STOVEKRAFT®

SIMPLIFYING LIVES. SCALING VALUE.

Through Everyday Innovation.

2025-26
ANNUAL REPORT

Pigeon® | Gilma® live in tomorrow

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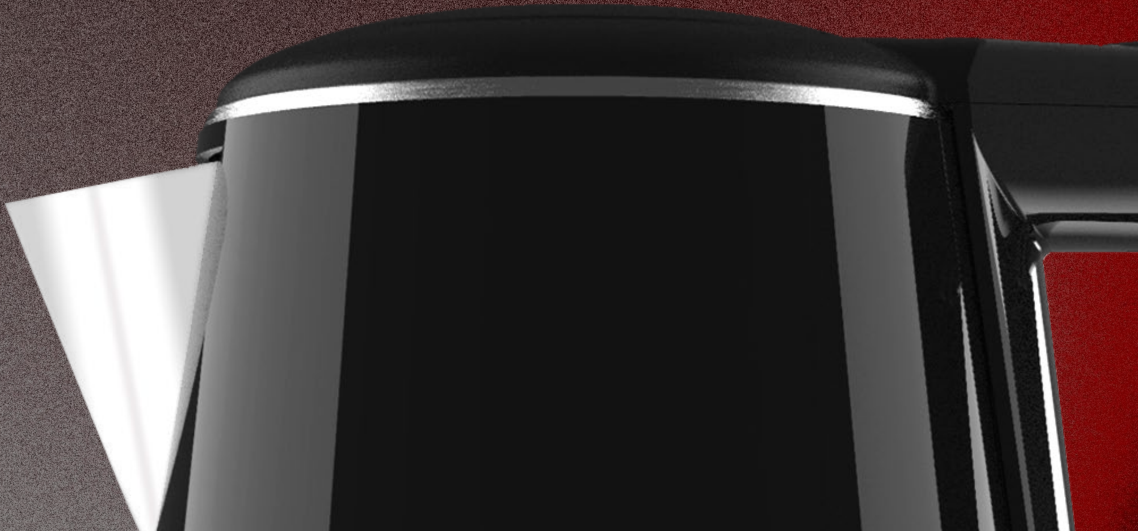
Forward-looking statement

Certain statements in the Integrated Annual Report of Stove Kraft Limited for 2025-26 constitute 'forward-looking statements', which involve known and unknown risks and opportunities, other uncertainties, and important factors that could turn out to be materially different following the publication of actual results. These forward-looking statements speak only as of the date of this document. The Company undertakes no obligation to publicly update or release any revisions to these forward-looking statements to reflect events or circumstances after the date of this document, or to reflect the occurrence of anticipated events. We have tried, wherever possible, to identify such statements by using words such as 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in our assumptions.



Scaling Value. Simplifying Lives. Through Everyday Innovation.

At Stove Kraft, we believe that the most meaningful innovations are rarely the loudest. They are the ones that become a seamless part of everyday life–making cooking easier, homes more efficient, and daily routines a little more convenient. They solve practical problems with thoughtful design, dependable quality and accessible pricing, improving millions of everyday experiences without demanding attention.

This philosophy has shaped our journey from the very beginning. It continues to guide every decision we make–from the products we create and the technologies we adopt to the way we manufacture, distribute and serve our consumers. Because innovation, to us, is not defined by complexity. It is measured by the value it creates for households and the trust it earns over time.

FY 2025–26 marked another important step in this journey. As consumer preferences continued to evolve, we responded by strengthening our presence across emerging categories, accelerating our electric cooking portfolio, expanding into new household and commercial applications, and bringing our brands closer to consumers through a rapidly growing retail footprint and a strong omnichannel presence. Every expansion reflected a singular purpose: to make thoughtfully designed products more accessible to more people.

Behind this growth was an equally deliberate effort to build a stronger, more resilient business. Our integrated manufacturing ecosystem enhanced quality, agility and cost competitiveness. Improved cash generation, disciplined working capital management and a healthier balance sheet strengthened our ability to invest with confidence–in innovation, brands, capacity and consumer reach. Each operational improvement created a stronger platform for sustainable, profitable growth.

As we continue to expand our scale, we remain equally focussed on expanding the value we create–for consumers seeking trusted everyday solutions, for channel partners growing alongside us, and for shareholders benefiting from a business built on operational excellence and disciplined execution.

This is the essence of our journey. Scaling value by building a stronger, more efficient and future-ready enterprise. Simplifying lives by making everyday innovation more accessible to millions of households. Together, these ambitions are shaping the next chapter of Stove Kraft's growth–where every innovation serves a purpose, every investment creates lasting value, and every step forward brings us closer to becoming India's most trusted kitchen and home solutions company.

THE STOVE KRAFT INVESTMENT CASE

A Stronger Stove Kraft Takes Shape

Operational highlights FY 2025-26

HEADROOM ALREADY IN PLACE

Backward-integrated manufacturing platform supports scale, quality control and faster product development without being dependent on third party suppliers and OEMs

70 million units
Integrated manufacturing capability

18 member
In-house R&D team

PIGEON CONTINUES TO SCALE

The brand continued to deepen its relevance across everyday cooking and kitchen appliance categories

₹ 1,379 crore
(11.6% Three-year CAGR)
Pigeon sales

A RETAIL NETWORK GAINING SCALE

The Pigeon retail network brings the complete portfolio closer to consumers across India

329 stores
Across 22 states and 151 cities and towns with **a target to add up to 100 stores every year**

MULTIPLE ROUTES TO MARKET

Stove Kraft's reach now extends across established trade channels, digital platforms and its growing exclusive retail network

14%
E-commerce

52%
Retail

19%
Modern Retail

8%
OEM Exports

Financial highlights FY 2025-26

MORE WAYS TO GROW

Growth was supported by a wider category mix and multiple routes to the consumer

₹ 1,607.4 crore

(↑ 10.9% YoY)

Revenue

MORE CONTROL BEHIND GROWTH

Gross profit grew faster than revenue, supported by manufacturing integration and an evolving product mix

38.7%

(↑ 60 bps)

Gross margin

CASH GENERATION NEARLY DOUBLED

Improved working-capital management translated operating performance into substantially stronger cash flows.

₹ 258 crore

(Improved from ₹ 130 crore YoY)

Cash flow from operations

LESS CAPITAL TIED UP IN OPERATIONS

Lower inventory and receivable days, supported by higher payable days, released capital for the business.

23 days

(Improved from 64 days YoY)

Working-capital cycle

A BALANCE SHEET WITH GREATER HEADROOM

Debt reduction has lowered financial risk and created greater room to fund growth from a position of strength.

₹ 27.1 crore

(Down from ₹ 176.8 crore YoY)

Refer MDA for details

ABOUT STOVE KRAFT LIMITED

Everyday Excellence, Built at Scale

Stove Kraft Limited is an Indian consumer products company focussed on making everyday life easier across the kitchen and home. Through Pigeon, Gilma and the licensed BLACK+DECKER portfolio, we serve value, semi-premium and premium consumer segments across cookware, cooking appliances, small appliances and household utilities. Our integrated manufacturing base, in-house product development and multi-channel reach help us translate changing consumer needs into practical products, take them closer to more households and build value with greater control.

PURPOSE
To provide quality products at affordable prices, thereby enhancing the lives of our customers

VISION
To be a leader in the kitchen, home and consumer lighting solutions in India

PHILOSOPHY
Customer First

Pigeon
Our flagship brand for accessible kitchen and home products designed around everyday use.

Gilma
Semi-premium kitchen solutions across cooktops, hobs, chimneys and related categories.

BLACK+DECKER
A licensed premium portfolio combining design, performance and convenience across selected home and kitchen appliances

INTEGRATED FOR QUALITY AND SCALE

Our manufacturing facilities at Bengaluru, Karnataka and Baddi, Himachal Pradesh bring product development, quality control and production onto an integrated operating platform. Backward integration across key processes supports faster product development, consistent quality and responsive supply, while strengthening our control over cost and execution. This allows us to scale efficiently and bring relevant innovation to market with greater speed.

2
Manufacturing locations

ISO 9001:2015
Certified operations

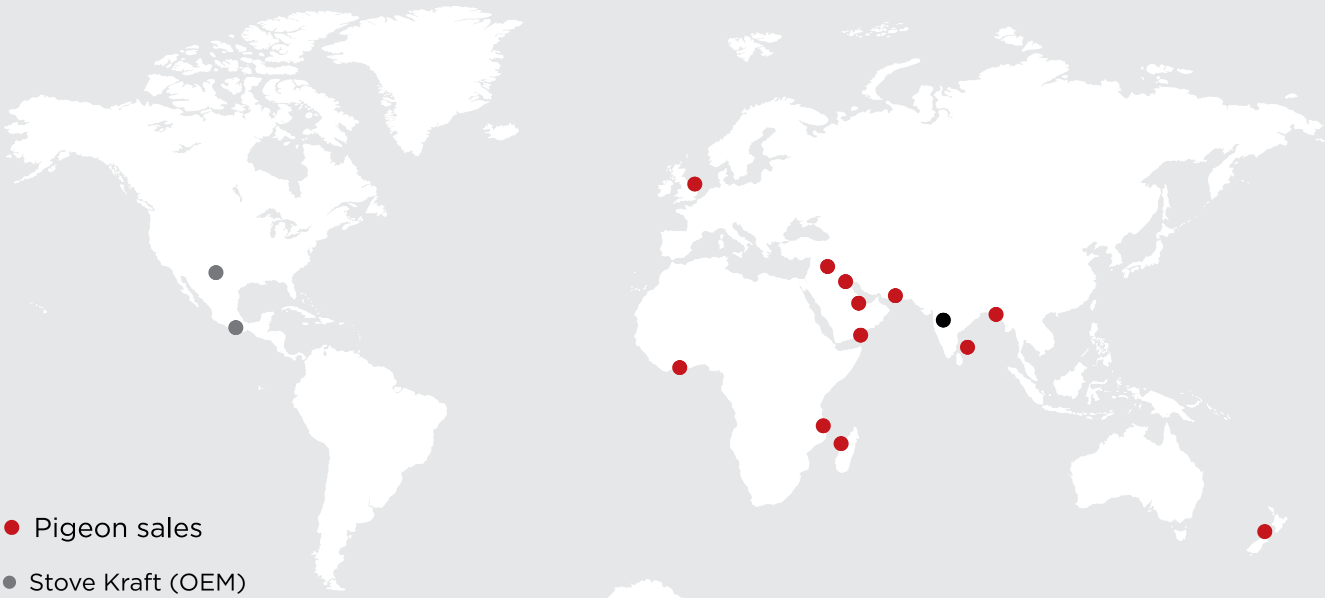
~53 acres
Combined manufacturing footprint

GEOGRAPHIC PRESENCE

Scaling Access Across Markets

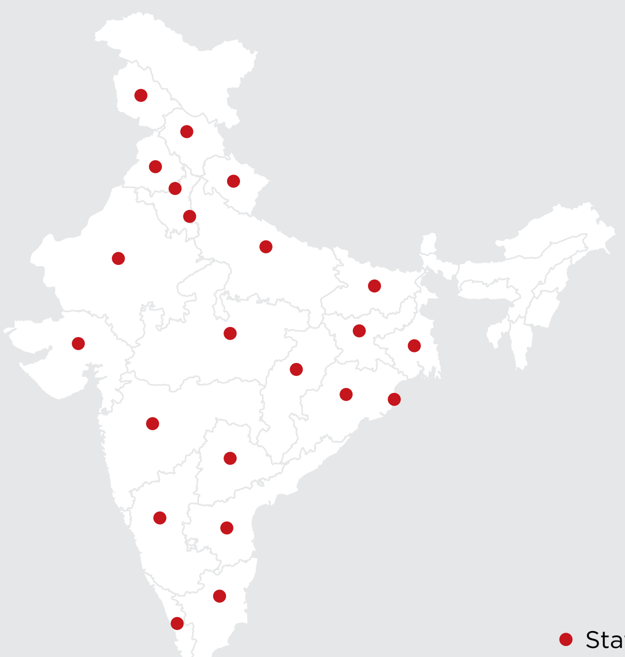
Our geographical presence reflects our evolution from a strong regional, manufacturing-led company into a wider domestic and global consumer brand. Anchored by our integrated facilities in Bengaluru and Baddi, we continue to expand access across India through exclusive stores, distributors, retail touchpoints and brand-specific channels. Our growing export network further extends the reach of our Made-in-India kitchen and home solutions, enabling us to serve diverse markets with agility, consistency and everyday relevance.

Exports to 14 Countries



- Pigeon sales
- Stove Kraft (OEM)
- Headquarters

19,000+ Pin codes served



- States with Pigeon Exclusive Stores

Map not to scale. For Illustrative purpose only.

OUR BRANDS

Distinct Brands. One Everyday Purpose.

Household needs are becoming more varied, and expectations from the products, people bring home are changing with them. Some consumers seek dependable everyday value, while others look for a more considered kitchen experience or premium performance. Our brand architecture allows us to respond to these distinct choices, simplify everyday routines and scale value across consumer segments without diluting the identity of each brand.

SIMPLIFYING LIVES AT SCALE

For over two decades, Pigeon has earned the trust of millions of households by making everyday living simpler through thoughtfully designed kitchen and home solutions. Today, it stands among India's leading consumer brands in the kitchenware and small domestic appliances space, with a comprehensive portfolio spanning cookware, pressure cookers, cooktops, induction and electric cooking, food preparation appliances, kitchen essentials, home solutions, personal care and cooling products. Designed around the principles of functionality, reliability and value. During FY 2025-26, Pigeon continued to strengthen its leadership by expanding into new categories, accelerating product innovation and deepening consumer engagement across India. The brand also broadened its exclusive retail footprint, creating more immersive consumer experiences while reinforcing its strong presence across general trade, modern retail, e-commerce and quick commerce.

Gilma
live in tomorrow

SCALING VALUE IN HIGHER-VALUE KITCHEN SPACES

Gilma caters to discerning consumers seeking premium kitchen solutions that combine performance, aesthetics and functionality. With a curated portfolio spanning built-in hobs, chimneys, cooktops and complementary kitchen appliances, the brand delivers a more personalised buying experience through its exclusive retail network and expert-assisted selling. Backed by app-enabled after-sales service, Gilma extends its premium proposition well beyond the point of purchase. As its exclusive retail footprint continues to evolve, the brand is strengthening execution, enhancing product presentation and delivering a more consistent, immersive and seamless ownership experience.

Scaling Our Product Portfolio

ELECTRIC COOKING

We are widening our presence across induction, infrared cooking, rice cookers, air fryers and other electric formats. These products respond to the growing preference for speed, convenience and flexibility in everyday cooking, while opening larger category opportunities for our brands.

HIGHER-VALUE COOKWARE

Cast-iron, tri-ply and ceramic-coated ranges are deepening our participation in specialised and premium cookware formats. These products complement our established portfolio while widening consumer choice and supporting stronger value creation within the category.

A WIDER PRESENCE ACROSS THE HOME

Our portfolio is extending into BLDC fans, vacuum cleaners, personal grooming, hydration and cleaning products. These adjacencies allow our brands to address a broader set of household needs through the same manufacturing and market-access platform.

THROUGH EVERYDAY INNOVATION

Products such as the Pigeon Idiyappam and Snack Maker, garment steamers and cordless irons reflect our focus on practical innovation. Each respond to a recognisable household requirement, whether reducing effort, improving convenience or adapting product functionality to familiar Indian usage.

Our Innovation Story

Innovation begins with our customer first philosophy. Their evolving preferences, feedback, and everyday experiences inspire us to develop products that are relevant, functional, and value driven. Translating their insight into meaningful innovations enables us to enhance the product portfolio and deliver solutions that enrich everyday living.

CORDLESS DRY IRON

Customer feedback inspired the development of our Cordless Dry Iron. Key challenges faced by customers in iron such as restricted movement, tangled cords, uneven ironing, and user fatigue were considered. Consumers wanted a lightweight, ergonomic, and hassle-free solution that delivered fast, consistent heating while ensuring comfort and safety.

Driven by these insights, we introduced an innovative Cordless Dry Iron featuring unrestricted cordless operation, rapid reheating, a smooth-glide soleplate, and an ergonomic design for effortless ironing. The product not only enhances convenience and efficiency but also reflects our focus on meaningful, customer-led innovation. Further reinforcing its uniqueness, the product has been granted a Design Registration, recognising its distinctive and innovative design.

PEDESTAL FAN

Customer feedback revealed key shortcomings in conventional pedestal fans, including noisy metal blades, lower RPM, outdated aesthetics, high power consumption, and limited convenience due to the absence of smart features. Consumers increasingly sought quieter, more energy-efficient, high-performance fans with modern styling and enhanced usability.

Responding to these insights, we redefined the category with our innovative pedestal fan range featuring high-efficiency BLDC motor technology, aerodynamic 7 blades for quieter operation, higher RPM and superior air delivery, sleek contemporary design, remote control, timer, and multiple speed settings. By combining performance, energy savings, and intelligent features, we transformed the conventional pedestal fan into a modern, user-centric appliance that delivers superior comfort and convenience.

FROM KITCHEN FRUSTRATIONS TO SMARTER COOKWARE

The development of Cerrasteel began with a close assessment of the difficulties consumers commonly experience with conventional stainless-steel cookware. Food may stick when the cookware is not adequately preheated or sufficient oil is not used. High-temperature cooking can result in surface discolouration, while burnt residue and hard-water deposits can make cleaning more demanding. Consumers accustomed to non-stick cookware may also require time to adapt their cooking techniques.

While practices such as preheating the pan, cooking at moderate temperatures, using the right amount of oil and cleaning promptly can reduce these concerns, customer feedback indicated the need for a more intuitive cooking experience. These insights guided the development of Cerrasteel products, with a focus on reducing everyday cooking and maintenance challenges while retaining the strength and functionality expected from modern cookware.

The development process reflects our broader approach to innovation. Customer feedback helps us identify unmet needs, improve existing products and prioritise development efforts around actual usage patterns. It also reduces the risk associated with new product introduction and enables continuous refinement based on evolving consumer expectations.

TRADITIONAL RECIPES, MODERN CONVENIENCE

Our rechargeable idiyappam maker reimagines a traditionally effort-intensive preparation process through a compact and convenient appliance. Its cordless operation allows consumers to use and move the appliance without remaining connected to a power outlet, while the rechargeable battery reduces manual effort and supports repeated use.

Designed for convenience, portability and ease of handling, the appliance enables consumers to prepare idiyappam and different noodle formats quickly at home. Its compact construction also makes it easier to store and carry, while interchangeable attachments can extend its usefulness across different recipes and preferences.

Potential areas for continued product development include USB-C fast charging, longer battery life, interchangeable dies, adjustable thickness settings, one-touch controls and an LED battery indicator. Detachable components, easier-cleaning mechanisms and food-grade stainless-steel contact parts can further strengthen hygiene, durability and user convenience.

MANAGING DIRECTOR'S LETTER

Leading Everyday Innovation with Purpose

The important point is that such periods test the strength of a business model. For Stove Kraft, our integrated manufacturing base, diversified channels and broad product portfolio gave us the ability to respond without losing momentum

DEAR SHAREHOLDERS,

I am pleased to present Stove Kraft's Annual Report for FY 2025-26.

During the year, we translated our theme, Scaling Value. Simplifying Lives. Through Everyday Innovation., into measurable business outcomes. We strengthened growth, improved cash generation, reduced debt and expanded our presence across categories, channels and consumer segments. At the same time, we continued to develop practical products that respond to changing cooking habits and wider household needs.

The year ended on a considerably stronger note than it began. Consumer demand remained uneven across quarters, while international trade uncertainty, commodity-price movements and foreign exchange volatility affected the operating environment. Despite these challenges, our domestic business remained resilient. Our manufacturing depth, diversified channel presence and ability to respond quickly to category shifts helped us build momentum through the year and close FY 2025-26 with a stronger operating and financial position.

Another significant shift during the year was the growing movement towards electric cooking. Induction cooktops, rice cookers, air fryers and other electric appliances are becoming more relevant as households seek speed, convenience and energy efficiency

A STRONGER FINANCIAL FOUNDATION

Revenue from operations increased by 10.9% to ₹ 1,607.4 crore during FY 2025-26. Gross profit grew by 12.7% to ₹ 622.5 crore, while gross margin improved from 38.1% to 38.7%. EBITDA stood at ₹ 166.1 crore [excluding other income and other gains/(losses)] and profit after tax increased by 9.1% to ₹ 42.0 crore. The final quarter provided a strong finish, with revenue growing by 32.4%.

