and presentation currency.

b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the Statement of Profit and Loss.

Foreign exchange differences arising on foreign currency borrowings are presented in the Statement of Profit and Loss within finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within Other Income/Expenses as appropriate.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

(iii) Income Taxes

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 amounts in the Financial Statements. However, deferred tax liabilities are not recognised if they arise from the

RHI Magnesita India Refractories Limited RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

initial recognition of goodwill. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset 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 offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise 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.

(iv) Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents include cash on hand, 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.

(v) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid as per due date. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(vi) Financial assets

A. Classification and initial recognition

Financial assets are recognised in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the asset. The Company determines the classification of its financial assets at initial recognition. The Company classifies the financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through profit or loss, or through other comprehensive income)
- Those measured at amortised cost

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

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram
RHI Magnesita India Refractories Limited
RHI MAGNESITA

At initial recognition, the Company measures a financial asset (excluding trade receivables which do not contain a significant financing component) at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in Statement of Profit and Loss.

The Company's financial assets primarily consists of cash and cash equivalents, trade receivables, loans and advances to employees, receivables from related party, security deposits, deposits with maturity of more than 12 months and other receivables etc. which are classified as financial assets carried at amortised cost. All other financial assets are measured at its fair value (FVTPL or FVTOCI), Transaction costs of financial assets carried at fair value through profit or loss are expensed in Standalone Statement of Profit or Loss.

B. Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

a. Financial assets at fair value through profit or loss (FVTPL):

Financial assets at fair value through profit or loss include financial assets held for trading and those designated upon initial recognition at fair value through profit or loss. Financial assets are classified as held for trading if they are acquired for the purpose of selling in the near term. Financial assets are designated upon initial recognition at fair value through profit or loss when the same are managed by the Company on the basis of their fair value and their performance is evaluated on fair value basis in accordance with a risk management or investment strategy of the Company. Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with changes in fair value recognised in other income in the Statement of Profit and Loss.

b. Financial assets measured at amortised cost

Assets that are held for collection of contractual cash flows, where the assets' 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 in the Statement of Profit and Loss.

c. Fair value through other comprehensive income (FVOCI):

Financial assets are measured at fair value through other comprehensive income (OCI) if these financial assets are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

C. Derecognition

A financial asset is derecognised only when

- The Company has transferred the rights to receive cash flows from the financial asset or
  Retains the contractual rights to receive cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

RHI Magnesita India Refractories Limited RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

When the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

D. Impairment of financial assets

The Company assesses on forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

(vii) Financial Liabilities

Financial liabilities of the Company are contractual obligation to deliver cash or another financial asset to another entity.

The Company's financial liabilities includes borrowings, lease liability, trade and other payables.

Classification, initial recognition and measurement

Financial liabilities are recognised initially at fair value. Transaction costs that are directly attributable to the issue of financial liabilities (other than financial liabilities carried at fair value through profit or loss) are deducted from the fair value measured on initial recognition of financial liability. Financial liabilities are subsequently measured at amortised cost.

Subsequent measurement

After initial recognition, financial liabilities are subsequently measured at amortised cost using the effective interest rate ('EIR') method. Gains and losses are recognised in profit or loss when the liabilities are derecognised.

De-recognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or 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 or finance cost.

(viii) Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Price Waterhouse Chartered Accountants LLP
LLPIN AAC-5001
FRN 012754N/N500016
Gurugram

RHI Magnesita India Refractories Limited
RHI MAGNESITA

(ix) Fair Value Measurement

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Financial Statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1- Quoted (Unadjusted) marked prices in the active markets for identical assets or liabilities.

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

(x) Derivative financial instruments

The Company acquires forward contracts to mitigate the risk arising from foreign currency exposures. These forward contracts are designated as derivative financial instruments. Derivatives are initially recognised at fair value on the date of the derivative contract is entered into and subsequently re-measured to their fair value at the end of reporting period. The consequent gains/ losses, arising from subsequent re-measurement, are recognised in the statement of profit and loss, unless the derivative is designated as hedging instrument and hedging relationship is established with the item being hedged.

(xi) Provisions and contingent liabilities

a) Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

b) Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements.

(xii) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of

transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

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 the Statement of Profit and Loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

(xiii) Employee benefits

a) Defined benefit plan - Gratuity

The liability recognised in the Balance Sheet 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 an actuary using the projected unit credit method.

The present value 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.

Remeasurement 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.

b) Defined contribution plans

The Company's contribution to provident fund and employees' state insurance scheme are considered as defined contribution plans and are charged as expense in the Statement of Profit and Loss, based on the amount of contribution required to be made and when services are rendered by the employee. The Company has no further obligations under these plans beyond its monthly contributions.

c) Other Benefits - Compensated Absences

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year are treated as other long-term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for

RHI Magnesita India Refractories Limited RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

d) Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service.

(xiv) Business Combinations

Business combinations involving entities that are controlled by the Company are accounted for using the pooling of interests method as follows –

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. Adjustments are only made to harmonise accounting policies.
- The financial information in the financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, where the business combination had occurred after that date, the prior period information is restated only from that date.
- The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee or is adjusted against general reserve.
- The identity of the reserves are preserved and the reserves of the transferor become the reserves of the transferee.
- The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves.