The improvement in our balance sheet and cash flows was particularly significant. Cash flow from operations increased to approximately ₹ 258 crore. Our working-capital cycle reduced from 64 days to 23 days through tighter management of inventory and receivables. Net debt, (excluding lease liabilities and financial liabilities towards sale and lease back and including bank balances other than cash and cash equivalents) declined from ₹ 176.8 crore to ₹ 27.1 crore, while return on capital employed improved to 11.2%.

These outcomes reflect disciplined execution across the business. We released capital from operations, reduced our financing burden and strengthened our ability to support future growth through internal cash generation. This provides Stove Kraft with greater financial flexibility as we move into the next phase of capacity utilisation, category expansion and market development.

RESPONDING TO CHANGING CONSUMER NEEDS

Cooking habits continue to evolve as consumers seek greater speed, convenience and flexibility.

329

Pigeon exclusive stores across 22 states and 151 cities

Electric cooking gained further acceptance during the year, supported by growing adoption across urban households, organised retail and digital channels.

Induction cooktops delivered 23.9% value growth and 11.7% volume growth during FY 2025-26. Growth accelerated further during the fourth quarter, demonstrating the size of the opportunity developing in this category. We are strengthening our manufacturing capability across Bengaluru and Baddi to support this demand.

We also extended our electric-cooking capabilities into professional kitchens through the launch of the Pigeon Egnite 3500 Heavy-Duty Infrared Cooktop. This marks our entry into the HoReCa segment and opens a new application for capabilities already established within our consumer business.

Our portfolio is also moving towards higher-value and more specialised formats. Cast-iron, tri-ply, ceramic-coated and stainless-steel cookware are widening our participation within the category. At the same time, small appliances and household solutions are allowing us to address a broader set of everyday consumer requirements.

The opportunity before us is therefore larger than any single product segment. We are building a more diversified consumer platform across cookware, kitchen appliances and home solutions, supported by the strength of the Pigeon, Gilma and BLACK+DECKER brands.

BRINGING THE COMPLETE BRAND CLOSER TO CONSUMERS

Our exclusive retail network continued to expand during the year. We closed FY 2025-26 with 329 Pigeon Exclusive Brand Outlets across 22 states and 151 cities and towns, following 67 additions. Own retail contributed 7.5% of revenue during the year.

These stores allow consumers to experience a wider representation of the Pigeon portfolio under one roof. They also help us improve product visibility, gain direct consumer insights and build a stronger presence in markets where the complete portfolio cannot always be displayed through general trade or modern retail.

Our next phase of expansion will increasingly use franchisee-operated formats, with a greater focus on North and West India. We remain committed to establishing approximately 100 stores every year while continuing to strengthen general trade, modern retail, e-commerce and quick commerce. Our objective is to remain accessible across the different ways in which consumers discover, compare and purchase products.

EXCELLING OUR MANUFACTURING PROWESS

Manufacturing remains central to our operating model. Over the past several years, we invested in backward integration, product development and capacity creation. These investments have improved our control over cost, quality, availability and time to market.

The benefits were visible during FY 2025-26 as we responded to rising demand in electric cooking, increased production of backward-integrated kettles and cast-iron cookware and commenced in-house manufacturing of kitchen chimneys.

Our major investment cycle is now substantially complete. The capacity created across our facilities provides headroom for a considerably larger business without requiring a proportionate increase in capital expenditure. Improving utilisation will therefore be an important driver of operating leverage, returns and cash generation over the coming years.

ADVANCING OUR INTERNATIONAL OPPORTUNITY

Our partnership with IKEA represents an important step in the development of our global business. We invested approximately ₹ 58 crore in dedicated tooling, machinery and supporting infrastructure for the program.

We have been awarded three product lines, with production and revenue recognition expected to commence progressively during FY 2026-27. The partnership strengthens our manufacturing credentials, expands our exposure to global quality standards and establishes a platform that can support the longer-term development of our exports business.

STRENGTHENING CONSUMER ENGAGEMENT

During the year, we sharpened the way our brands communicate with consumers. Our marketing increasingly began with insight into how people cook, celebrate, discover products and make purchase decisions.

This approach helped us move beyond conventional feature-led advertising towards communication that combines product utility with emotion, culture and familiar everyday situations. We also intensified our digital marketing presence to create a more consistent interaction with consumers across platforms.

These efforts are helping us improve product understanding, strengthen brand recall and connect innovation with recognisable household needs. They also support our broader objective of bringing the brand closer to consumers across both physical and digital channels.

GROWING RESPONSIBLY

We continued to make practical progress across our environmental and social priorities. Approximately, 41% of our energy requirement is now met through clean and renewable sources. We are also reducing non-biodegradable packaging, treating wastewater across our facilities and recycling process-generated plastic into reusable granules.

Our investment in workforce development continued through the National Apprenticeship Promotion Scheme and the National Apprenticeship Training Scheme. Over the past four years, more than 5,400 individuals have received apprenticeship and skill-development opportunities through these programs.

We also continued to support community initiatives focussed on education, healthcare, livelihoods and social development. These efforts reflect our belief that sustained business growth must be accompanied by responsible resource use and wider participation in economic opportunity.

THE PRIORITIES AHEAD

We enter FY 2026-27 with a stronger financial and operating foundation. Our focus will be on converting the capabilities and investments into sustained growth, stronger returns and deeper consumer relevance. We will pursue this growth with discipline, while protecting the improvements achieved in working capital, cash flow and balance-sheet strength.

We will remain closely aligned with the everyday needs of consumers, which continue to guide our strategies. I thank our shareholders for their continued confidence and extend my appreciation to our customers, employees, channel partners, franchise partners, suppliers and business associates for helping Stove Kraft deliver a stronger year and prepare for its next phase of growth.

Warm Regards,

Rajendra Gandhi
Managing Director

OPPORTUNITIES

Changing Needs. Wider Possibilities.

India's consumer appliance market is being reshaped by rising household aspirations, formalisation, electric cooking, health and convenience-led choices, and easier access through physical and digital channels. These shifts are widening the opportunity across categories, consumer segments and geographies. With a multi-brand portfolio, integrated manufacturing capabilities and diversified routes to market, Stove Kraft is positioned to participate in these changes by Scaling Value, Simplifying Lives and advancing Through Everyday Innovation.

SCALING VALUE IN A MORE ORGANISED MARKET

India's consumer durables market is expected to grow at approximately 11% CAGR through FY 2028-29, supported by rising purchasing power, stronger regional demand and the shift toward branded products. Policy measures such as Make in India, production-linked incentives, GST rationalisation, energy labelling, BIS certification and tighter safety standards are encouraging greater formalisation. Expanding access to electricity and cooking energy is also enlarging the addressable household base.

(Source: https://www.indiaretailing.com/indias-consumer-durables-market-to-reach-3-lakh-crore-by-2029-report)

Our response

- Strengthening quality, cost and supply control through integrated manufacturing
- Serving distinct consumer segments through Pigeon, Gilma and BLACK+DECKER
- Expanding across categories that benefit from the transition towards branded and compliant products

SIMPLIFYING LIVES IN THE MODERN KITCHEN

Indian kitchens are becoming more convenience-led, electrically enabled and design-conscious. Time-constrained households are increasingly seeking products that reduce preparation, supervision and cleaning effort, while greater health awareness is supporting interest in air fryers, steamers and alternative cooking formats. Hobs, chimneys and built-in solutions are gaining relevance as modular kitchens expand, while induction cooktops, rice cookers and infrared appliances are making electric cooking more practical for everyday use.

Our response

- Offering hobs, cooktops, chimneys and convenience-led appliances across price points
- Expanding electric cooking across induction, infrared, rice cookers, air fryers and related formats
- Building Gilma's presence in higher-value kitchen solutions through dedicated outlets and digital after-sales support
- Developing cookware suited to Indian cuisines and evolving cooking preferences

THROUGH EVERYDAY INNOVATION SHAPED AROUND INDIAN HOUSEHOLDS

India's cooking habits vary widely across regions, cuisines and household formats. This creates opportunities for products that combine modern materials and technologies with familiar cooking practices. Consumers are also seeking greater choice across non-stick, cast-iron, tri-ply, ceramic-coated and other specialised cookware formats.

Our response

- Developing products around regional cuisines and everyday cooking requirements
- Leveraging automated manufacturing capabilities to improve product consistency and scalability
- Supporting cookware innovation through the MIO range, developed using Italian technology and a five-layer Scandia coating
- Applying consumer insights to product design, construction and functionality for Indian households

SCALING VALUE ACROSS NEW CONSUMERS AND CHANNELS

Tier II and Tier III cities are emerging as important consumption centres as brand awareness, aspirations and access to modern products increase. Younger and digitally active consumers are increasingly discovering products through social content, online reviews and marketplaces before purchasing through the channel that offers the greatest convenience. E-commerce, quick commerce, digital payments, modern retail and exclusive stores are therefore becoming interconnected parts of the consumer journey.

Our response

- Building reach across general trade, modern retail, e-commerce, quick commerce and exclusive stores
- Taking a wider portfolio into emerging cities while strengthening product visibility and service access
- Using insight-led communication and digital engagement to remain closer to consumers throughout the discovery and purchase journey
- Expanding Pigeon's exclusive retail network to provide consumers with access to the complete portfolio

SIMPLIFYING MORE OF THE HOME

Consumer needs are extending beyond cooking into hydration, cleaning, personal care, climate comfort and other everyday household activities. This creates opportunities to serve a larger share of daily life through familiar brands and established routes to market.

Our response

- Participating across hydration, cleaning, water heating and household utility categories
- Extending the portfolio into vacuum cleaners, BLDC fans, personal grooming and related home applications
- Using existing brand equity, manufacturing capabilities and distribution channels to enter adjacent categories efficiently
- Developing practical products that reduce effort and improve convenience across everyday household routines

MARKETING

Cooking Up Brand Love

For a consumer business, relevance must be earned continuously. It begins with understanding how people cook, shop, celebrate and experience products in their daily lives. During FY 2025-26, our marketing approach became more insight-led, culturally relevant and digitally active. We brought innovation closer to customers through better understanding their choices. This allowed us to strengthen Pigeon's ability to scale across markets and channels.

MAKING REGIONAL STORIES TRAVEL FURTHER

Regional culture remained an important source of consumer insight and brand relevance. Created for the Pigeon Idiyappam and Snack Maker, InstaMami used humour, familiar food traditions and a distinctive South Indian personality to turn a functional product into a memorable story. The campaign connected the product with an everyday regional cooking need, helping consumers understand its utility through a format that felt culturally familiar.

The Onam campaign extended this approach through local-language influencer engagement, enabling the brand to participate more meaningfully in regional conversations and celebrations.

CELEBRATING INDIAN FESTIVALS

Festivals offer an opportunity to connect with consumers when household purchases, cooking occasions and family interactions become more prominent. The Tyohar Mera Style campaign celebrated the different ways India marks the festive season. Rolled out across digital, social, performance marketing, print and other mass-media formats, the campaign combined films, recipes and partnerships to build visibility during a high-intent period for consumer purchases.

The year-end India's Choice Sale carried this momentum forward through an integrated campaign supporting product discovery across online and offline channels.

BUILDING UNDERSTANDING THROUGH PARTNERSHIP

New product formats often require more than feature-led communication. Consumers need to see how a product fits into familiar routines and improves everyday life. Our collaboration with Godrej Industries brought Pigeon Air Fryers and Godrej Yummiez together in a shared consumer-education programme. Recipes, demonstrations and conversations with mothers and home chefs addressed common perceptions around air fryers and frozen foods. By placing the products in recognisable cooking situations, the campaign made their functionality easier to understand and connected innovation with practical household value.

GIVING THE BRAND A MORE ACTIVE DIGITAL VOICE

Consumer engagement increasingly extends beyond individual campaigns or seasonal launches. During the year, we intensified our digital marketing focus across Instagram, Facebook, YouTube and LinkedIn through a more structured and continuous content approach.

Social platforms supported product education, regional and festive storytelling, consumer interaction and timely communication around launches and offers. This helped Pigeon remain present across the consumer journey, from initial discovery and consideration to purchase and continued engagement.

The redesigned corporate website further strengthened digital discovery through clearer brand storytelling, improved navigation and more detailed product information. Together, these initiatives supported a closer and more consistent relationship with consumers while strengthening brand equity over time.

RECOGNITIONS EARNED

ScreenXX Summit Awards 2025 by Adgully
Best Regional/Local Language Influencer Marketing Campaign for Pigeon's Onam campaign

Entrepreneur India's IDEA Award 2026
Recognition for Pigeon's digital marketing programme

STRATEGIC PARTNERSHIP WITH IKEA

Scaling Value through Global Alliance

We entered into a strategic partnership with IKEA to develop cookware products for its global retail network. The relationship strengthens our export strategy by creating a long-term business platform spread across multiple international markets, reducing dependence on any single geography.

₹ 58 crore

Invested to develop dedicated tooling, machinery and supporting infrastructure for the partnership

BUILT TO GLOBAL STANDARDS

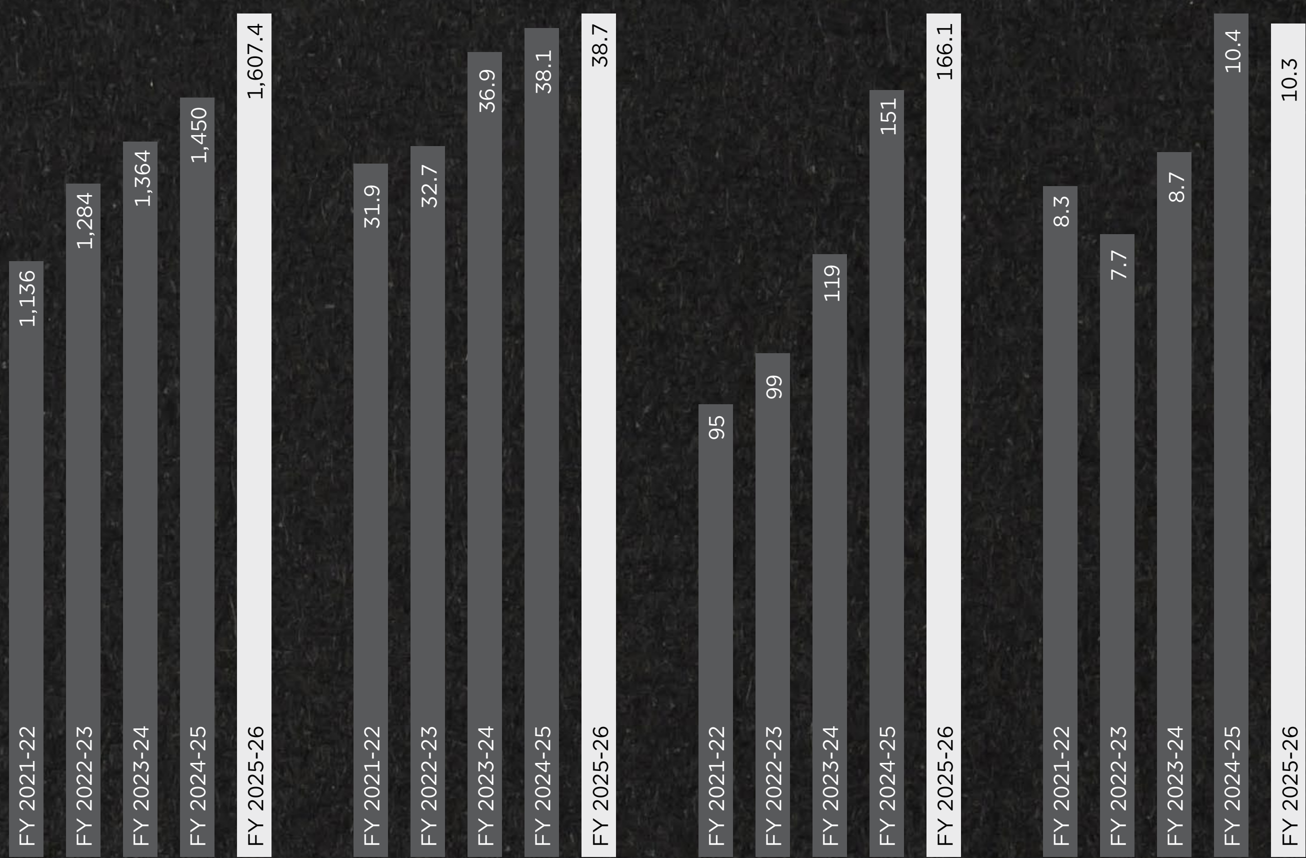
The partnership focusses on cookware developed to IKEA's stringent quality, compliance and testing requirements, including the transition from conventional PTFE non-stick coatings to ceramic alternatives. We have already been awarded three product lines, with additional SKUs progressively being added to the development pipeline.

A LONG-TERM GROWTH PLATFORM

- Production and revenue recognition are expected to commence progressively from FY 2026-27, following the completion of stringent testing and approval processes
- The business is expected to improve capacity utilisation and strengthen operating leverage
- EBITDA contribution is expected to be comparable to or better than that of the domestic business

PERFORMANCE OVERVIEW

We have strengthened the scale and quality of our performance. Revenue growth has been accompanied by improved gross margins, higher operating earnings and stronger cash generation, reflecting the benefits of manufacturing integration, portfolio expansion and tighter financial discipline. This progression provides a firmer base for future growth while reinforcing our focus on creating value with greater consistency.



Revenue
(₹ in crores)

1,607.4
FY 2025-26

Gross Profit Margin
(%)

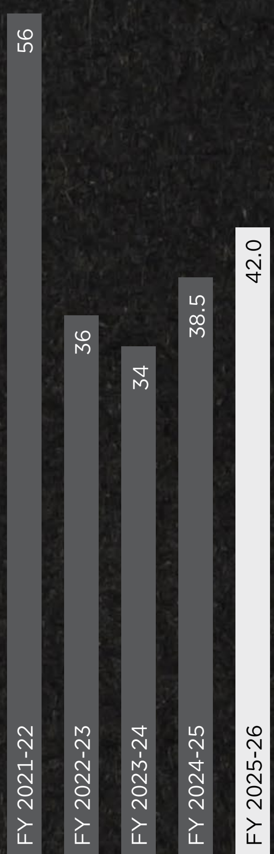
38.7
FY 2025-26

EBITDA
(₹ in crores)

166.1
FY 2025-26

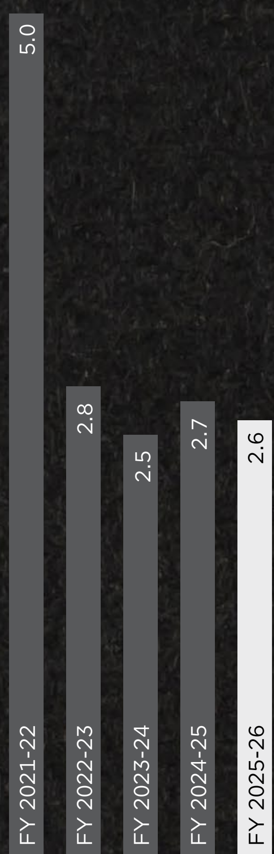
EBITDA Margin
(%)

10.3
FY 2025-26



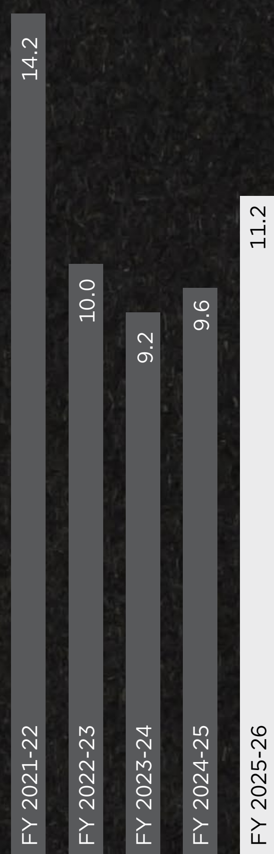
PAT
(₹ in crores)

42.0
FY 2025-26



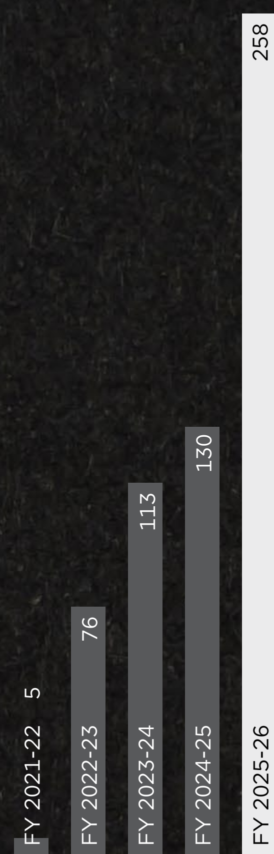
PAT Margin
(%)

2.6
FY 2025-26



ROCE
(%)

11.2%
FY 2025-26



Cash Flow from Operations
(₹ in crores)

258
FY 2025-26

ENVIRONMENTAL STEWARDSHIP

Responsibility Ingrained into Operations

Sustainability is closely linked to the way we manufacture, use resources and manage our responsibilities. We continue to improve our operating practices through cleaner energy, responsible water management, material recovery and more sustainable packaging, while maintaining compliance and accountability across our operations.

REDUCING THE FOOTPRINT OF PACKAGING

We have transitioned from conventional thermocol packaging to recyclable honeycomb packaging. This reduces the use of non-biodegradable material and supports more responsible packaging across the product value chain.

MANAGING WATER RESPONSIBLY

Sewage Treatment Plants and Effluent Treatment Plants are installed at our manufacturing facilities to treat wastewater in line with applicable environmental requirements and for ensuring more efficient use of water resources.

Our integrated 500 KL Sewage Treatment Plant (STP) and Effluent Treatment Plant (ETP) enable the recycling and reuse of nearly 90% of the water consumed across our Harohalli campus. Recovered water is used into manufacturing operations. In addition, water rejected from the Reverse Osmosis (RO) process is captured and repurposed for sanitary applications, ensuring optimal utilization of every available water resource.

This substantially reduce dependence on freshwater sources while minimising liquid discharge. By embracing circular water practices, Stove Kraft not only lowers its environmental footprint but also strengthens operational efficiency, mitigates water-related risks, and reinforces its commitment to sustainable and responsible manufacturing.

RETURNING MATERIALS TO PRODUCTIVE USE

Plastic waste generated during manufacturing is processed into reusable plastic granules for suitable applications. This helps reduce waste, improve material utilisation and lower the requirement for virgin plastic.

INCREASING THE SHARE OF CLEANER ENERGY

Solar power plants and wind-energy assets support our transition towards cleaner manufacturing. Around 41% of our energy requirements are currently met through clean and renewable sources, reducing dependence on conventional energy and supporting lower operational emissions.

STRENGTHENING RESPONSIBLE CONDUCT

We continue to integrate environmental and regulatory considerations into operating decisions and process reviews. Our focus remains on maintaining compliance, improving resource efficiency and encouraging responsible business conduct across the organisation.

CORPORATE SOCIAL RESPONSIBILITY

Scaling Goodness Beyond Business

Our responsibility extends to creating opportunities that help people participate more meaningfully in economic and social progress. We focus on initiatives that strengthen employability, widen access to essential services and support communities in building more secure futures.

BUILDING SKILLS THAT LEAD TO WORK

Over the past four years, we have facilitated apprenticeship and skill-development opportunities for the communities around us. Our participation in the Government of India's National Apprenticeship Promotion Scheme and National Apprenticeship Training Scheme provides young people with structured, work-based learning and practical industry exposure.

These programmes help bridge the gap between academic learning and workplace requirements. Participants gain relevant skills, professional experience and greater employment readiness, while industry benefits from a stronger pipeline of trained talent.

5,400+

Individuals supported through apprenticeship and skill-development opportunities over four years

₹ 95 Lakhs

CSR spent during FY 2025-26

SUPPORTING WIDER COMMUNITY DEVELOPMENT

During the year, we extended support to the JITO Foundation for programmes serving underprivileged families. The initiatives focus on improving access to education, healthcare, livelihood opportunities and community development support for economically disadvantaged sections of society. Through this partnership, we aim to contribute to more inclusive development and help create outcomes that can improve well-being over the longer term.

BOARD OF DIRECTORS

Vision that Scales Value

Mrs. Shuba Rao Mayya

Chairperson and Independent Director

Mrs. Shuba Rao Mayya holds a Bachelor's degree in Commerce from the University of Mumbai and is a Chartered Accountant with the Institute of Chartered Accountants of India. She is also a Director on the Board of Ace Designers Limited, Happiest Minds Technologies Limited and Le Travenues Technology Limited. Previously, she was associated with ICICI Limited, ICICI Prudential Life Insurance Company Limited and Tata Consultancy Services Limited.

Mr. Rajendra Gandhi

Managing Director

Mr. Rajendra Gandhi, the esteemed promoter and founder of Stove Kraft Limited, brings over 25 years of rich industry experience. With his visionary leadership and outstanding achievements, Mr. Gandhi has played a key role in driving the Company's growth and success. His entrepreneurial acumen has helped Stove Kraft become one of the leading Indian brands for kitchen appliances. His strategic foresight and strong commitment have enhanced the Company's market presence while nurturing a culture of innovation and excellence. As Managing Director, Mr. Gandhi continues to inspire, enabling Stove Kraft to achieve new milestones, driving sustainable growth and long-term mutual progress for all stakeholders. He also oversees the Company's day-to-day affairs while promoting continued innovation at Stove Kraft. He does not hold directorship in any other Company.

Mr. Avinash Gupta

Independent Director

Mr. Avinash Gupta holds an MBA from the A.B. Freeman School of Business, Tulane University and a B.Tech. in Mechanical Engineering from the Indian Institute of Technology, BHU Varanasi. As an execution-focussed senior leader with a strong global background, he possesses over three decades of industry experience. Over the years, he has built an extensive network of business relationships and holds a proven track record in financial services, including M&A, equity and debt financing, private equity placement, and advisory. Furthermore, he is a Director on the Board of Jupiter Wagons Limited, Keventer Agro Ltd, Transport Corporation of India Limited and Dun & Bradstreet Information Services India Private Limited.

Mr. Natrajan Ramkrishna

Independent Director

Mr. Natrajan Ramkrishna, a Chartered Accountant with over 42 years of accounting experience, specialises in Generally Accepted Accounting Principles (GAAP), IFRS, IndAS and auditing. With a proven track record, he has been associated with several sectors, including Information Technology, Financial Services, and FMCG. Additionally, he serves as a Director on the Board of Vastu Housing Finance Corporation Limited, Cure Foods Limited, DTDC Express Limited, India1 Payments Limited, Solar Defence and Aerospace Limited, Nuvama Asset Management Limited, Vastu Finserv India Private Limited and MAAM Private Limited.

Mr. Anup Sanmukh Shah

Independent Director

Mr. Anup Sanmukh Shah has a Bachelor's degree in Commerce from HR College, Mumbai, and a Law degree from Government Law College, Mumbai. He brings over 39 years of law experience, particularly in real estate law. Since establishing his firm in 1993, he has advised developers, builders and foreign and domestic investors in structuring real estate transactions, leases, development agreements and joint ventures. His expertise lies in commercial and property documentation, corporate and commercial litigation, property-related issues, land laws and arbitration and alternative dispute resolutions. He is also the Founder Partner of ASLF Law Office, Bengaluru and serves on various Boards such as Puravankara Limited, Provident Housing Limited, Brigade Hotel Ventures Limited, Knowledge Realty Office Management Services Private Limited, Soujanya Family Foundation, Welspun One Investment Management Private Limited and Welspun One Private Limited.

Mr. Chandru Kalro

Non-Executive Vice Chairman

Mr. Chandru Kalro is an engineer in Electronics and Communication and a distinguished business leader with over 35 years of experience in consumer durable industry.

He commenced his career with BPL Limited, where he spent seven years in various sales and marketing roles. In March 1993, he joined TTK Prestige Limited as a Product Manager and went on to hold several leadership positions across product management, sales, marketing and corporate strategy. He was appointed as the Managing Director of TTK Prestige in April 2015 and successfully led the Company until his retirement in the September 2024.

During his tenure as Managing Director, he played pivotal role in strengthening TTK Prestige's market leadership, driving business growth, expanding its product portfolio, enhancing brand equity and building strong omnichannel distribution network.

Mr. Kalro is an alumnus of Indian Institute of Management Ahmedabad (IIM Ahmedabad), having completed Executive Development Programme (EDP) on "Enhancing Shareholder Value". He is Director in India Retails & Hospitality Private Limited and an investment partner in RX100 Venture Accel LLP.

Mrs. Neha Gandhi

Executive Director

Mrs. Neha Gandhi is the Promoter and Executive Director of the Company. She holds a Bachelor's degree in Business Administration from Christ University, Bengaluru, and a Postgraduate Certificate Programme in Sales and Marketing Management from MICA, Ahmedabad. She began her career as a Graduate Trainee at Viacom18 Media Private Limited. At Stove Kraft, Mrs. Gandhi currently oversees the People, Process, and Technology functions, spearheading strategic initiatives in organisational development, digital transformation, and operational excellence. In her earlier role, she successfully led the Brand & Communication function, building strong brand equity and driving consumer engagement. She does not hold directorship in any other company.

Mrs. Sunitha Rajendra Gandhi

Non-Executive Director

Mrs. Sunitha Rajendra Gandhi is a Non-Executive Director and a promoter of the Company. She has completed her Senior Secondary Certificate Examination from SS Jain V High School, Secunderabad. She served as the Director of the Company from July 10, 2004 till September 30, 2016. She does not hold directorship in any other Company.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mrs. Shuba Rao Mayya
Chairperson and
Independent Director

Mr. Rajendra Gandhi
Managing Director

Mr. Natrajan Ramkrishna
Independent Director

Mr. Avinash Gupta
Independent Director

Mr. Anup Sanmukh Shah
Independent Director

Mr. Chandru Kalro
Non-Executive Vice Chairman

Mrs. Neha Gandhi
Executive Director

Mrs. Sunitha Rajendra Gandhi
Non-Executive Director

KEY MANAGERIAL PERSONNEL

Mr. Subhadeep Pal
Chief Financial Officer

Mr. Shrinivas P Harapanahalli
Company Secretary &
Compliance Officer

STOCK EXCHANGES

1. **The National Stock Exchange of India Ltd.**
   Exchange Plaza, 5th Floor,
   Bandra-Kurla Complex,
   Bandra (E), Mumbai - 400051.
   Trading Symbol: STOVEKRAFT

2. **BSE Ltd.**
   Phiroze Jeejeebhoy Towers,
   Dalal Street, Mumbai - 400001.
   Scrip Code: 543260

CORPORATE IDENTITY NUMBER

L29301KA1999PLC025387

REGISTERED OFFICE

#81/1 Medamaranahalli,
Harohalli Hobli, Harohalli Industrial
Area, Ramanagara District,
Bengaluru - 562112

CORPORATE OFFICE

No. 32, 2nd Cross,
CSI Compound, Mission Road,
Bengaluru - 560027

REGISTRAR & SHARE TRANSFER AGENTS

KFin Technologies Limited
(Formerly Karvy Fintech
Private Limited)
Karvy Selenium Tower B,
Plot No. 31-32, Karvy Selenium,
Financial District Nanakramguda,
Gachibowli, Hyderabad,
Telangana - 500032
T: +91 40 6716 2222, 3321 1000
F: +91 40 2300 1153
E: einward.ris@kfintech.com

STATUTORY AUDITORS

Price Waterhouse
Chartered Accountants LLP

INTERNAL AUDITORS

M/s. Manian & Rao,
Bengaluru

COST AUDITORS

M/s. G.S. & Associates,
Cost Accountants

SECRETARIAL AUDITORS

BMP & Co. LLP,
Practising Company Secretaries

INTERNATIONAL SECURITIES IDENTIFICATION NUMBER (ISIN)

INE00IN01015

MANUFACTURING PLANTS

Harohalli Industrial
Area, Bengaluru
Baddi, Himachal Pradesh

BANKERS

ICICI Bank
HDFC Bank
Axis Bank

Management Discussion and Analysis

ECONOMIC OVERVIEW

Global Economy

In CY2025, the global economy grew by 3.3%, marginally higher than the 3.2% recorded in CY2024. The global economy demonstrated steady but modest growth, supported by easing inflation, resilient labour markets, and gradual recovery in global trade. However, the pace of expansion remained uncertain amid ongoing geopolitical tensions, trade policy uncertainty, and uneven regional performance.

Advanced economies posted a 1.7% increase, while Emerging Market and Developing Economies (EMDEs) showed continued resilience with a 4.4% rise. In contrast, the Eurozone experienced subdued economic momentum due to weak manufacturing activity and policy uncertainty. Global inflation was marked at 4.1% in CY 2025, below the 5.7% in CY 2024. World trade volume growth is expected to decline from 4.1%in 2025 to 2.6%in 2026 and increase to 3.1% in 2027. Overall, the period was characterised by resilient yet restrained global growth, with improving macroeconomic stability but lingering structural and geopolitical risks shaping the near-term economic outlook.

Region Wise Output (% Y/Y)

Region	CY 2025 (E)	CY 2026 (P)	CY 2027 (P)
World	3.3	3.3	3.2
Advanced Economies	1.7	1.8	1.7
Emerging Markets and Developing Economies	4.4	4.2	4.1

Source: World Economic Outlook, January 2026, IMF, E – Estimated; P – Projected

https://www.imf.org/en/publications/weo/issues/2026/01/19/world-economic-outlook-update-january-2026

The global economy is expected to maintain stable growth, though momentum is gradually slowing amid ongoing geopolitical tensions, trade policy uncertainty, and softer global demand. The International Monetary Fund (IMF) projects global GDP growth at 3.3% in 2026 and 3.2% in 2027, broadly in line with the estimated 3.3% growth in 2025. Economic policy uncertainty, particularly around global trade policies and tariffs, is expected to remain elevated through 2026, potentially affecting investment and trade flows.

The Euro Area is projected to expand at 1.3% in 2026 and 1.4% in 2027. Growth in advanced economies is projected at 1.8% in 2026 and 1.7% in 2027, reflecting moderate expansion. The United States is expected to grow by 2.4% in 2026 and 2% in 2027, supported by fiscal stimulus and easing monetary conditions. Emerging market and developing economies are expected to grow at just above 4% in both 2026 and 2027, supported by domestic demand and policy measures. China's economy is projected to grow by 4.5% in 2026, supported by stimulus measures, before moderating to 4% in 2027.

https://www.imf.org/-/media/files/publications/weo/2026/january/english/text.pdf

Indian Economy

The Indian economy continued to demonstrate strong and resilient growth during the year, supported by robust domestic demand, sustained public investment, and stable macroeconomic fundamentals. Despite global uncertainties and evolving trade dynamics, the country remained one of the fastest-growing major economies in the world. Growth in FY 2025–26 was driven by strong private consumption, infrastructure spending, and continued momentum in the services sector, while manufacturing and construction also showed improving traction.

India's real GDP stood at 7.6% in FY 2025-26. Favourable monsoon conditions supported agricultural output and rural demand, contributing to a stable consumption environment. Inflationary pressures also eased significantly, with headline inflation averaging 1.7%, the lowest since the start of the CPI series. The Reserve Bank of India maintained a balanced monetary stance, keeping the repo rate unchanged at 5.50% to support growth while safeguarding financial stability. Policy support remained a key growth driver. Private Final Consumption Expenditure grew 7.6%, up from 5.6% in the previous year, reflecting improvement.

CPI inflation came in at 4.6%, comfortably within the 2–6% target band. Overall, the Indian economy remained well-positioned for sustained growth, underpinned by resilient domestic demand, prudent macroeconomic management, and a continued focus on long-term structural reforms. The GDP details are as under:

FY 2022 -2023	FY 2023 -2024	FY 2024 -2025	FY 2025 -2026	FY 2026-2027(P)
7.6%	9.2%	7.1%	7.6%	6.4%

https://www.imf.org/-/media/files/publications/weo/2026/january/english/text.pdf

https://www.pib.gov.in/PressReleasePage.aspx?PRID=2233792&reg=3&lang=1

https://www.bseindia.com/xml-data/corpfiling/AttachHis/4d58a068-aacc-490c-a8e0-6819dbf4092c.pdf

India's macroeconomic fundamentals remain on a solid footing. The growth outlook is positive, underpinned by strong domestic demand, ongoing structural reforms, and a stable macro environment — a credibility reflected in three sovereign rating upgrades during the year. Inflation remains benign and government debt is declining as part of the Union Budget 2026-27's stated fiscal stance.

On the fiscal side, capital expenditure remains a priority to sustain economic momentum, while reforms across tax policy, expenditure management, and investment frameworks continue to support balanced growth. Total resources shared with states are budgeted at ₹ 16.56 lakh crore in Budget Estimate 2026-27. India has also been identified as the third most desirable manufacturing destination globally, with the potential to reach USD 1 trillion in goods exports by 2030.

Initiatives such as Make in India and the PLI schemes are channelling investment into productive capacity, reinforcing India's broader Viksit Bharat vision of becoming a fully developed economy.

https://www.pib.gov.in/PressReleasePage.aspx?PRID=2221389&reg=3&lang=2

https://www.pib.gov.in/PressReleasePage.aspx?PRID=2173560&reg=3&lang=2

https://www.business-standard.com/markets/capital-market-news/india-records-one-of-the-sharpest-declines-in-headline-inflation-among-major-emerging-economies-126012900958_1.html?utm_source=chatgpt.com

INDUSTRY OVERVIEW & DEVELOPMENTS

The kitchen appliances market encompasses the production and sale of various mechanical and electrical devices designed to aid in food preparation and storage. This industry covers a broad spectrum of products used in kitchen settings — from large units like refrigerators, ovens, and dishwashers to smaller gadgets such as blenders, coffee makers, and food processors — serving both residential and commercial customers.

These appliances draw on multiple energy sources, including electricity, cooking fuel, renewable energy, and solar power, giving consumers the flexibility to choose options that best suit their lifestyles. Products reach end users through several distribution channels, including multi-brand retail stores, specialty shops, brand-exclusive outlets, and e-commerce platforms.

Indian consumers are increasingly gravitating toward convenience-oriented lifestyles, leading to a growing adoption of technology-powered kitchen solutions. Smart kitchen appliances are gaining significant traction in the market. This upward trend is largely fuelled by the steady rise in disposable incomes among Indian households. India is projected to become the fourth largest market for consumer durables by FY 27, with the sector growing at an 11% CAGR.

https://www.ibef.org/industry/indian-consumer-market

https://www.mordorintelligence.com/industry-reports/global-kitchen-appliances-products-market-industry

PRODUCT SEGMENTATION

From a product standpoint, the market can be divided into large appliances, small appliances, and other categories. The large appliance segment consists of items such as refrigerators, dishwashers, microwaves, cooking hobs, ovens, and kitchen extraction units, among others. Similarly, the small appliance segment covers products like food processors, mixer-grinders, blenders and juicers, coffee machines, kettles, grills, and fryers.

Large Cooking Appliances

The India large cooking appliances market was valued at USD 2.37 Billion in 2025. Large appliances accounted for 68.10% of 2025 revenue, underscoring their anchor role in the India kitchen appliances market. Refrigerators lead the sub-segment, with AI-ready models featuring convertible freezer compartments that fit India's penchant for bulk produce shopping. Dishwashers, once niche, are on track to cross USD 90 million by 2026. Built-in hobs and chimneys benefit from rapid adoption of modular kitchens in new apartment complexes. The Government has introduced various reforms, such as "Make in India" initiative, to encourage domestic production of large kitchen appliances, which will consequently create employment, strengthen local industries and reduce dependence on imported products. Government LPG subsidies also boost gas-hob replacement cycles, ensuring demand resiliency despite commodity inflation.

https://www.mordorintelligence.com/industry-reports/india-kitchen-appliances-products-market-industry?

Small Cooking Appliances

Small kitchen appliances cater to a diverse range of households, available in manual, semi-automatic, and fully automated variants. Their space-saving design, affordability, and capacity to simplify everyday kitchen tasks have established them as indispensable tools in contemporary homes. The small kitchen appliances market is expected to grow from USD 62.19 billion in 2025 to USD 65.46 billion in 2026 and is forecast to reach USD 84.63 billion by 2031 at 5.27% CAGR over 2026-2031. North America holds a 32.55% share in 2025, while the Asia-Pacific is projected to be the fastest-growing region at a 6.15% CAGR through 2031. The United States Small Kitchen Appliances Market was valued at USD 11.64 billion in 2025 and estimated to grow from USD 12.07 billion in 2026 to reach USD 14.49 billion by 2031, at a CAGR of 3.72% during the forecast period (2026-2031). Regulatory timetables in the United States for dishwashers, microwaves, and refrigerators are advancing replacement cycles ahead of compliance, creates near-term demand even as mature-market saturation weighs on unit sales. The small kitchen appliances market in India is expected to reach a projected revenue of USD 2.85 billion by 2030. The Indian market estimates an 8.88% CAGR through 2031, marking them the fastest-expanding slice of the India kitchen appliances market.

Rapid advancements in AI, IoT, and voice-assisted technology are reshaping the kitchen appliances landscape, enabling smarter, more personalised cooking experiences. Key industry players continue to invest heavily in R&D, launching connected products that align with the growing smart home ecosystem. Air fryers dominate this surge in demand, while electric kettles, toasters, and sandwich makers register strong holiday-season spikes. Multi-cookers with voice-guided recipes and robotic stir-fry devices are broadening access to automated cooking, and health-focussed appliances like cold-press juicers are gaining traction amid rising wellness consciousness among consumers.