(xv) Contributed equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

(xvi) 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.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

(xvii) Government Grant

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with required conditions. Export incentive under Remission of Duties and Taxes on Export products

RHI Magnesita India Refractories Limited RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

(RODTEP), Merchandise Exports from India Scheme (MEIS) and duty drawback are accrued when no significant uncertainties as to the amount of consideration that would be derived and as to its ultimate collection exist.

Government grants relating to assets, including incentives received under investment promotion schemes for acquisition of property, plant and equipment, are recognised when there is reasonable assurance that the conditions attached to the grant will be complied with and the grant will be received. Such grants are presented by deducting the grant from the carrying amount of the related assets.

(xviii) Interest income

Interest income from financial assets at FVTPL is disclosed as interest income within other income. Interest income on financial assets at amortised cost and financial assets at FVOCI is recognised in profit or loss as part of other income. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit impaired. For credit-impaired financial assets the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance)

(xix) Earnings per Share

a) 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

b) Diluted earnings per share

Diluted earnings per share adjusts 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.

(xx) Leases

As a lessee

Leases are recognised as a right-of-use asset at cost with a corresponding lease liability, except for leases with term of less than twelve months (short term) and low-value assets in accordance with Ind AS 116 'Leases'.

The cost of the right-of-use assets comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease plus any initial direct costs etc.

Subsequently, the right-of-use asset is measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use assets.

RHI Magnesita India Refractories Limited RHI MAGNESITA

Price Waterhouse Chartered Accountants LLP LLPIN AAC-5001 FRN 012754N/N500016 Gurugram

For lease liabilities at the commencement date, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate.

For short-term and leases low value assets, the Company recognises the lease payments as an operating expense in the Statement of Profit and Loss on a straight-line basis over the lease term.

Extension and termination options are included in a number of leases. Extension and termination options held are exercisable at mutual consent of lessor and lessee.

(xxi) Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business and reflects Company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables and contract assets, the Company applies the general approach for recognition and measurement of expected credit losses in accordance with Ind AS 109.

(xxii) Inventories

Inventories including stores and spares are valued at the lower of cost and the net realisable value. The cost of individual items of inventory is determined using weighted average method. Cost of raw materials and stock-in-trade comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and the estimated costs necessary to make the sale.





Note 43: Impact of Labour code

On November 21, 2025, the Government of India notified four new labour codes i.e. the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 (hereinafter referred as "New Labour Codes") consolidating 29 existing labour laws. The Ministry of Labour & Employment published Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has assessed and accounted for the incremental impact of these changes with the best information available and guidance provided by the Institute of Chartered Accountants of India. The incremental impact of Rs. 516.15 lakhs has been recognised as "Employee benefits expense" in the Statement of Profit and Loss. The Company continues to monitor the finalisation of State Rules and further clarifications from the Government and will record any additional accounting impact, as required.

Note 44: Expenditure on Corporate Social Responsibility (CSR)

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company, on a standalone basis, incurred a net loss during the three immediately preceding financial years, as computed in accordance with the provisions of Section 198 of the Companies Act, 2013. Accordingly, the Company was not required to spend any amount on Corporate Social Responsibility ("CSR") activities during the year.

However, the erstwhile subsidiary, RHIMSRL, on a standalone basis, had reported net profits during each of the three immediately preceding financial years and, accordingly, was required to incur CSR expenditure of Rs. 17.83 Lakhs during the year, as computed in accordance with the provisions of Section 198 of the Companies Act, 2013.

Pursuant to the Order of the Regional Director, Chennai, received on January 09, 2026, approving the merger of the RHIMSRL with the Company, RHIMSRL initiated the process of engaging implementation vendors for undertaking CSR activities. Accordingly, CSR expenditure amounting to Rs. 3.78 Lakhs were incurred up to the date of order (March 31, 2025: INR 13.80 Lakhs). Further, an amount of Rs. 14.05 Lakhs pertaining to ongoing CSR projects has been deposited in separate bank account within the stipulated time line (March 31, 2025: Nil).

Note 45: Transfer pricing

The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under Sections 92-92F of the Income-tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company is in the process of updating the documentation for the international and domestic transactions entered into with the associated enterprise during the financial year and expects such records to be in existence latest by November 30, 2026, as required by law. The Management confirms that its international and domestic transactions are at arm's length so that the aforesaid legislation will not have any impact on the Financial Statements, particularly on the amount of tax expenses and that of provision for taxation.

The above notes to the Financial Statements referred in our report of even date.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016

Anurag Khandelwal
Partner
Membership No: 078571

Place: Gurugram
Date: May 29, 2026

For and on behalf of the Board of Directors of
RHI Magnesita India Refractories Limited

Parmod Sagar
Chairman, Managing Director & CEO
(DIN - 06500871)

Asim Syed
Director
(DIN - 10641934)

Abhishek Bajaj
Chief Financial Officer

Bobby Mehndiratta
Company Secretary
(ACS - A54443)

Place: Gurugram
Date: May 29, 2026