In the kitchen appliance market, North America accounted for 31.70% of global revenue in 2025, though the growth is constrained by prolonged housing cycles. Asia-Pacific is set to expand the fastest at 5.42% through 2031 driven by rapid urbanisation and electrification in secondary cities. Demand for eco-friendly home appliances is rising, driven by higher energy costs, supportive government policies, and increasing emphasis on energy efficiency. At the same time, factors such as urbanisation, economic growth, and improving infrastructure continue to support market expansion at both domestic and global levels.

The growth in India's kitchen appliances market links directly to rapid urbanisation, rising demand for convenient cooking solutions, and ongoing integration of connected-home technologies. Energy-efficiency regulations driving replacements, surge in health-centric cooking trends and appliance-as-a-service & rental models emerging are amongst other key growth drivers. The India kitchen appliances market was valued at USD 11.41 billion in 2025 and estimated to grow from USD 12.22 billion in 2026 to reach USD 17.24 billion by 2031, at a CAGR of 7.12% during the forecast period (2026-2031)

https://www.mordorintelligence.com/industry-reports/global-kitchen-appliances-products-market-industry

https://www.mordorintelligence.com/industry-reports/india-kitchen-appliances-products-market-industry?

https://www.grandviewresearch.com/horizon/outlook/small-kitchen-appliances-market/india?

https://www.mordorintelligence.com/industry-reports/us-small-kitchen-appliances-market?

Other Appliances

The market's growth is primarily driven by a growing global emphasis on health and wellness, as non-stick surfaces enable low-fat cooking. Rapid urbanisation, rising disposable incomes, and fast-paced lifestyles further boost demand for time-saving kitchen solutions, where the easy-to-clean nature of non-stick cookware is a major advantage. Demand for pans, pots and whisks that assist in quicker turnaround time without compromising on food quality and presentation is on the rise. The global non-stick cookware market was valued at approximately USD 8.37 billion in 2025 and is projected to grow to USD 16.72 billion by 2034, at a CAGR of 8.27%

https://www.fortunebusinessinsights.com/non-stick-cookware-market-105006

GROWTH DRIVERS AND OUTLOOK OF INDIAN KITCHEN APPLIANCES MARKET

Rising Disposable Income: Rising disposable incomes, especially in Tier 1 and Tier 2 cities, are fuelling demand for aesthetically superior kitchen solutions in India's consumer durables market. As per the Household Consumption Expenditure Survey (HCES) 2023–24 released by the Ministry of Statistics and Programme Implementation, urban monthly per capita expenditure increased to ₹ 6,996 (up ~8% YoY). This translates to an estimated ₹ 50,000–₹ 52,000 average monthly household consumption, indicating strong discretionary spending capacity. Non-food expenditure now accounts for 60% of urban consumption.

Evolving Lifestyle: Contemporary living patterns have seen a growth in the popularity of modular kitchen designs, which emphasise visual appeal, functionality, and ease of use. This development has, in turn, spurred the creation of sophisticated and inventive kitchen appliances, alongside a greater need for appliances in commercial kitchens.

Increasing participation of women in workforce: As more women pursue professional ambitions alongside household responsibilities, smart home technology is stepping in to bridge the gap — offering time-saving solutions that make preparing quick, convenient meals at home simpler than ever.

Urbanisation: Rapid urbanisation, busier lifestyles, and the rise of nuclear families are driving demand for compact, time-saving kitchen appliances — from induction cooktops and multi-cookers to compact dishwashers and food processors. Meanwhile, branded cookware and kitchen accessories have become lifestyle statements, fuelling premiumisation across product categories.

Smart Kitchen Appliances Shift: Innovations in material science have enabled the development of cookware with superior heat distribution, durability, and non-stick performance. The integration of nanotechnology in coating surfaces is enhancing the performance life and safety profile of modern cookware products. Continuous investment in technology and innovation remains central to the Company's strategy for sustaining competitive differentiation.

Surge in Smart Homes: Digital tools including AI-based design simulation and virtual kitchen planners are transforming the consumer buying experience. Smart kitchen appliances and IoT-enabled devices are creating new product categories, expanding the addressable market significantly. Homes and kitchens are constantly evolving with technological advancements in appliances.

Surge in demand for Home-cooked Meals: Growing health consciousness, accelerated by the pandemic, has pushed consumers toward home-cooked meals and sparked strong demand for appliances that support healthier preparation — with air fryers, steamers, and blenders gaining popularity for their oil-free, nutrient-preserving capabilities.

Demand for Eco-Friendly Appliances: Rising environmental awareness is making sustainability a key purchase driver. Consumers are gravitating toward energy-efficient and remotely controlled appliances for better energy management, while growing preference for eco-friendly materials — supported by government initiatives promoting renewable energy and responsible consumption — is collectively boosting demand for greener kitchen solutions.

Rise of Modular Kitchen: Rapid urbanisation has reduced average home sizes, creating a strong demand for smart, space-efficient kitchen solutions. Modular kitchens offer customisable configurations that maximise storage, workflow efficiency, and aesthetic appeal within limited spaces. Growing adoption of nuclear family structures has accelerated the replacement of traditional kitchens with modern modular designs. Real estate developers are increasingly incorporating pre-fitted modular kitchen setups as standard offerings in new residential projects.

Health and Environment Concerns: Growing health and environmental awareness is driving consumers toward safe, non-toxic cookware — accelerating the shift to ceramic, cast iron, and stainless-steel alternatives free from Teflon, PFOA, and BPA. Stricter regulations on food-contact materials are raising industry quality standards, while investment in eco-friendly manufacturing, sustainable packaging, and green R&D is expected to build long-term brand equity.

Growth of E-Commerce and Easy Financing Options: The e-commerce boom has democratised access to premium kitchenware, offering consumers wider product choice, competitive pricing, and flexible financing options like EMIs and Buy Now Pay Later (BNPL) that lower the barrier for high-value purchases. Digital platforms have also levelled the playing field for smaller brands, while data-driven personalisation improves product discovery. Meanwhile, social media, international food trends, and celebrity chef culture are raising consumer expectations around kitchen aesthetics — rewarding brands that invest in design innovation and lifestyle-oriented marketing.

https://www.globenewswire.com/en/news-release/2023/3/27/2634915/0/en/Household-Cooking-Appliance-Market-to-Reach-USD-622-54-Billion-By-2032-Growing-Household-Demand-for-Newest-Cutting-Edge-Cooking-Appliances-says-The-Brainy-Insights.html

https://www.mordorintelligence.com/industry-reports/india-kitchen-appliances-products-market-industry?

https://www.polarismarketresearch.com/industry-analysis/kitchen-appliances-market

COMPANY OVERVIEW

Stove Kraft is one of India's well-established kitchen solutions providers, backed by over two decades of industry experience. The Company has carved out a strong position in the Indian home and kitchen appliance market, particularly in pressure cookers, where it commands a notable presence, as well as in free-standing hobs, cooktops, and non-stick cookware, where it holds a leading market share. Operating out of its headquarters in Bengaluru, Karnataka, Stove Kraft has built an extensive domestic footprint spanning 28 states and 6 Union Territories. On the international front, the Company exports to 14 countries, with exports accounting for 10.7% of its total sales. Its global reach extends across the US, Mexico, Southeast Asian nations, and Gulf countries, and it has further strengthened its international presence through OEM partnerships in the US and Mexico.

The Company manufactures and sells kitchen and home solutions under three primary brands: Pigeon, Gilma, and BLACK+DECKER. These brands offer a comprehensive range of kitchen and home products, targeting the value, semi-premium, and premium market segments.

Pigeon: This is an award-winning cookware brand with a track record that customers tend to trust. It is the flagship brand of the Company. It expanded its reach by partnering with LPG distributors like Indian Oil and Hindustan Petroleum. For nearly a decade, those tie-ups gave Pigeon a ready-made sales network it didn't have to build from scratch.

Gilma: It is Stove Kraft's play for urban, design-conscious consumers who want more than basic kitchen gear. The brand covers chimneys, hobs, cooktops, sinks, water heaters, and a few lifestyle products — all sold exclusively through franchisee-run Gilma outlets. That controlled retail model keeps the brand experience consistent and margins healthier than mass-market alternatives. A dedicated app for logging and tracking service requests adds another layer of after-sales support.

BLACK+DECKER is Stove Kraft's premium offering, enabled through an exclusive brand licensing agreement with Stanley Black & Decker since 2016. Under this arrangement, Stove Kraft acts as the retailer, distributor, and after-sales service provider for BLACK+DECKER appliances in India. The brand caters to premium consumers and offers a wide range of small domestic appliances, including food processors, juicers, blenders, hand mixers, choppers, coffee makers, toasters, sandwich makers, irons, water heaters, and oil-filled radiators. BLACK+DECKER products are sold through a separate premium distribution network spread across around 17 states, with a strong presence in modern retail and online channels.

The Company's distribution network runs on 8 C&F agents and over 600 distributors. Export products move through a separate set of 12 distributors. After-sales is handled in-house, with the Company's own technicians managing end-to-end service. Pigeon, Gilma, and Black+Decker each operate through their own dedicated distribution channels. The Company uses BIZOM to track field sales and service staff in real time. A Distributor Management System (DMS) monitors secondary and tertiary sales while keeping distributor inventory in check. A centralised CRM handles customer requests, pre-installation support, and after-sales follow-ups. Service requests come in through a central call centre and are routed to the relevant branch based on location.

Retail Outlets

During the financial year 2025-26, the Company expanded its retail presence by opening 67 new stores, bringing the total number of operational outlets to 329 across 151 cities and 22 states in India. There are now 147 stores operating under the Franchisee model. Growth was driven by strong presence in North India increasing PAN-India footprint. The Company plans to establish around 100 additional retail stores nationwide, including expansions into new states every year. These stores will offer a complete range of products marketed under the Pigeon brand, including cookware, cooktops and small appliances.

Manufacturing Units

Stove Kraft operates two ISO 9001:2015 certified manufacturing facilities — a larger one in Bengaluru, Karnataka and another in Baddi, Himachal Pradesh. The Bengaluru plant spans roughly 53 acres, with about one acre kept aside for future expansion. Both facilities are highly backward integrated, helping it to overcome supply disruptions due to macro-economic or geo-political events across globe. The investment in last five years on setting-up backward integrated manufacturing units was to overcome supply disruptions and improve gross margins and flexibility to address consumer demand. Quality is embedded at every stage — from raw material sourcing and product development through to the final manufacturing stage — and is subject to rigorous review and monitoring . On the R&D side, a dedicated in-house team works alongside foreign technology partners to drive product development. Supporting this is a sourcing and quality assurance team based in China. Taken together, the setup gives Stove Kraft a fair degree of control over both quality and costs across its production process.

Stove Kraft has signed a supply partnership with IKEA to develop and supply cookware for its global store network. To support this, the Company has built a dedicated 1,80,000 sq ft manufacturing facility in Harohalli, Karnataka. The tie-up fits into Stove Kraft's broader push to grow its international presence. The business is expected to commence shortly, meaningful revenue contribution for which will be seen in the coming years. IKEA with its global presence beyond the US continues to offer strong long-term growth potential.

The Bengaluru facility produces a wide range of products — pressure cookers, non-stick and hard anodised cookware, mixer grinders, induction cooktops, LPG stoves, glass cooktops, OTGs, microwave ovens, cast iron and ceramic cookware, vegetable choppers, etc. The Company has also begun manufacturing several small appliances domestically that were previously imported from China, a shift that has helped widen its reach in the Indian market.

Adjacent to the factory and registered office, Stove Kraft also operates a 1.20 lakh sq ft warehouse on 2.75 acres, with a storage capacity of around 25,500 pallet positions — enough to cover the Company's ongoing warehousing needs.

At the Bengaluru facility, the Company has established supplementary plants as part of its strategy for backward integration. These additional units are involved in the production of glass lids, weight valves, vent tubes, and gaskets.

The Company has a Cast Iron Foundry at Harohalli factory. It is an automated production line capable of producing a wide range of Cast Iron Cookwares and high-quality cast iron components. The Foundry's current installed capacity is 2.2 million pieces per annum and has been designed to reach 4.4 million pieces per annum in future.

Further, Stove Kraft began manufacturing and selling kitchen chimneys from its own plant in Q1 FY26. We are moving into a market where penetration for this product category remains low with limited domestic manufacturers. In 2026, Chimney has been put under QCO (Quality Control Order) where BIS become mandatory for brand to sell in India . This restriction has given added advantage to Stove Kraft over others. The business is still in very nascent stage and the Company currently produces a limited range, and building full stake manufacturing setup for all kinds of Chimney which is expected to take around a year. The total chimney market is estimated at ₹ 5,000–7,000 crore, and most of the handful of domestic players that do exist rely on SKD (semi-knocked down) assembly rather than full in-house manufacturing. Stove Kraft's move toward complete in-house production positions its products for masses in a market that still has significant room to grow and creating new consumer segment in coming years.

The Baddi facility manufactures Inner Lid Cookers. Stove Kraft runs a dedicated in-house R&D facility focussed on ongoing technology development.

Its manufacturing operations are highly backward integrated — the facilities produce most of the components they need, including bakelite handles, sheet metal parts, moulded components, die-cast parts, moulds, dies, and fixtures, reducing dependence on outside suppliers and OEMs. Quality is monitored closely at every stage, from raw material sourcing through product development and final manufacturing. The Company also maintains a sourcing and quality assurance team in China to support procurement and production standards.

COMPANY STRENGTHS

- Stove Kraft offers a comprehensive range of kitchen and home appliances across price points and categories — from cookware and pressure cookers to small appliances and built-ins — serving consumers across mass, semi-premium, and premium segments through a single, trusted platform.
- The Company has built strong brand equity through targeted marketing campaigns, including the Pigeon "Balancing Gender Roles at Home" initiative, which has deepened consumer connect and reinforced the brand's relevance with modern households.
- A robust new product pipeline, including chimney manufacturing, cast iron cookware, CERACLAD cookware, instant water heaters, and cordless irons, reflects the Company's ongoing focus on premiumisation and in-house innovation.
- Backward integration across key product lines — including kettles, cast iron cookware, and pressure cookers — strengthens the Company's cost structure, supports margin improvement, and reduces reliance on external suppliers and OEMs.
- The Company's multi-channel distribution network spans general trade, modern trade, e-commerce, quick commerce, and over 329 exclusive brand stores across 22 states and 151 cities, supported by a dedicated in-house after-sales service team.
- E-commerce continues to grow as a key channel, contributing around 34–41% of revenues, reflecting the Company's ability to capture demand across both online and offline retail formats.
- The Company is led by a professional management team with deep industry experience, supported by a board focussed on long-term value creation through premiumisation, retail expansion, and global partnerships such as IKEA.

OPERATIONAL AND FINANCIAL PERFORMANCE

The Company's revenue from operations reached ₹ 16,074 million for FY 2025-26 compared to ₹ 14,498 million in FY 2024-25, representing a growth of 10.9% driven by strong demand for kitchen appliances. EBITDA has increased to ₹ 1,661 million in FY 2025-26 compared to ₹ 1,507 million in FY 2024-25 registering a growth of 10.3% [excluding other income and other gains / (losses)]. Profit After Tax has increased to ₹ 420 million in FY 2025-26 compared to ₹ 385 million in FY 2024-25 registering a growth of 9.1%. Company significantly reduced the debt to ₹ 271 million (Excluding Lease liabilities and Financial liabilities towards sale and lease back and including Bank balances other than cash and cash equivalents) during the year (PY ₹ 1,944 million) due to enhanced revenue, with Sales & Lease Back arrangement and improved working capital cycle. Pigeon Retail outlets continued strong momentum during the year as Company reached 329 stores, across 22 states and 151 cities/towns. Modern trade and exclusive brand stores delivered double-digit YoY growth. The growth in export revenue was comparatively less than other channels mainly due to US tariff uncertainty. During the period under review, the e-commerce channel saw a growth of 14%, Retail by 52%, OEM Exports by 8%, MR grew by 19% and Corporate Sales by 19%. FY 26 saw a significant volume growth of 32% in small appliances, 14% in pressure cookers and 12% in Induction Cooktops.

Stove Kraft has kept up a steady pace of new product launches under the Pigeon brand, spanning kitchen appliances and lifestyle categories. Recent additions include the Tesla Electric Kettle, Pure Slow Juicer, Nutri Blender, Idiyappam Maker, All Clad Tri-Ply Pressure Cooker, CERACLAD cookware, instant water heater, cordless dry iron, and personal care products like a Hair Trimmer and Electric Cleaning Brush. The expanding portfolio increases consumer touchpoints, supports wallet share, and reinforces Pigeon's positioning as a full-range household brand rather than a single-category player.

Despite headwinds from US tariff uncertainty weighing on export growth, rising aluminium prices pushing up input costs, policy-led channel disruptions such as the GST transition, and intensifying competition in cookware and appliances, Stove Kraft's operations continued to expand across general trade, e-commerce, modern trade, and exclusive retail outlets — all of which recorded growth during the year. The Company has also made deliberate progress in reducing import dependence, which has helped improve profit margins and working capital efficiency.

The gross margin for the fiscal year stood at 38.7% (PY 38.1%) while EBITDA margin stood at 10.3% (PY 10.4%). The PAT margin stood at 2.6% compared to 2.7% in FY 2024-25. The ROCE stood at 11.24% compared to 9.58% in previous year. The Company's net debt as on March 31, 2026 stood at ₹ 271.16 million (Excluding Lease liabilities and Financial liabilities towards sale and lease back and including Bank balances other than cash and cash equivalents) with working capital of 23 days compared to 64 days in FY 2024-25. Please also refer Note 45 of Notes to Financial Statements for more information on other ratios.

RISK MANAGEMENT

Stove Kraft has a structured risk management framework embedded into its strategy and planning process. Risks are categorised as transactional, strategic, and external, with dedicated mitigation approaches for each. Internal and statutory auditors regularly review controls, while specific individuals are assigned ownership of risk mitigation plans. A Risk Management Committee, formed in line with SEBI listing requirements, oversees the identification and management of external and strategic risks. The various external and strategic risks are listed below:

Risks	Impact & Mitigation
Competition Risk	The kitchen appliances market offers healthy growth potential, but also draws intense competition from both established players and newer entrants. Stove Kraft counters this through a wide multi-channel distribution network, a product portfolio spanning affordable to premium price points, and an active R&D pipeline that regularly introduces new products and categories. Brand investment through marketing and promotional initiatives further supports customer acquisition and retention.
Commodity Price Risk	Price volatility in key inputs — aluminium, copper, plastics, and steel — can push up costs and weigh on margins. The Company's cost-plus pricing model allows most increases to be passed on to consumers, typically within a quarter. Procurement is managed closely against demand forecasts to enable timely sourcing decisions. Over the longer term, the Company's focus on backward integration and indigenisation reduces dependence on external suppliers and strengthens both cost control and product quality.
Interest Rate Risk	The Company's borrowings are on floating rates, meaning interest expenses move with market conditions. To manage this, Stove Kraft maintains a healthy debt-to-equity ratio and works to preserve a strong credit rating, which supports access to more competitive borrowing terms.
Foreign Exchange Risk and Hedging	The Company holds a natural hedge position, with import payables largely offset by foreign currency earnings from exports. As export volumes grow, this offset improves. Any residual forex exposure is monitored actively, with hedging deployed selectively based on risk assessment.
Credit Risk	Customer credit eligibility is assessed against defined criteria through a structured credit monitoring policy, limiting default exposure. A conservative provisioning policy applies to aged receivables. The Company is also monetising receivables via without-recourse channel funding programmes, currently active across e-commerce, exports, and a meaningful share of general trade.

HUMAN RESOURCES

The Company places considerable emphasis on its people, with HR practices built around transparency, clear performance frameworks, and a workplace culture that encourages collaboration across all levels. A notable aspect of the company's workforce is its gender composition — 55% of employees are female, reflecting a genuine commitment to inclusion. Workplace safety and employee wellbeing are treated as operational priorities, given their direct link to productivity and engagement. The Company views a skilled and motivated workforce as a meaningful driver of growth, with strong people practices underpinning its broader operational and innovation agenda. As of 31 March 2026, the Company had 5,543 permanent employees.

INTERNAL CONTROLS

The Company's internal financial controls are designed to ensure reliable financial reporting, regulatory compliance, asset protection, and proper transaction authorisation. The framework is underpinned by continuous monitoring of process controls and the risk management system, enabling the Company to stay on top of revenue leakages, fraud, and other irregularities. The Company's internal control systems and internal audit functions are suitable and relevant to the nature and scale of its operations.

The Audit Committee reviews internal audit reports quarterly and approves the annual audit plan. Day-to-day financial operations run on SAP S4 HANA, which provides integrated transactional controls and maintains accurate accounting records. Robust IT systems are in place to protect sensitive data, and Management Information Systems (MIS) support timely reporting of key financial metrics.

Internal audits are conducted by an independent external firm, with findings reviewed regularly by management and the Audit Committee. All transactions are recorded in line with applicable Accounting Standards. The internal control framework is periodically reviewed and refined to stay aligned with the Company's scale and objectives, reflecting its broader commitment to governance and financial discipline.

OUTLOOK

The Company holds a constructive long-term view on the home and kitchen appliance sector, backed by a well-recognised market position, consumer-driven product development, and integrated manufacturing capabilities.

Retail expansion is a key priority, with the Company scaling its exclusive store network through an asset-light franchisee model — targeting 100 new stores every year — with a particular focus on underpenetrated markets in North and West India. New product launches continue to broaden the Pigeon portfolio across appliances, cookware, and lifestyle categories, supported by more targeted marketing campaigns that strengthen brand recall and consumer engagement.

On the manufacturing side, growing in-house production capabilities are progressively reducing import dependence, supporting better margins and working capital efficiency. This aligns well with government initiatives such as Make in India, Pradhan Mantri Ujjwala Yojana, and the 100% FDI allowance in electronic hardware manufacturing — all of which provide structural tailwinds for domestic players like Stove Kraft.

The Company believes it is entering a high-growth phase driven by several converging levers. The GST rate cut — moving roughly 35% of the portfolio from 12% to 5% — is a meaningful volume catalyst that improves affordability and widens the consumer base. Premiumisation is gaining traction, with value growth outpacing volume growth as consumers trade up. The IKEA partnership and a recovering export pipeline point to international scale-up in the coming years.

Over the longer term, management is focussed on improving returns, with ROCE and ROE targeted at around 20%, driven by margin expansion, working capital efficiency, and disciplined capital allocation as the capex cycle winds down. With established brands, a growing retail footprint, and an increasingly self-reliant manufacturing base, Stove Kraft is well placed to capitalise on the sector's growth potential and deliver value to all stakeholders.

CAUTIONARY STATEMENT

Statements in the management discussion and analysis report describing the Company's objectives, projections, estimates and expectations may be "forward-looking statements" within the meaning of applicable laws and regulations and futuristic in nature. Actual performance may differ materially from those either expressed or implied. Such statements represent intentions of the management and the efforts put into releasing certain goals. The success in realising these depends on various factors both internal and external. Investors, therefore, are requested to make their own independent judgements before taking any investment decisions.

Board's Report

To the members,

Your Directors have pleasure in presenting the 27th Annual Report of the Company and the Audited Financial Statements for the financial year ended 31 March 2026.

CIRCULATION OF ANNUAL REPORTS IN ELECTRONIC FORM

Pursuant to general circulars dated 08 December 2021, 05 May 2022, 28 December 2022, 25 September 2023, 19 September 2024 and 22 September 2025, issued by Ministry of Corporate Affairs' ('MCA') and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Notice of the 27th AGM and other documents are being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories.

Accordingly, the financial statements (including Board's Report, Corporate Governance Report, Management Discussion and Analysis, Business Responsibility and Sustainability Report, Auditors' Report and other documents) are being sent only through electronic mode to those shareholders whose email addresses are registered with the Depository Participants and whose names appear in the register of members as on 14 August 2026. The Annual Report for FY26 is also available on the website of the Company at https://www.stovekraft.com/investors/

Compliance with SEBI LODR Regulations

The Company has complied with all the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['SEBI LODR Regulations' or 'Listing Regulations'].

FINANCIAL HIGHLIGHTS

(₹ in Million)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Revenue from operations	16,074.24	14,498.17
Other income and Other gains/ (losses)	-83.77	3.91
Total Income	15,990.47	14,502.08
Less: Total expenses	14,412.89	12,991.46
Profit before interest and Depreciation	1,577.58	1,510.62
Finance cost	272.43	310.39
Depreciation & Amortization expenses	795.32	712.35
Profit before tax	509.83	487.88
Net Tax expense	89.92	102.83
Profit for the year	419.91	385.05
Total other comprehensive income for the year	2.56	-2.17
Total comprehensive income for the year	422.47	382.88
Earnings per share	12.69	11.65

FINANCIAL AND BUSINESS PERFORMANCE

A detailed analysis of the financials and business performance of the Company during the year under review is detailed in Management Discussion and Analysis which is provided separately in the Annual Report.

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

The Company does not have any Subsidiaries, Associates or Joint Ventures etc. The Company's Policy for determining Material Subsidiary, as formulated by the Board of Directors, in conformity with Regulation 16 and 24 of the Listing Regulations, is placed on website of the Company and can be accessed at the web-linkhttps://stovekraft.com/storage/investors/pdf/n5Xt3bEKLniJ4l8zAKYLXNpuzq8QrmZCLzigbD5F.pdf .

DIVIDEND

The Board has recommended dividend of ₹ 3.50 per share (35%) for FY26, subject to the approval of the shareholders at the ensuing AGM. In accordance with the provisions of the Income Tax Act, 1961 the aforesaid dividend will be taxable in the hands of shareholders but liable for Tax Deduction at Source (TDS) by the Company at the applicable rates.

Dividend Distribution Policy: The Dividend Distribution Policy formulated by the Board is posted on the Company's website. The web-link to access the said policy is as follows:

https://stovekraft.com/storage/investors/pdf/0m1Ltwd9zTNQbuSdWnJGro2q1YYdvyi4bKNSNeOY.pdf

UNCLAIMED DIVIDEND:

The respective due dates on which unclaimed amounts of dividends pertaining to the prior years will be transferred to 'Investor Education and Protection Fund' (IEPF), constituted by the Ministry of Corporate Affairs, are given below:

S No.	Financial Year	Dividend Per Share	Date of declaration	Date of transfer to IEPF
1	FY2023-24	₹ 2.50	20 September 2024	24 October 2031
2	FY2024-25	₹ 3.00	26 September 2025	31 October 2032

ENVIRONMENTAL SUSTAINABILITY

Water conservation remains a key focus area for the Company. To ensure sustainable water management, Sewage Treatment Plants (STPs) and Effluent Treatment Plants (ETPs) are operated for the treatment and reuse of wastewater. The treated water is utilized for horticulture, landscaping, and plantation purposes within the premises. The Company has also established rainwater harvesting recharge pits at multiple locations across the plant to enhance groundwater recharge, with rooftop runoff being directed into these structures. Additionally, more than three acres of the plant area are maintained as a green belt, supporting environmental preservation and biodiversity.

The Company has transitioned to a closed-loop system by commissioning an RO (Reverse Osmosis) Plant, thereby reducing dependence on groundwater. The Company has three-tier recycling approach i.e., STP treated water is used for gardening and sand mixing; ETP water is used for cooling / paint spray pit recharging; and strategic RO reject reuse for flushing. Active Rainwater Harvesting further recharges the water table. The implementation of efficient water management and recycling has led to a 30%-35% reduction in total water consumption. By minimizing dependency on external sources and borewells through internal reuse and the 500 KL STP, the company significantly lowers operational costs and efficiently utilizes the water.

OCCUPATIONAL HEALTH & SAFETY

The Company remains committed to fostering a safe and healthy workplace by prioritizing Occupational Health and Safety (OH&S) across all its operations. Daily safety briefings are conducted by Plant Heads to create awareness and reinforce safe work practices among employees and workers. Comprehensive safety induction programs, periodic refresher sessions, and job-specific training are provided to equip personnel with the knowledge and skills necessary to perform their duties safely. The Safety Head regularly communicates key safety messages and monthly updates to strengthen the culture of safety throughout the organization. In addition, fire safety awareness programs and mock drills are conducted at regular intervals to enhance emergency preparedness and response capabilities. The Company's manufacturing facilities are certified under ISO 9001:2015 for Quality Management Systems, reflecting its commitment to operational excellence and continuous improvement.

TRANSFER TO RESERVES

The Board of Directors of the Company doesn't propose to transfer any amount to the General Reserve from the Net Profit for FY2025-26.

SHARE CAPITAL

As on 31 March 2026, the Authorized Share Capital of the Company was ₹ 400,000,050/- divided into 40,000,005 Equity Shares of ₹ 10/- each and the Issued, Subscribed and Paid-up Share Capital of the Company was ₹ 331,073,210/-.

Change in Authorized, Issued, Subscribed and Paid-up Share Capital of the Company during FY2025-26 was as follows:

Sl. No	Particulars	31 March, 2026		31 March, 2025	
		Total No. of Equity shares	Total Equity capital (₹)	Total No. of Equity shares	Total Equity capital (₹)
1.	Authorized Capital	40,000,005	400,000,050	40,000,005	400,000,050
2.	Issued, subscribed and fully paid up Capital	33,107,321	331,073,210	33,075,826	330,758,260

Please note that increase in issued, subscribed and paid up Capital of the Company during FY2025-26 was due to allotment of shares pursuant to exercise of ESOPs.

EMPLOYEE STOCK OPTION PLAN

Pursuant to the resolution passed by the Board of Directors on 10 July 2018 and resolutions passed by shareholders on 10 September 2018 and on 29 September 2018 respectively the Company has adopted Stove Kraft Employee Stock Option Plan 2018 (“ESOP Plan”). Pursuant to the ESOP Plan, options to purchase Equity Shares may be granted to eligible employees (as defined in the ESOP Plan) with a view to attracting and retaining the best talent, encouraging employees to align individual performances with Company’s objectives, and for promoting increased participation in the growth of the Company. Pursuant to the said resolutions, ESOP pool of 813,000 options was approved and created under the ESOP Plan.

The disclosure as stipulated under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations 2021 as on 31 March 2026 is attached as Annexure - 1 to the Board’s Report. The details of the Plan form part of the notes to accounts of the Financial Statements of this Annual Report. BMP & Co. LLP, Secretarial Auditors have issued a certificate certifying that the scheme has been implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations,2021 and the Resolutions passed by the Shareholders. The said certificate will be available for inspection during AGM.

Further, based on recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 12 May 2026, has Approved amendment of Stovekraft Employee Stock Option Plan 2018 inter alia to increase the ESOP pool under the Plan from 813,000 stock options to 10,25,000 Stock Options and also certain other amendments, subject to approval of the shareholders and other regulatory approvals, Stock Options as may be required. A copy of the Plan together with modifications is available on website of the Company for perusal of members. The Board recommends modifications to the Plan, for approval of members at ensuing AGM.

AUDIT COMMITTEE

The details pertaining to composition and terms of reference of the Audit Committee are included in the Corporate Governance Report, which forms part of this annual report. The Board has accepted all the recommendations of the Audit Committee made during the year.

RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered during FY2025-26 were on an arm’s length basis and in the ordinary course of business and were in compliance with the applicable provisions of the Act and the Listing Regulations. There were no materially significant Related Party Transactions during the year that required shareholders’ approval.

None of the transactions with related parties fall under the scope of Section 188(1) of the Act. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable to the Company for FY2025-26.

DEPOSITS

Your Company has not accepted any deposit and as such no amount of principal and interest was outstanding as at the Balance Sheet date.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 form part of the notes to the Financial Statements.

DIRECTORS

Retirement by rotation

Pursuant to the provisions of section 152 of the Companies Act, 2013, Mrs. Neha Gandhi retires by rotation at the ensuing AGM and being eligible, offers herself for reappointment. The Board recommends her reappointment.

Independent Directors

Mrs. Shuba Rao Mayya, Mr. Natrajan Ramkrishna, Mr. Anup Sanmukh Shah and Mr. Avinash Gupta continues to be Independent Directors of the Company. Pursuant to the provisions of Section 149 of the Act, the aforesaid Independent Directors have submitted declarations that they continue to meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of Listing Regulations. During the year, there has been no change in the circumstances affecting the status of Independent Directors of the Company.

The Board of Directors, based on the declarations received from the Independent Directors after duly verifying the veracity of such declarations, hereby confirms that the Independent Directors fulfil the conditions of independence specified in the Listing Regulations and are independent of the management of the Company.

Please also note that as per Schedule IV of the Companies Act, 2013 the Independent Directors had a separate meeting on 31 January 2026.

Reappointment of Mr. Anup Sanmukh Shah

At the Annual General Meeting held on 12 September 2022, Mr. Anup Sanmukh Shah, (DIN 00317300) was reappointed as an Independent Non-Executive Director of the Company for a period of five years from 02 November 2021 to 01 November 2026.

Based on the recommendation of Nomination and Remuneration Committee and based on the report of performance evaluation, the Board of Directors at its meeting held on 03 August 2026, has reappointed Mr. Anup Sanmukh Shah as an Independent Director of the Company for a 2nd term of five years from 02 November 2026 to 01 November 2031, subject to the approval of shareholders at the ensuing AGM.

Mr. Anup Sanmukh Shah has submitted declarations to the Company that he continue to fulfil the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board is of view that Mr. Anup Sanmukh Shah has immensely contributed to the proceedings of the Board and its Committees, and further believes that his continued association would be of immense benefit to the Company. Therefore, it is desirable to continue to avail his services as a Non-Executive Independent Director for a second term.

His skills, background and experience in the field of compliance, legal, corporate governance, strategic planning, finance, audit, etc., are aligned to the role and capabilities identified by the Nomination & Remuneration Committee. The Board opines that Mr. Anup Sanmukh Shah possess the desired integrity, expertise, experience and proficiency that is required from him as an Independent Director. The Board recommends his reappointment by the members in the ensuing AGM.

Reappointment of Executive Director

At the Annual General Meeting held on 31 August 2021, Mrs. Neha Gandhi, (DIN 07623685) was reappointed as the Executive Director of the Company for a period of five years from 30 September 2021 till 29 September 2026.

The Board of Directors based on recommendation of Nomination and Remuneration Committee, at its meeting held on 03 August 2026 has approved the reappointment and remuneration of Mrs. Neha Gandhi, as Executive Director of the Company for a period of five years from 30 September 2026 to 29 September 2031, subject to the approval of shareholders at the ensuing Annual General Meeting.

Mrs. Neha Gandhi is looking after People, Process, and Technology functions, spearheading strategic initiatives in organisational development, digital transformation, and operational excellence. The Board is of the opinion that Mrs. Neha Gandhi possesses the requisite expertise, experience and competency that is required from her as an Executive Director. The Board recommends the reappointment of Mrs. Neha Gandhi as Executive Director.

Appointment of Non-Executive Director and Advisory Fees

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 02 July 2026 has appointed Mr. Chandru Kalro as a Non-Executive Non Independent Director (Additional Director) and designated him as a Vice Chairperson.

Mr. Kalro will also be providing board-level strategic counsel and mentoring including but not limited to in the field of sales, Marketing, Product Management, Customer Service, Talent Acquisition & Leadership Development, Technology & Digital Transformation, Investor & Stakeholder Relations and such other strategic matters as may be assigned by the Board. For availing the said services it is proposed to enter into a separate Strategic Advisory Agreement with Mr. Chandru Kalro, setting out the terms and conditions governing such services. The agreement will be for five years and for such services he may be paid a fee as detailed in the Notice of the AGM.

As Mr. Kalro is a Non-Executive Non-Independent Director, the proposed advisory arrangement constitutes a related party transaction and an office or place of profit under Section 188 of the Companies Act, 2013. Further, if the annual consultancy fee payable to a Non-Executive Director exceeds 50% of the total annual remuneration payable to all Non-Executive Directors of the Company, approval of the shareholders by way of a Special Resolution will also be required under Regulation 17(6)(ca) of the SEBI (LODR) Regulations, 2015. As per Articles of Association of the Company, all fees/compensation to be paid to non-executive Directors including Independent Directors shall be as fixed by the Board and shall require the prior approval of the Shareholders in a General meeting.

Hence, the Board recommends the appointment and the advisory fee that may be paid to Mr. Kalro for prior approval of shareholders by way of special resolution.

KEY MANAGERIAL PERSONNEL (KMP)

As on 31 March 2026, Mr. Rajendra Gandhi, Managing Director; Mrs. Neha Gandhi, Executive Director; Mr. Ramakrishna Pendyala, Chief Financial Officer and Mr. Shrinivas P Harapanahalli, Company Secretary & Compliance Officer were the Key Managerial Personnel of the Company.

Changes in KMP:

Mr. Ramakrishna Pendyala resigned and relieved on 15 May 2026 from the position of Chief Financial Officer.

The Board has appointed Mr. Subhadeep Pal as Chief Financial Officer of the Company w.e.f. 16 May 2026.

BOARD EVALUATION

The Board carried out annual evaluation of its own performance, performance of its committees, the Chairperson and the Directors individually. A detailed note on the manner of evaluation forms a part of the Corporate Governance Report.

POLICY FOR APPOINTMENT AND REMUNERATION OF DIRECTORS

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Rules made thereunder and Regulation 19 of SEBI (LODR) Regulations, the Board on recommendation of Nomination and Remuneration Committee has formulated Nomination and Remuneration Policy. The Policy inter alia lays down the criteria for determining qualifications, attributes and independence of potential candidates for appointment as directors and determining their remuneration. The brief details of the Policy has been provided in Corporate Governance Report. The said Policy has been posted on website of the Company and the web link to access the said policy is https://stovekraft.com/storage/investors/pdf/NKHALBUgA067Tu2vUqfRVGZz2MaaCkhk4Fo2YItI.pdf . The Company also has in place Board Diversity Policy. The Policy enables the Board to ensure appropriate balance of skills, experience and diversity in its composition.

REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

The information required to be disclosed in the Board's Report pursuant to Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached to this report as Annexure – 2. In accordance with the provisions of Section 136 of the Act, the Board's Report and the financial statements for the financial year ended 31 March 2026 are being sent to the members and others entitled thereto, excluding the details to be furnished under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 which are available for inspection by the members at the Registered Office of the Company during business hours on all working days up to the date of the ensuing Annual General Meeting. If any member desires to have a copy of the same, he may write to the Company Secretary in this regard.

MEETINGS OF BOARD AND COMMITTEES

The number of meetings of the Board and various Committees of the Board including composition are set out in the Corporate Governance Report which forms part of this annual report.

STATUTORY AUDITORS

Members of the Company at the 22nd Annual General Meeting held on 31 August 2021, appointed Price Waterhouse Chartered Accountants LLP (Firm Registration Number 012754N/N500016) as Statutory Auditors of the Company to hold office for a term of 5 consecutive years from the conclusion of 22nd Annual General Meeting until the conclusion of 27th Annual General Meeting.

In view of the end of first term of statutory auditors, the Board of Directors on recommendation of Audit Committee has decided to recommend to the shareholders the reappointment of Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditors of the Company for another term of five years i.e., from conclusion of 27th AGM till conclusion of 32nd AGM for conducting statutory audits commencing from FY2026-27 until FY 2030-31.

The Company has received written consent and certificate of eligibility from Price Waterhouse Chartered Accountants LLP, Chartered Accountants in accordance with Sections 139, 141 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder. They have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI) as required under the SEBI Listing Regulations.

A resolution proposing reappointment of Price Waterhouse Chartered Accountants LLP, Chartered Accountants, Chartered Accountants as Statutory Auditors of the Company from the conclusion of the ensuing AGM until 32nd AGM of the Company forms part of the Notice of ensuing AGM.

The observations of the Auditors in their report on Financial Statements read with the relevant notes are self-explanatory. The Independent Auditors' Report does not contain any qualification, reservation, or adverse remarks.

SECRETARIAL AUDIT

Pursuant to Regulation 24A of Listing Regulations, Members of the Company at the 26th Annual General Meeting held on 26 September 2025, appointed BMP & Co. LLP. (Firm Registration No. L2017KR003200), Practicing Company Secretaries as Secretarial Auditors of the Company for term of five consecutive years from FY2025-26 to FY2029-30. They have confirmed that they continue hold a valid certificate issued by the Peer Review Board of the Institute of Company Secretaries of India (ICSI) as required under the SEBI Listing Regulations.

The Secretarial Audit Report for financial year ended 31 March 2026 is attached to this report as Annexure - 3. The said report does not contain any qualification, reservation or adverse remark.

SECRETARIAL COMPLIANCE REPORT

Pursuant to Regulation 24A of the Listing Regulations, BMP & Co. LLP, Practicing Company Secretaries, have issued Annual Secretarial Compliance Report for FY2025-26. The said Report has been placed on website of the Company and the web link to access the sameishttps://stovekraft.com/storage/investors/pdf/r2527EhgXEzQKvKVGekElMQJrMfQxL3HEhQ9ccdM.pdf

REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the statutory auditors nor the secretarial auditors have reported to the audit committee, any instances of fraud committed against the Company by its officers or employees.

COST AUDIT

Your Company is maintaining Cost Records as specified by the Central Government under Section 148(1) of the Companies Act, 2013 and the Rules framed thereunder. The Cost Audit for FY2024-25 was conducted by M/s. GS & Associates, Cost Accountants and the Cost Audit Report for FY2024-25 was duly filed with the Ministry of Corporate Affairs, Government of India. The Audit of the cost accounts of the Company for FY2025-26 is also being conducted by the said firm and the Report will be filed within the stipulated time.

Further the Board of Directors on the recommendation of the Audit Committee, has reappointed M/s. GS & Associates, Cost Accountants to audit the cost records of the Company for FY2026-27 at a remuneration of ₹ 1,25,000/- plus applicable taxes and out of pocket expenses. As required under the Companies Act, 2013, the remuneration payable to the cost auditor is required to be placed before the Members in a general meeting for ratification. Accordingly, a Resolution seeking Member's approval for the remuneration payable to M/s. GS & Associates, Cost Auditors is included in the Notice of the Annual General Meeting. The Board recommends the said resolution for approval of the members.

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

Your Company continues to be compliant with the provisions relating to the constitution of Internal Committee and other provisions under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, no complaint was received under the said Act and no complaint was pending at the beginning and end of FY2025-26.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has in place a Vigil Mechanism / Whistle Blower Policy to provide a platform to the Directors and Employees of the Company to raise genuine concerns regarding any irregularity, misconduct or unethical matters / dealings within the Company. It also provides protection to employees or Directors against victimization who report genuine concerns. The Policy is placed on website of the Company and can be accessed at the link The Policy is placed on website of the Company and can be accessed at the link https://stovekraft.com/storage/investors/pdf/NUcri4yv8ZyHbYDYsOLnumttOFz62cju3miyewYR.pdf

RISK MANAGEMENT

Risk Management is an integral part of the Company's strategy and planning process. Like any other industry, the Company faces several business risks. The Company's business is exposed to internal and external risks which are identified and revisited every year. For proper risk management, the Company has the Risk Management Policy and a well-defined Risk framework. The Company has in place a Risk Management Committee to look into risk assessment and minimization. More details on risk management is furnished in Management Discussion & Analysis which forms part of the Annual report.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

In terms of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Corporate Social Responsibility Policy has been hosted on the Website of Company. The Annual Report on CSR activities together with brief outline of CSR Policy of the Company is annexed herewith as 'Annexure – 4'.

INTERNAL FINANCIAL CONTROLS

The Company has in place relevant internal controls, policies, and procedures to ensure orderly and efficient conduct of its business. Standard Operating Procedures (SOPs) and Risk Control Matrix (RCM) have been designed for critical processes across all operations. The internal financial controls are tested for operating effectiveness through management's ongoing monitoring and review processes. In our view the internal financial controls are adequate and are operating effectively.

DIRECTORS' RESPONSIBILITY STATEMENT

The Financial Statements are prepared in accordance with the Indian Accounting Standard (Ind AS) notified under the Companies (Indian Accounting Standard) Rules, 2015 as amended from time to time, the provisions of the Companies Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India.

Pursuant to Section 134 of the Companies Act 2013, the Directors state that:

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

b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at 31 March 2026 and of the profits of the Company for the period ended on that date;

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

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

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

f) proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

OTHER INFORMATION

Management Discussion & Analysis

Management Discussion & Analysis for the year under review, as stipulated under Regulation 34(2)(e) of SEBI (LODR) Regulations, forms part of the Annual Report.

Business Responsibility and Sustainability Report (BRSR)

Business Responsibility and Sustainability Report for FY2025-26 is attached and forms part of the Annual Report.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3)(m) read with Rule 8 of the Companies (Accounts) Rules, 2014 is attached to this report as Annexure – 5.

Corporate Governance Report

Your Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by Securities and Exchange Board of India. The report on Corporate Governance as stipulated under the Listing Regulations forms part of this Annual Report. The certificate from BMP & Co LLP., Practicing Company Secretaries confirming compliance with the conditions of corporate governance is attached to the Corporate Governance Report.

A certificate furnished by Mr. Rajendra Gandhi, Managing Director and Mr. Ramakrishna Pendyala, Chief Financial Officer in respect of the financial statements and the cash flow statement for the financial year ended 31 March 2026 is annexed as 'Annexure-6' to this Report.

Disclosure under Schedule V(F) of the SEBI(LODR) Regulations,2015

Your Company does not have shares in the demat suspense account or unclaimed suspense account.

Listing

The Equity Shares of the Company are listed on the National Stock Exchange of India Limited and BSE Limited. Annual listing fee for the Financial Year 2025-26 has been paid to the National Stock Exchange of India Limited and BSE Limited.

Annual Return

Pursuant to Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, draft of the Annual Return of the Company for FY2025-26 prepared in accordance with Section 92(1) of the Act has been placed on the website and is available at https://stovekraft.com/investors/.

Material changes and commitments affecting financial position from the end of financial year till the date of this report

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

Cautionary Statement

Statements in the Board's Report and the Management Discussion & Analysis describing the Company's objectives, expectations or forecasts may be forward looking within the meaning of applicable laws and regulations. Actual results may differ from those expressed in the statements.

The Company has not made any application nor any proceedings is pending under the Insolvency and Bankruptcy Code, 2016 during the year.

Others

1. The Company complies with all applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India;

2. The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefits of employees;

General

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

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

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

Acknowledgement

The Directors express appreciation to all stakeholders namely customers, bankers, suppliers, distributors, dealers, and contractors for their unwavering support, collaboration, and trust. Special thanks to our dedicated employees for their consistent hard work and valuable contributions towards the Company. We also acknowledge the confidence and trust placed in us by our shareholders. Furthermore, we express gratitude to the Central Government and the Government of Karnataka for their support and cooperation.

For and on behalf of the Board

	Rajendra Gandhi	**Neha Gandhi**
Place: Bengaluru	Managing Director	Executive Director
Date: 03 August 2026	DIN: 01646143	DIN: 07623685

Note: At the meeting held on 12 May 2026 the Board has approved the Board's Report for the financial year ended 31 March 2026. The said report was revised by the Board on 03 August 2026 only to include reappointment of Mr. Anup Sanmukh Shah as an Independent Director, Mrs. Neha Gandhi as Executive Director and Mr. Chandru Kalro as a Non Executive Director as well as fee to be paid to him for advisory services. There are no changes in annexures and hence their date remains unchanged.

Annexure – 1

COMPLIANCE CERTIFICATE

[Pursuant to Regulation 13 of the Securities Exchange Board of India
(Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

To,
The Members,
Stove Kraft Limited
CIN: L29301KA1999PLC025387
81/1, Medamarana Halli Village Harohalli
Hobli, Kanakapura Taluk Ramanagar District
Bangalore Karnataka 562112

We BMP & Co. LLP, Company Secretary in practice, have been appointed as the Secretarial Auditor vide a resolution passed at its meeting held on May 21, 2025, by the Board of Directors of Stove Kraft Limited (hereinafter referred to as **'the Company'**), having CIN: L29301KA1999PLC025387 and having its registered office at 81/1, Medamarana Halli Village Harohalli Hobli, Kanakapura Taluk Ramanagar District, Bangalore Karnataka 562112. This certificate is issued under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as **'the Regulations'**), for the year ended 31st March 2026.

MANAGEMENT RESPONSIBILITY:

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records, and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

VERIFICATION:

The Company has implemented **ESOP Scheme 2018** in accordance with the Regulations and the Special Resolution passed by the members at the General Meeting of the Company held on September 10, 2018. Furthermore, the Company amended ESOP Scheme 2018 through Special Resolution passed by the members at the General Meeting held on September 29, 2018, and August 31, 2021.

For the purpose of verifying the compliance of the Regulations, we have examined the following:

1. Scheme(s) received from/furnished by the Company;
2. Articles of Association of the Company;
3. Resolutions passed at the meeting of the Board of Directors;
4. Shareholders resolutions passed at the General Meeting(s);
5. Shareholders resolution passed at General Meetings w.r.t variation in the scheme (if any) – Not Applicable;
6. Shareholders resolution passed at General Meeting w.r.t approval for implementing the scheme(s) through a trust(s) – Not Applicable;
7. Minutes of the meetings of the Nomination and Remuneration Committee;
8. Trust Deed – Not Applicable;
9. Details of trades in the securities of the company executed by the trust through which the scheme is implemented – Not Applicable;
10. Relevant Accounting Standards as prescribed by the Central Government;
11. Detailed terms and conditions of the scheme as approved by Nomination and Remuneration Committee;
12. Bank Statements towards Application money received under the scheme(s);
13. Valuation Report;
14. Exercise Price / Pricing formula;
15. Statement filed with recognised Stock Exchange(s) in accordance with Regulation 10 of these Regulations;

16. Disclosure by the Board of Directors;
17. Relevant provisions of the Regulations, Companies Act, 2013 and Rules made thereunder;
18. Other relevant document / filing / records / information as sought and made available to us and the explanations provided by the Company.

CERTIFICATION:

In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its Officers, we certify that the Company has implemented the **ESOP Scheme 2018** in accordance with the applicable provisions of the Regulations and Resolution(s) of the Company in the General Meeting(s).

ASSUMPTION & LIMITATION OF SCOPE AND REVIEW:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. This certificate is solely for your information, and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

For BMP & Co. LLP,
Company Secretaries

CS Biswajit Ghosh
Partner
FCS 8750
CP No. 8239
UDIN: F008750H000423307

Place: Bangalore
Date: May 12, 2026
Peer Review Certificate No: 6387/2025

Annexure – 2

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(i) Ratio of the remuneration of each Director to the median remuneration of employees of the company for the Financial Year 2025-26, the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2025-26:

Sl. No.	Financial Year	% Increase in Remuneration In Financial Year 2025-26	Ratio of remuneration of Director to median remuneration of employees in Financial Year 2025-26
1	Mr. Rajendra Gandhi Managing Director	10	27:1
2	Mrs. Neha Gandhi Executive Director	7	12:1
3	Mrs. Shuba Rao Mayya Independent Director	-	4:1
4	Mr. Anup Sanmukh Shah Independent Director	-	4:1
5	Mrs. Sunita Rajendra Gandhi Non-Executive Non – Independent Director	-	-
6	Mr. Natrajan Ramkrishna Independent Director	-	4:1
7	Mr. Avinash Gupta Independent Director	-	3:1
8	Mr. Ramakrishna Pendyala Chief Financial Officer	8	17:1
9	Mr. Shrinivas P Harapanahalli Company Secretary & Compliance Officer	8	5:1

(ii) Percentage increase in the median remuneration of employees in the financial year ended on 31.3.2026:

There was 8% increase in the median remuneration of employees in FY2025-26.

(iii) Number of permanent employees on the rolls of Company:

There were 5543 permanent employees on the rolls of Company as on 31.3.2026.

(iv) Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration:

The average increase in the salaries of managerial personnel during the year was 8.5%. Average increase in salaries of employees other than managerial personnel is 7%.

The increase in the remuneration of managerial personnel is in correlation to their individual performance and to the performance of the Company.

(v) Affirmation that the remuneration is as per the remuneration policy of the Company:

It is hereby affirmed that the remuneration paid during the year is as per the Nomination and Remuneration Policy of the Company.

Annexure – 3

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH 2026

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

To,

The Members,

Stove Kraft Limited

CIN: L29301KA1999PLC025387

81/1, Medamarana Halli Village Harohalli Hobli,

Kanakapura Taluk Ramanagar District

Bangalore Karnataka 562112

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Stove Kraft Limited (hereinafter called the "Company"). The Secretarial Audit was conducted in a manner that provided us with 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 also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

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

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

iii. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;

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

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

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

c. The Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2018; – Not Applicable as the Company did not issue any security during the financial year under review.

d. The 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 Debt Securities) Regulations, 2008 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; – Not applicable as the Company has not issued any debt securities during the financial year under review;

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client; - Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; – Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review; and

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - Not Applicable as the Company has not done any buyback of its securities during the financial year under review.

vi. Other laws applicable to the Company namely:

1. Factories Act, 1948 & the Central Rules or Concerned State Rules, made thereunder
2. Boilers Act, 1923 & Rules made thereunder
3. Indian Electricity Act, 1956 & its Central Rules / Concerned State Rules, made thereunder
4. Gas Cylinder Rules, 1981 (Under Indian Explosives Act)
5. Static and Mobile Pressure Vessels (Unfired) Rules, 1981 (Under Indian Explosives Act)
6. Environment (Protection) Act, 1986
7. The Water (Prevention and Control of Pollution) Act, 1974 & Central Rules/ Concerned State Rules.
8. The Air (Prevention and Control of Pollution) Act, 1981 & Central Rules/ Concerned State Rules
9. Hazardous Wastes (Management and Handling) Rules, 1989
10. Manufacture, Storage and Import of Hazardous Chemicals Rules, 1989
11. The Contract Labor (Regulation and Abolition) Act, 1970 & its Central Rules/ Concerned State Rules.
12. The Employees' Provident Fund and Miscellaneous Provisions Act, 1952 & EPF, FPF Schemes.
13. The Employees' State Insurance Act, 1948 & its Central Rules/ Concerned State Rules.
14. The Minimum Wages Act, 1948 & its Central Rules/ Concerned State Rules/ Notification of Minimum Wages applicable to various class of industries/ Trade.
15. The Payment of Wages Act, 1936 & its Central Rules/ Concerned State Rules if any.
16. The Payment of Bonus Act, 1965 & its Central Rules/ Concerned State Rules if any.
17. The Payment of Gratuity Act & its Central Rules/ Concerned State Rules if any.
18. The Maternity Benefit Act, 1961 & its Rules.
19. The Equal Remuneration Act, 1976.
20. The Industrial Employment (Standing Orders) Act, 1946 & its Rules.
21. The Apprentices Act, 1961 & its Rules.
22. The Employment Exchange (Compulsory Notification of Vacancies) Act, 1959.
23. The Workmen's Compensation Act, 1923
24. The Industrial Dispute Act, 1947
25. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act,2013

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI)

(ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Ltd.

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

We further report that: -

The Board of Directors of the Company is duly constituted with a proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. During the year under review there were no changes in the Board of Directors.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes to agenda were sent within the due timeline, 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.

Majority decision is carried through while the dissenting members' views, if any are captured and recorded as part of the minutes.

We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines;

For BMP & Co. LLP,
Company Secretaries

CS Biswajit Ghosh
Partner
FCS 8750
CP No. 8239
UDIN: F008750H000423318

Place: Bangalore
Date: May 12, 2026
Peer Review Certificate No: 6387/2025

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

Annexure A

To,
The Members,
Stove Kraft Limited
CIN: L29301KA1999PLC025387
81/1, Medamarana Halli Village Harohalli Hobli,
Kanakapura Taluk Ramanagar District
Bangalore Karnataka 562112.

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

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

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

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

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

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

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

7. We further report that, based on the information provided by the Company, its officers, and authorised representatives during the conduct of the audit and also on the review of quarterly compliance report issued by the respective departmental heads/Company Secretary/ Managing Director & CEO, taken on record by the Board of the Company, in our opinion adequate systems and process and control mechanism exist in the Company to monitor compliance with applicable general laws like labor laws & Environment laws and Data protection policy.

8. We further report that the Compliance by the Company of applicable financial laws like Direct & Indirect tax laws has not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

For BMP & Co. LLP,
Company Secretaries

CS Biswajit Ghosh
Partner
FCS 8750
CP No. 8239
UDIN: F008750H000423318

Place: Bangalore
Date: May 12, 2026
Peer Review Certificate No: 6387/2025

Annexure – 4

ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

1 BRIEF OUTLINE OF CSR POLICY OF THE COMPANY.

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time, the Board of Directors of the Company has on recommendation of the CSR Committee approved a CSR Policy.

BRIEF OUTLINE OF THE SAID POLICY IS GIVEN BELOW:

The Company intends to make a positive difference to society and contribute its share towards the social cause of betterment of society and area in which Company operates. The Company also believes in the trusteeship concept. This entails transcending business interests and working towards making a meaningful difference to the society.

In this regard, the Company has made this policy which encompasses the Company's philosophy for delineating its responsibility as a Corporate Citizen and lays down the guidelines and mechanism for undertaking socially useful programmes for welfare & sustainable development of the community at large and titles as the "Corporate Social Responsibility (CSR) Policy" which is as per the provisions of the Companies Act, 2013 and Rules made there under.

The Policy is placed on the Company's website and the web link to access the same is:

https://stovekraft.com/storage/investors/pdf/xonQ9Jj3J5qE8mXhYvoI24FtYBMxRiPLYRGxIZkH.pdf

2 COMPOSITION OF CSR COMMITTEE AS ON 31 MARCH 2026:

Sl.No	Name of Director	Designation	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Neha Gandhi	Chairperson	4	4/4
2	Mr. Avinash Gupta	Member		4/4
3	Mr. Rajendra Gandhi	Member		4/4
4	Mr. Natrajan Ramkrishna	Member		4/4
5	Mrs. Shuba Rao Mayya	Member		4/4
6	Mr. Anup S Shah	Member		4/4

3. PROVIDE THE WEB-LINK WHERE COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR PROJECTS APPROVED BY THE BOARD ARE DISCLOSED ON THE WEBSITE OF THE COMPANY.

The web-link to access composition of CSR committee, CSR Policy and CSR projects as approved by the Board are as under:

Composition of CSR Committee:-
https://stovekraft.com/storage/investors/pdf/ktRZE5YQBDnoqiymZOefq5dQYIbXkpPSN9T9sYeX.pdf

CSR Policy:-
https://stovekraft.com/storage/investors/pdf/xonQ9Jj3J5qE8mXhYvoI24FtYBMxRiPLYRGxIZkH.pdf

CSR Projects-
https://stovekraft.com/storage/investors/pdf/AZX6sfWeZ0WHYq6yBhg0y41VC2XyhmgxMyi7VSiz.pdf

4. PROVIDE THE DETAILS OF IMPACT ASSESSMENT OF CSR PROJECTS CARRIED OUT IN PURSUANCE OF SUB-RULE (3) OF RULE 8 OF THE COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014, IF APPLICABLE.

Not Applicable

5. (a) Average net profit of the Company as per section 135(5) i.e., for last three financial years (FY 2022-23, FY 2023-24 and FY 2024-25). ₹ 47,51,43,792

(b) Two percent of average net profit of the company as per sub-section (5) of section 135. ₹ 95,02,876

(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years. NA

(d) Amount required to be set-off for the financial year, if any. NIL

(e) Total CSR obligation for the financial year [(b)+(c)-(d)] ₹ 95,02,876

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project). ₹ 95,02,876

(b) Amount spent in Administrative overheads. Nil

(c) Amount spent on Impact Assessment, if applicable. Nil

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]. ₹ 95,02,876

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
₹ 95,02,876	Nil				

(f) Excess amount for set off, if any

Sl. No.	Particulars	Amount in ₹
(i)	Two percent of average net profit of the company as per section 135(5)	95,02,876
(ii)	Total amount spent for the Financial Year	95,02,876
(iii)	Excess amount spent for the financial year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	NIL

7. DETAILS OF UNSPENT CORPORATE SOCIAL RESPONSIBILITY AMOUNT FOR THE PRECEDING THREE FINANCIAL YEARS.

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial years	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub - section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	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 (in ₹)	Deficiency, if any
					Amount(in ₹)	Date of transfer		
NIL								

8 IN CASE OF CREATION OR ACQUISITION OF CAPITAL ASSET, FURNISH THE DETAILS RELATING TO THE ASSET SO CREATED OR ACQUIRED THROUGH CSR SPENT IN THE FINANCIAL YEAR

(Asset-wise details):

(a) Date of creation or acquisition of the capital asset(s). Not applicable

(b) Amount of CSR spent for creation or acquisition of capital asset. Not applicable

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. Not applicable

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) Not applicable

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).

Not Applicable

Neha Gandhi
Executive Director
Chairperson – CSR Committee

Date: 12 May 2026
Place: Bangalore

Annexure – 5

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of energy

(i)	Steps taken or impact on conservation of energy	The Company has invested around ₹ 368.51 Mn till date on Solar & Wind Energy which includes ₹ 245.26 Million on Solar & ₹ 123.25 million on Wind. In FY2025-26, total generation from Solar & Wind Turbine was 10.41 million Units. The Company has an Energy Purchase Agreement with Vyshali Energy Private Ltd under Group Captive arrangement for Wind energy respectively as alternative sources of energy. The Company has purchased 4.15 million Units from above mentioned sources. The Company has consumed 35.31 Million Units of Power in FY 25-26 out of which 14.52 Million Units are from renewal sources saving around 9278 MT carbon footprints i.e. 41% of power consumption. We are also setting up another 1.70 MWp Solar Plant for additional roof in Bangalore Unit which is estimated to generate additional 1.8 Mn Units annually
(ii)	Steps taken by the Company for utilizing alternate sources of energy	
(iii)	Capital investment on energy conservation equipment	

(b) Technology absorption

(i)	Efforts made towards technology absorption	The Company has invested in another automated line of Ceramic Line for Non Stick Cookware & Bakeware.
(ii)	Benefits derived like Product improvement, cost reduction, product development or import substitution	It has helped us to increase our manufacturing capability, reducing cost of the product and import substitution. This will also enhance the quality of the products.
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	NA
	(a) Details of technology imported	-
	(b) Year of import	-
	(c) Whether the technology been fully absorbed	-
	(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	-
(iv)	Expenditure incurred on Research and Development	-

c) Foreign Exchange Earnings & Outgo

₹ in million

Sl. No.	Particulars	FY2025-26	FY2024-25
(i)	Earnings in Foreign Currency	1,757.52	1,645.50
(ii)	Expenditure in Foreign Currency	2,187.65	2,791.39

Annexure – 6

COMPLIANCE CERTIFICATE

To,
The Board of Directors
Stove Kraft Limited

Dear Sirs,

Subject: Managing Director and CFO's certification

We, Rajendra Gandhi, Managing Director and Ramakrishna Pendyala, Chief Financial Officer of Stove Kraft Limited, to the best of our knowledge and belief, certify that:

A. We have reviewed the financial statements for the financial year ended 31 March 2026 and that to the best of our knowledge and belief:

   (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

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

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the quarter which are fraudulent, illegal or violate the Company's code of conduct;

C. We are responsible for establishing and maintaining internal controls for financial reporting and these controls are being continuously evaluated for effectiveness by the Company as well as internal auditors, statutory auditors and other Agencies. We shall continuously evaluate the effectiveness of internal control systems of the Company pertaining to financial reporting and we shall disclose to the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. During the financial year ended 31 March 2026 there were no:

   (1) significant changes in internal control over financial reporting

   (2) significant changes in accounting policies, save and except for what is disclosed in the notes to the financial statements; and

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

Date: 12 May 2026
Place: Bengaluru

Rajendra Gandhi
Managing Director

Ramakrishna Pendyala
Chief Financial Officer

Report on Corporate Governance

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Stove Kraft Limited ("the Company") is a value-driven organization with a purpose to establish a long-standing, trust-driven relationship with shareholders, employees, customers, suppliers and all other stakeholders. The Company strives to ensure that its performance is driven by utmost integrity and transparency. In pursuit of this objective, the policies of the Company are designed to strengthen the ability of the Board of Directors to supervise the management and to enhance long-term shareholder value.

The Company is compliant with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['SEBI LODR Regulations' or 'Listing Regulations']. The details of compliances for the financial year ended 31 March 2026 are as under:

BOARD OF DIRECTORS

Composition of the Board:

The Board has an optimum combination of Executive and Non-Executive Directors including Independent Directors. As on 31 March 2026, the Company's Board comprised seven Directors out of which five were Non-Executive Directors (including three Independent Directors, an Independent Woman Director and a Non-Executive Director) and two Executive Directors (a Managing Director and an Executive Director). The Chairperson of the Board is an Independent Director.

Mrs. Sunita Rajendra Gandhi is spouse and Mrs. Neha Gandhi is daughter, of Mr. Rajendra Gandhi. None of the other Directors of the Company are related to each other.

The composition of the Board as on 31 March 2026 is in conformity with Regulation 17 and 17A of the Listing Regulations.

The composition of the Board, category of the Directors, their shareholding, the attendance at the Board Meetings and last Annual General Meeting ('AGM'), number of Directorships in other Public Companies is as follows:

Name of the Director	Share Holdings	Category (#)	No. of Board meetings attended/ held	Attendance at the last AGM	No. of Directorship in other public limited Companies	No. of Memberships and Chairpersonship in Committees of other public companies
Mrs. Shuba Rao Mayya DIN 08193276	-	NEC, I	5/5	Yes	3	Member - 3 Member and Chairperson - 2
Mr. Anup S Shah DIN 00317300	285	NE, I	5/5	Yes	3	Member - 3 Member and Chairperson - 1
Mr. Natrajan Ramkrishna DIN 06597041	-	NE, I	5/5	Yes	6	Member – 2 Member and Chairperson – 4
Mr. Avinash Gupta DIN 02783217	-	NE, I	5/5	No	3	Member - 1
Mr. Rajendra Gandhi DIN 01646143	18,269,115	E, P	5/5	Yes	-	-
Mrs. Neha Gandhi DIN 07623685	1	E, P	5/5	Yes	-	-
Mrs. Sunita Rajendra Gandhi DIN 01676100	2,00,000	NE, P	3/5	Yes	-	-

# NEC = Non-Executive Chairperson, E = Executive Director, I = Independent Director,
NE = Non-Executive Director, P = Promoter

Note:

1. Directorships in Private Limited Companies, Foreign Companies and Companies governed by Section 8 of the Companies Act, 2013 are excluded for this purpose. Only Audit Committee and Stakeholders' Relationship Committee have been considered for the purpose of the Committee positions as per SEBI Listing Regulations.

2. None of the Directors on the Board hold directorships in more than ten public companies and seven listed companies. Further none of them hold membership of more than ten committees or chairmanship of more than five committees across all the public companies.

3. Based on the declarations received from the Independent Directors, the Board confirms that they meet the criteria of independence as mentioned under SEBI (LODR) Regulations and that they are independent of the management.

4. Except Mr. Rajendra Gandhi, Mrs. Sunita Rajendra Gandhi & Mrs. Neha Gandhi, none of the other Directors are related to each other.

5. Mrs. Shuba Rao Mayya is a Non-Executive Independent Director in Happiest Minds Technologies Limited, Le Travenues Technology Limited (listed companies) and ACE Designers Limited (an unlisted public company).

6. Mr. Anup Sanmukh Shah is a Non-Executive Independent Director in Purvankara Ltd and Brigade Hotel Ventures Limited (listed companies) and, Provident Housing Limited (unlisted public company).

7. Mr. Rajendra Gandhi, Mrs. Neha Gandhi and Mrs. Sunita Rajendra Gandhi do not hold Directorships in any other public companies.

8. Mr. Natrajan Ramkrishna is a Non-Executive Independent Director in Solar Defence and Aerospace Limited, Vastu Housing Finance Corporation limited, DTDC Express Limited India1 Payments Limited, Cure India Foods Limited and Nuvama Asset Management limited (unlisted public companies)

9. Mr. Avinash Gupta is a Non-Executive Independent Director in Transport Corporation of India Limited and Jupiter Wagons Limited (listed companies) and Keventer Agro Ltd (unlisted public company).

Core Skills / Expertise / Competencies of the Board of Directors

The Board comprises qualified Directors who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees. The Directors of the Company are professionals with extensive experience and expertise in their respective functional areas. In terms of requirement of Listing Regulations and given the Company's size, scale and nature of business, the Board of Directors of the Company has identified core skills, expertise and competencies of the Directors for effective functioning and long-term value creation. The table given below shows the varied skills, expertise and competencies possessed by directors:

S. No.	Name of the Director	Factory Operations	Strategic Planning	Industry Experience, Technical, Research & Development and Innovation	Global Business	Finance & Legal	Corporate Governance, Compliance & Risk Management
1	Mrs. Shuba Rao Mayya		✔	✔	✔	✔	✔
2	Mr. Natrajan Ramkrishna		✔	✔	✔	✔	✔
3	Mr. Anup S Shah		✔	✔	✔	✔	✔
4	Mr. Avinash Gupta		✔	✔	✔	✔	✔
5	Mr. Rajendra Gandhi	✔	✔	✔	✔	✔	✔
6	Mrs. Neha Gandhi	✔	✔	✔	✔	✔	✔
7	Mrs. Sunita Rajendra Gandhi			✔			

In the table, the specific areas of focus or expertise of individual Board members have been highlighted. However, the absence of a mark against a member's name does not necessarily mean that the member does not possess the corresponding qualification or skill.

We, confirm that in the opinion of the board, the independent directors fulfill the conditions specified in these regulations and are independent of the management.

There is no resignation of any independent director before the expiry of his / her tenure during the year under review.

DETAILS OF BOARD MEETINGS HELD DURING FY2025-26

During the year under review the Board met five TImes on 21 May 2025, 04 August 2025, 03 November 2025, 31 January 2026 and 14 March 2026. The maximum time gap between any two consecutive board meetings was less than 120 days. Attendance of Board of Directors at the Board Meetings during FY2025-26 has already been given earlier.

BOARD LEVEL COMMITTEES:

The Company has the following Board Level Committees:

- Audit Committee;
- Stakeholders' Relationship Committee;
- Corporate Social Responsibility Committee;
- Nomination and Remuneration Committee; and
- Risk Management Committee

The Board of the Company takes all decisions with regard to constituting/reconstituting, assigning, co-opting, delegating and fixing the Terms of Reference of the Committees. Recommendations / decisions of the Committees are submitted / informed to the Board for approval / update.

Audit Committee

As on 31 March 2026, Audit Committee comprised four Directors, out of which three are Independent Directors. All the members of Audit Committee are financially literate. The Company Secretary acts as the Secretary to the Committee.

During the year under review the Audit Committee met four times on 21 May 2025, 04 August 2025, 03 November 2025 and 31 January 2026. The time gap between any two meetings of Audit Committee was less than 120 days. The quorum for the meetings of the Audit Committee is one-third of the members of the Committee, subject to a minimum of two independent directors present at the meeting. The composition as well as terms of reference of the Audit Committee are in line with the provisions of the Companies Act, 2013 and Listing Regulations. The Terms of Reference of the Committee are available on the website of the Company, www.stovekraft.com. The Composition of Audit Committee along with the attendance of members at the meetings is given below:

Sl. No	Name of the Member	Position held in the Committee	Attended
1	Mr. Natrajan Ramkrishna	Chairperson	4/4
2	Mr. Anup S Shah	Member	4/4
3	Mr. Rajendra Gandhi	Member	4/4
4	Mrs. Shuba Rao Mayya	Member	4/4

Stakeholders Relationship Committee

The Stakeholders Relationship Committee is responsible for looking into various aspects of interest of security holders. The terms of reference of Stakeholders' Relationship Committee are in line with the provisions of the Companies Act, 2013 and SEBI Listing Regulations. The terms of reference of the Committee inter alia includes redressal of shareholders' grievances and to review other matters relating to investors' servicing. The Terms of Reference of the Committee are available on the website of the Company, www.stovekraft.com.

During the year under review the Committee met four times on 19 May 2025, 01 August 2025, 31 October 2025 and 30 January 2026. The composition of Stakeholders' Relationship Committee as on 31 March 2026 along with attendance of members at the meetings is given below:-

Sl. No	Name of the Member	Position held in the Committee	Attended
1.	Mrs. Shuba Rao Mayya	Chairperson	4/4
2	Mr. Rajendra Gandhi	Member	3/4
3.	Mrs. Neha Gandhi	Member	4/4
4.	Mr. Anup S Shah	Member	4/4
5.	Mr. Avinash Gupta	Member	4/4
6.	Mr. Natrajan Ramkrishna	Member	4/4

The Company Secretary acts as the Secretary to the Committee. During the period under review no investor complaint was received. There were no pending investor Complaint as on 31 March 2026.

Nomination and Remuneration Committee

As on 31 March 2026, the Nomination and Remuneration Committee comprised four independent directors. The Terms of Reference of the Committee are in line with the provisions of the Listing Regulations and Section 178 of the Companies Act, 2013 and the Rules made thereunder. The Terms of Reference of the Committee are available on the website of the Company, www.stovekraft.com

During the year under review, the Nomination and Remuneration Committee met four times i.e. 19 May 2025, 01 August 2025, 31 October 2025 and 30 January 2026.

The Composition of Nomination and Remuneration Committee along with the attendance is given below:-

Sl. No	Name of the Member	Position held in the Committee	Attended
1.	Mr. Anup S Shah	Chairperson	4/4
2.	Mr. Avinash Gupta	Member	4/4
3.	Mr. Natrajan Ramkrishna	Member	4/4
4.	Mrs. Shuba Rao Mayya	Member	4/4

Nomination and Remuneration Policy

The Board on the recommendation of the Nomination and Remuneration Committee (NRC) has approved and amended, from time to time, the Nomination and Remuneration Policy for Directors and Senior Management Personnel and other employees. The said policy provides that while considering a proposal for appointment of a Director, NRC shall inter alia consider his/her qualifications, positive attributes, areas of expertise, independence and the number of directorships and memberships in Board level committees held by such person in other companies. NRC shall also evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director.

The Board considers the recommendations of NRC and takes appropriate decisions. The said Policy also provides that while determining the remuneration it should be ensured that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors, senior management personnel and other employees. The remuneration is divided into two components namely, fixed component comprising salaries, perquisites, allowances, retirement benefits etc., and the variable component or performance-based incentive. Appropriate balance between fixed and variable pay is maintained so as to be focused on both short term as well as long term performance objectives.

The annual increments and performance incentives are decided through a structured performance management system. The Nomination and Remuneration Policy has been posted on website of the Company and the web link to access the said policy is as follows: https://stovekraft.com/storage/investors/pdf/NKHALBUgA067Tu2vUqfRVGZz2MaaCkhk4Fo2YItl.pdf

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board, based on the recommendation of Nomination and Remuneration Committee, has carried out annual evaluation of its own performance, its Committees and directors individually. The performance evaluation of the Chairperson and the Independent Directors was carried out by the entire Board. The performance evaluation of the Non-Independent Directors was carried out by the Independent Directors at their separate meeting.

Remuneration of Directors

Details of remuneration paid to Directors of the Company for the financial year ended 31 March 2026, are as follows:

(₹)

Sl. No.	Name	Sitting Fee	Salary	Perquisite	Commission/ Bonus/Incentive	Stock Options	Total
1	Mrs. Shuba Rao Mayya	24,00,000	-	-	-	-	24,00,000
2	Mr. Natrajan Ramkrishna	24,00,000	-	-	-	-	24,00,000
3	Mr. Anup Sanmukh Shah	24,00,000	-	-	-	-	24,00,000
4	Mr. Avinash Gupta	24,00,000	-	-	-	-	24,00,000
5	Mr. Rajendra Gandhi	-	1,58,34,135	-	-	-	1,58,34,135
6	Mrs. Neha Gandhi	-	70,29,327	-	-	-	70,29,327
7	Mrs. Sunita Rajendra Gandhi	-	-	-	-	-	-

The details of specific service contracts, notice period and severance fees etc., w.r.t. Directors are governed by the appointment letter / shareholder resolution passed at the time of his / her appointment. The notice period for Managing Director is 6 months.

Criteria of making payments to Non-Executive Directors

The Independent Directors are not paid any remuneration other than the sitting fee for attending meetings of the Board and the Committees. Rs.1,00,000 is paid to the Independent Directors as sitting fee for attending each meetings of the Board and its Committees.

SENIOR MANAGEMENT PERSONNEL (SMP):

As on 31 March 2026 senior management personnel of the Company comprised following:

1. Mr. Ramakrishna Pendyala, Chief Financial Officer;

2. Mr. Shrinivas P Harapanahalli, Company Secretary and Compliance Officer.

Changes in SMP:

During the financial year ended 31 March 2026, following were changes in SMP:

1. Mr. Rohit Mago, Chief Revenue Officer, resigned and relieved on 05 November 2025.

2. Mr. Mayank Gupta, Chief Growth Officer, resigned and relieved on 27 February 2026.

Directors with materially significant pecuniary relationships or business transactions with the Company

The Company does not have any pecuniary relationship with any of the Directors and has not entered into any transaction, material or otherwise, with them except for the remuneration / sitting fees and payments / reimbursement of travelling, lodging and boarding expenses.

Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee (CSR Committee) of the Company comprises six directors of which four are Independent Directors. All CSR activities are recommended by the CSR Committee to the Board of Directors.

During the year under review, the CSR Committee met four times i.e. 21 May 2025, 01 August 2025, 31 October 2025 and 30 January 2026. The Terms of Reference of CSR Committee are in line with the provisions of the Companies Act, 2013 and Rules made thereunder. The Terms of Reference of the Committee are available on the website of the Company, www.stovekraft.com. The Composition of CSR Committee as on 31 March 2026 along with the attendance is given below:-

Sl. No	Name of the Member	Position held in the Committee	Attended
1.	Mrs. Neha Gandhi	Chairperson	4/4
2.	Mr. Anup S Shah	Member	4/4
3.	Mr. Avinash Gupta	Member	4/4
4..	Mr. Natrajan Ramkrishna	Member	4/4
5.	Mr. Rajendra Gandhi	Member	4/4
6.	Mrs. Shuba Rao Mayya	Member	4/4

Risk Management Committee

As on 31 March 2026 Risk Management Committee comprised seven members. Risk Management Committee met four times i.e., 19 May 2025, 01 August 2025, 31 October 2025 and 30 January 2026. The Terms of Reference of the Committee are available on the website of the Company, www.stovekraft.com. The Composition of the Risk Management Committee and attendance is as follows: -

Sl. No	Name of the Member	Position held in the Committee	Attended
1.	Mr. Avinash Gupta	Chairperson	4/4
2.	Mr. Anup S Shah	Member	4/4
3.	Mr. Natrajan Ramkrishna	Member	4/4
4.	Mrs. Neha Gandhi	Member	4/4
5.	Mr. Rajendra Gandhi	Member	4/4
6.	Mrs. Shuba Rao Mayya	Member	4/4
7.	Mr. Ramakrishna Pendyala	Member	4/4

Annual General Meeting

Details about the Annual General Meetings ('AGM') of the Company held during preceding three years together with special resolutions passed thereof are as under:

AGM	Financial Year	Day, Date & Time	Venue	Brief Description of Special Resolutions
26th	2024-25	Friday, 26, September 2025 at 11.00 AM	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")	No Special Resolution was passed.
25th	2023-24	Friday, 20 September 2024 at 11.00 AM	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")	Reappointment of Mr. Rajendra Gandhi (DIN:01646143) as Managing Director
24th	2022-23	Saturday, 26 August 2023 at 11.00 AM	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")	1. Appointment of Mr. Avinash Gupta (holding DIN 02783217) as a Non-Executive Independent Director for a period of 5 years with effect from 29 May 2023. 2. Appointment of Mr. Natrajan Ramkrishna (holding DIN 06597041) as a Non-Executive Independent Director for a period of 5 years with effect from 29 May 2023. 3. Reappointment of Mrs. Shuba Rao Mayya (holding DIN 08193276) as a Non-Executive Independent Director for a period of 5 years with effect from 30 August 2023.

Dividend: The Board of Directors has recommended Dividend of Rs. 3.50 per equity share of Rs. 10 each (35%) for FY2025-26 subject to the approval of the shareholders at the ensuing AGM. The dividend, after declaration at AGM, will be paid to the shareholders within 30 days from the date of AGM.

Record date: 04 September 2026 for the purpose of AGM and Dividend.

Details of familiarization programmes for Directors

The Board members are provided with necessary documents to enable them to familiarise with the Company's procedures and practices. Presentations are made at Board Meetings with respect to strategies, business models, operations, markets, business environment, risk management, competitive benchmarking, etc. The Board is also updated from time to time on matters relating to changes in the regulatory framework including tax laws. At the time of appointment, an Independent Director is given a formal letter of appointment describing the role, functions, duties and responsibilities expected from him / her as a Director of the Company. The Director is also briefed on the compliances required from him under the Companies Act, 2013, Listing Regulations and other applicable regulations. The details of familiarisation programmes for Independent Directors are posted on website of the Company and the same can be accessed at the web-link given below https://stovekraft.com/storage/investors/pdf/4VxqoxaJ8rwf2vvFNXw2bQJPJa1ZW6w24NILicjy.pdf:

Vigil Mechanism / Whistle Blower Policy

In compliance with the provisions of the Companies Act, 2013 and the Listing Regulations the Company has in place the Vigil Mechanism / Whistle Blower Policy. The Policy provides a framework to the Directors and Employees of the Company to raise genuine concerns regarding any irregularity, misconduct or unethical matters / dealings within the Company. It also provides protection to employees or Directors against victimization who report genuine concerns. It is hereby affirmed that no personnel have been denied access to the Audit Committee. During FY 2025-26 no complaint was received under the Vigil Mechanism / Whistle Blower Policy. The said Policy is available on the website of the Company at the link https://stovekraft.com/storage/investors/pdf/NUcri4yv8ZyHbYDYsOLnumttOFz62cju3miyewYR.pdf .

Related Party Transactions

During the year under review, the Company has not entered into any related party transaction exceeding the threshold limit provided under the Companies Act, 2013 and the Rules made thereunder and the Listing Regulations. Statement containing details of all the related party transactions is placed before the Audit Committee on a quarterly basis, specifying the nature and value of the transactions. The Company has formulated a Policy on Related Party Transactions and the same can be accessed using the link: https://stovekraft.com/storage/investors/pdf/XXlWx6NZs3xTW0rzJ7clxbwulKwYkoNnpF3l9tje.pdf .

During the year under review, all transactions entered into with related parties were approved by the Audit Committee. The particulars of such transactions have been disclosed in notes to financial statements presented in the Annual Report. All the transactions between the Company and its related parties during the year were in the ordinary course of business and on an arm's length basis.

There were no material transactions with any of related parties. Therefore, the disclosure of Related Party Transactions in Form AOC-2 is not applicable to the Company for FY2025-26.

Subsidiaries, Associates and Joint Venture Companies

The Company does not have any subsidiary, associate, joint ventures etc. The Company's policy for determination of material subsidiary, as adopted by the Board of Directors, can be accessed at the link https://stovekraft.com/storage/investors/pdf/n5Xt3bEKLniJ4l8zAKYLXNpuzq8QrmZCLzigbD5F.pdf .

Dividend Distribution Policy

The Company has in place the Dividend Distribution Policy and it is posted on the website of the Company. The web link to access the Policy is https://stovekraft.com/storage/investors/pdf/0m1Ltwd9zTNQbuSdWnJGro2q1YYdvyi4bKNSNeOY.pdf

Prevention of Sexual Harassment of Women at Workplace

The Company has in place a Prevention of Sexual Harassment Policy and an Internal Committee as per the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has not received any complaint during the year.

Means of Communication

The Board of Directors believe that effective communication of information is an essential component of Corporate Governance. The company regularly interacts with the Shareholders by communicating through quarterly / annual results, outcome of meetings / announcements, Annual Reports, media releases, website and specific communications to Stock Exchanges.

The Company attends the earnings calls / investors' conferences organised by the recognised market intermediaries. The presentations, if any, given to investors / analysts at such conferences are submitted to the stock exchanges and are also posted on the Company's website for information of the investors before the meetings.

The quarterly and annual financial results are made available on the Company website i.e., https://www.stovekraft.com/investors/. The quarterly and annual financial results are normally published in Business Line (English) / Mint (English) and Vijaya Karnataka (Kannada) newspapers.

Website:

The Company has in place a website https://stovekraft.com/ containing the basic information about the Company, viz., details of its business, financial information, shareholding pattern, compliance with corporate governance, transcripts of earnings call, contact information of the designated officials of the Company, who are responsible for assisting and handling investor grievances, such other details as may be required under the Regulation 46 of the Listing Regulations. The Company ensures that the contents of this website are updated within the prescribed timeline.

GENERAL CORPORATE AND SHAREHOLDER INFORMATION:

Date of Incorporation	28 June 1999
Address	Registered Office: #81/1 Medamaranahalli, Harohalli Hobli, Harohalli Industrial Area, Ramanagara District, Bangalore – 562112
	Corporate Office: No.30, 2nd Cross, CSI Compound, Mission Road, Bengaluru - 560027
Corporate Identification Number (CIN)	L29301KA1999PLC025387
Listing on Stock Exchanges	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001
	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051
Scrip Code Trading symbol	BSE: 543260 NSE: STOVEKRAFT
Listing Fees	Annual listing fee has been paid to NSE and BSE
Annual General Meeting	11 September 2026
Financial year	01 April to 31 March
Financial Calendar	2026-27
Financial Reporting	Board Meetings for approval of financial results and annual accounts: Q1 2026-27 : On or before 14 August 2026 Q2 2026-27 : On or before 14 November 2026 Q3 2026-27 : On or before 14 February 2027 Q4 2026-27 : On or before 30 May 2027
Share Registrar and Transfer Agents	KFin Technologies Limited (formerly known as Karvy Fintech Private Limited) Karvy Selenium Tower B Plot 31-32 Gachibowli Financial District Nanakramguda, Hyderabad - 500 032
Investors' correspondence may be Addressed to	Mr. Shrinivas P Harapanahalli Company Secretary and Compliance Officer No.30, 2nd Cross, CSI Compound, Mission Road, Bengaluru – 560027 Ph. No. 080-28016222 E-mail: cs@stovekraft.com
Plant Location	Bengaluru, Karnataka Baddi, Himachal Pradesh

DISTRIBUTION SCHEDULE OF SHAREHOLDINGS AS ON 31 MARCH 2026

No. of equity shares	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
1-5000	56,479	95.71	2,595,722	7.84
5001- 10000	1,101	1.87	818,590	2.47
10001- 20000	775	1.31	1,073,934	3.24
20001- 30000	223	0.38	563,508	1.70
30001- 40000	108	0.18	380,980	1.15
40001- 50000	75	0.13	346,900	1.05
50001- 100000	121	0.21	827,297	2.50
100001& Above	124	0.21	26,500,390	80.05
Total	**59,006**	**100**	**33,107,321**	**100**

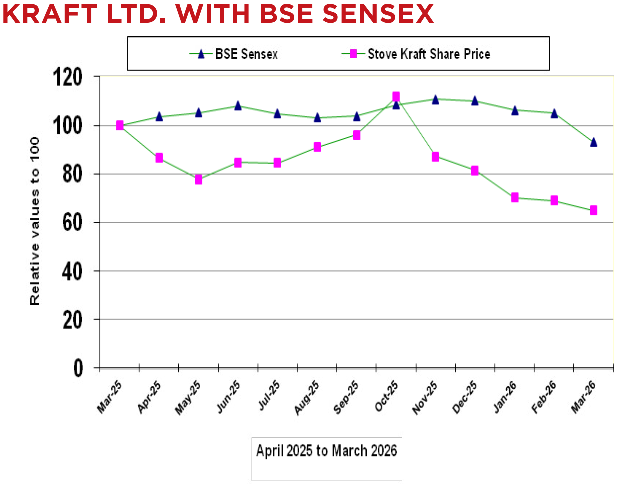
SHAREHOLDING PATTERN AS ON 31 MARCH 2026

Category	No. of Shareholders	No. of shares held	% to total No. of shares
Promoters	3	18,469,116	55.78
Mutual Funds	3	2,039,018	6.16
Alternative Investment Fund	6	598,217	1.81
Foreign Portfolio Investors	27	267,888	0.81
KMPs	2	5551	0.02
Resident Individuals	56,545	9,722,353	29.36
Non Resident Indians	1,188	417,954	1.26
Foreign Companies	1	501	0.00
Bodies Corporate	330	1,193,789	-
H U F	863	350,097	1.06
Employees	36	42,242	0.13
Clearing Members	2	595	
Total	**59,006**	**33,107,321**	**-**

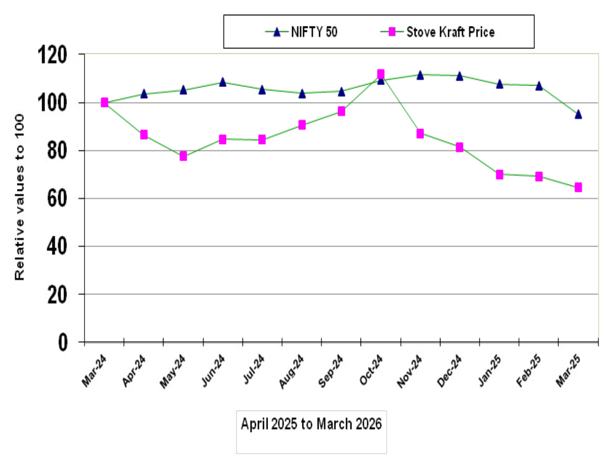
MARKET PRICE DATA INFORMATION (BSE & NSE) 31 MARCH 2026

Month	BSE		NSE	
	High	Low	High	Low
April 2025	742.00	594.00	750.00	598.00
May 2025	644.80	533.30	645.00	537.70
June 2025	625.00	524.95	625.55	524.70
July 2025	627.00	563.20	627.60	563.10
August 2025	686.65	565.00	686.95	565.80
September 2025	723.20	624.85	724.00	625.05
October 2025	803.95	656.05	804.05	654.85
November 2025	814.00	587.20	813.95	590.30
December 2025	624.95	554.80	625.00	554.40
January 2026	596.30	476.70	596.00	475.55
February 2026	548.80	454.40	549.40	453.15
March 2026	608.95	445.95	608.40	447.05

COMPARISON OF SHARE PRICE OF STOVE KRAFT LTD. WITH BSE SENSEX



COMPARISON OF SHARE PRICE OF STOVE KRAFT LTD. WITH NIFTY



The above charts have share prices and indices which are indexed to 100

DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Equity Shares of the Company are actively traded at BSE and NSE in dematerialised form only. International Securities Identification Number (ISIN) for Equity Shares of the Company is INE00IN01015. As on 31 March 2026, 100% of the Equity Shares of the Company were held in dematerialised form. The Company doesn't have any unclaimed shares with respect to its past public/rights issue of shares.

OUTSTANDING GDRS/ADRS/WARRANTS

The Company has not issued GDRs/ ADRs/ Warrants as on 31 March 2026.

COMMODITY PRICE RISK / FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

A report on commodity price Risk/ foreign exchange risk and hedging activities is covered in Management Discussion & Analysis which forms part of this annual report.

COMPLIANCE WITH SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

A Certificate on Corporate Governance obtained from Mr. Biswajit Ghosh, Partner, BMP & Co. LLP., Company Secretaries, FCS: 8750, CP Number: 8239 for compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed to this report.

CERTIFICATE FROM PRACTICING COMPANY SECRETARY

The Company has obtained a certificate from Mr. Biswajit Ghosh, Partner, BMP & Co. LLP., Company Secretaries, FCS: 8750, CP Number: 8239 certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI/ Ministry of Corporate Affairs or any such statutory authority in accordance with Listing Regulations and the same is enclosed to this Report.

DISCLOSURE ON ACCOUNTING TREATMENT IN PREPARATION OF FINANCIAL STATEMENTS

The Company has prepared financial statements in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and amendments to the said rules made thereafter.

FEES PAID TO STATUTORY AUDITORS

The details of fees paid to Statutory Auditors for carrying-out statutory audit for the financial year 2025-26 is given below:

Sl. No	Nature of services	Amount (Rs. in million)
1.	Statutory Audit for FY2025-26	5.05
2.	Certification Services & attestation	1.95
3	Out of pocket expenses	0.30
Total		**7.30**

DETAILS OF NON-COMPLIANCE BY THE COMPANY, PENALTIES, STRICTURES IMPOSED ON THE COMPANY BY THE STOCK EXCHANGE(S) OR SEBI OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING THE LAST THREE YEARS: NIL

MANDATORY / NON-MANDATORY REQUIREMENTS

The Company has complied with all the mandatory requirements of Corporate Governance norms as enumerated under Schedule II to the Listing Regulations and the disclosure relating to adoption of Non-mandatory / Discretionary requirements is given below.

Disclosure relating to adoption of discretionary requirements

Shareholders Right: The Company does not mail the quarterly financial results individually to its Shareholders. However, these are generally published in Business Line / Mint (English) and Vijaya Karnataka (Kannada) and are also posted on the website of the Company www.stovekraft.com. Annual Audited Financial Results are approved by the Board and then published in newspapers and also communicated to the Shareholders through the Annual Report.

Modified Opinion(s) in Audit Report: The financial statements of the Company are unmodified.

Separate Posts of Chairperson and Chief Executive Officer (CEO): The Chairperson of the Board is Non-Executive Independent Director and the position is separate from that of the Managing Director / CEO.

Reporting of Internal Auditor: The Internal Auditors report to the Audit Committee.

Affirmation of Compliance with the Code of Conduct for Board Members and Senior Management Personnel

I declare that the Company has received affirmation of compliance with the "Code of Conduct for Board Members and Senior Management Personnel" for the financial year ended 31 March 2026 from all the Directors and Senior Management Personnel of the Company.

Rajendra Gandhi
Managing Director
DIN: 01646143

Place: Bangalore
Date : 12 May 2026

AUDITORS' CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
Members of
Stove Kraft Limited
CIN: L29301KA1999PLC025387
81/1, Medamarana Halli Village Harohalli
Hobli, Kanakapura Taluk Ramanagar District
Bangalore Karnataka 562112

We have examined the compliance of conditions of Corporate Governance by Stove Kraft Limited ("the Company"), for the purpose of certifying of the Corporate Governance under Regulation 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from the period April 01, 2025, to March 31, 2026. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and paragraphs C, D and E of Schedule V of the Listing Regulations, as applicable of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

For BMP & Co. LLP,
Company Secretaries

CS Biswajit Ghosh
Partner
FCS 8750 / CP No. 8239
UDIN: F008750H000423285

Place: Bangalore
Date: May 12, 2026
Peer Review Certificate No: 6387/2025

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Stove Kraft Limited
CIN: L29301KA1999PLC025387
81/1, Medamarana Halli Village Harohalli
Hobli, Kanakapura Taluk Ramanagar District
Bangalore Karnataka 562112

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Stove Kraft Limited having CIN - L29301KA1999PLC025387 and having registered office at 81/1, Medamarana Halli Village, Harohalli Hobli, Kanakapura Taluk, Ramanagar Bangalore Karnataka - 562112 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sl. No	Name of the Director	DIN	Designation
1.	Mr. Rajendra Gandhi	01646143	Executive Director, Managing Director
2.	Ms. Neha Gandhi	07623685	Executive Director
3.	Mrs. Sunita Rajendra Gandhi	01676100	Non-Executive - Non-Independent Director
4.	Mrs. Shuba Rao Mayya	08193276	Non-Executive - Independent Director, Chairperson
5.	Mr. Avinash Gupta	02783217	Non-Executive-Independent Director
6.	Mr. Anup Shah Sanmukh	00317300	Non-Executive-Independent Director
7.	Mr. Natrajan Ramkrishna	06597041	Non-Executive-Independent Director

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

For BMP & Co. LLP,
Company Secretaries

CS Biswajit Ghosh
Partner
FCS 8750 / CP No. 8239
UDIN: F008750H000421591

Place: Bangalore
Date: May 12, 2026
Peer Review Certificate No: 6387/2025

Business Responsibility And Sustainability Report

[Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015]

The present report has been formulated in accordance with the SEBI Guidelines for Business Responsibility and Sustainability Reporting (BRSR). Its principal aim is to enhance transparency by showcasing how businesses generate value through active contributions to a sustainable economy. The report serves to emphasize our steadfast dedication to fostering sustainable development and creating enduring value for our stakeholders.

SECTION A: GENERAL DISCLOSURES

I. DETAILS OF THE ENTITY

Serial no.	Particulars	Response
1.	Corporate Identity Number (CIN) of the Entity	L29301KA1999PLC025387
2.	Name of the Entity	STOVE KRAFT LIMITED
3.	Year of incorporation	1999
4.	Registered office address	81/1, Medamarana Halli, Village Harohalli Hobli, Kanakapura Taluk Ramanagara Dist., 562112 Karnataka, India
5.	Corporate Office address	No.30, 2nd Cross, CSI Compound Mission Road, Bengaluru – 560027 Karnataka, India
6.	E-mail	cs@stovekraft.com
7.	Telephone	08028016222
8.	Website	https://www.stovekraft.com/
9.	Financial year for which reporting is being done	2025-26 (April 1, 2025 to March 31, 2026)
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)
11.	Paid-up Capital	INR 33,10,73,210/- (Divided into 3,31,07,321 equity shares of Rs. 10/- each)
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Shrinivas P Harapanahalli Company Secretary & Compliance Officer Mob. No. – 8800660647 Email: cs@stovekraft.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	The disclosure under this report is made on standalone basis for Stove Kraft Limited
14.	Name of assessment or assurance provider	The Board of Stove Kraft Limited has appointed J. Sundharesan and Associates Practicing Company Secretaries, Bengaluru as the assurance provider.
15.	Type of assessment or assurance obtained	Limited Assurance.

II. PRODUCTS/SERVICES

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

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing	Other manufacturing including jewellery, musical instruments, medical instruments, sports goods, activities etc.	100

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

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Manufacture of domestic home appliances, Manufacture of metal household articles	2740, 2750, 27501, 27502, 25994, 28253, 25931	100

III. OPERATIONS

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

Location	Number of plants	Number of offices	Total
National	2	2	4
International	NIL	NIL	NIL

19. Markets served by the entity:

a) Number of locations

Locations	Number
National (No. of States)	28 States and 6 Union Territories
International (No. of Countries)	14

b) Contribution of exports:

What is the contribution of exports as a percentage of the total turnover of the entity?	10.7%

c) Type of Customers

A brief on types of customers

Stove Kraft Limited serves a diverse and multi-tiered customer base across domestic and international markets. Our customer centricity is reflected in our ability to cater to various socio-economic segments through a robust omni-channel distribution network and strategic manufacturing partnerships.

1. Individual Households (B2C - Retail)

The primary consumer base consists of individual households across India, served through:

- General Trade (Mass Market): Reaching consumers in urban and rural areas via distributors and local dealers.
- E-Commerce & Quick Commerce: Tech-savvy consumers utilizing platforms like Amazon, Flipkart, and rapid-delivery apps.
- Modern Retail: Organized shoppers at large-format supermarkets and hypermarkets.
- Exclusive Brand Outlets (Own Retail): Customers seeking a direct, curated brand experience.

2. Global Retail Partners (OEM/B2B Exports)

A critical segment of our business involves acting as a strategic Original Equipment Manufacturer (OEM) for some of the world's largest retailers. This demonstrates our manufacturing maturity and compliance with rigorous international quality, labour, and sustainability standards:

- Walmart: We serve as an established OEM partner, adhering to their global supply chain requirements.
- IKEA: The Company is in the advanced stages of becoming an OEM partner for IKEA, further expanding our global manufacturing footprint

3. Institutional & Government Customers (B2G)

We cater to organized bulk buyers and public institutions:

- Institutional Gifting: Corporate clients for bulk procurement.
- Defence & Paramilitary: Serving the armed forces and their families through Army and Police Canteens.

IV. EMPLOYEES

20. Details at the end of the year of financial year:

a) Employees and workers (including differently abled):

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
Employees						
	Permanent (D)	1029	926	89.99%	103	10.01%
	Other than Permanent (E)	0	0	0	0	0
	Total employees (D + E)	1029	926	89.99%	103	10.01%
Workers						
	Permanent (F)	4514	1888	41.83%	2626	58.17%
	Other than Permanent (G)	290	258	88.97%	32	11.03%
	Total workers (F + G)	4804	2146	44.67%	2658	55.33%

b) Differently abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
Differently Abled Employees						
	Permanent (D)	5	5	100%	0	0
	Other than Permanent (E)	0	0	0	0	0
	Total employees (D + E)	5	5	100%	0	0
Differently Abled Workers						
	Permanent (F)	15	10	66.67%	5	33.33%
	Other than Permanent (G)	0	0	0	0	0
	Total workers (F + G)	15	10	66.67%	5	33.33%

21. Participation/Inclusion/Representation of women:

Category	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors*	7	3	43%
Key Management Personnel**	4	1	25%

*Board of Directors includes Managing Director and Whole Time Director.

** Key Managerial Personnel includes Managing Director, Executive Director, Company Secretary and Chief Financial officer

22. Turnover rate for permanent employees and workers:

(Disclose trends for the past 3 years)

	FY 2025-26 (Turnover rate in current FY) %			FY 2024-25 (Turnover rate in previous FY) %			FY 2023-24 (Turnover rate in the year prior to the previous FY) %		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	12%	8%	12%	27%	18%	23%	31%	22%	28%
Permanent Workers	17%	11%	13%	42%	56%	49%	60%	92%	69%

V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

23. Names of holding / subsidiary / associate companies / joint ventures:*

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
-	-	-	-	-

*Not Applicable, as the Company does not have any Holding/Subsidiary/Associate Companies/Joint Venture as on March 31, 2026.

VI. CORPORATE SOCIAL RESPONSIBILITY (CSR) DETAILS

24.

S. No.	Requirement	Response
1.	Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)	Yes
2.	Turnover (in Rs.)	16,07,42,40,000
3.	Net worth (in Rs.)	5,04,24,20,000

VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

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

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)*	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	NIL	NIL	None	NIL	NIL	None
Investors (other than shareholders)	Yes	NIL	NIL	None	NIL	NIL	None
Employees and workers	Yes	NIL	NIL	None	NIL	NIL	None
Customers	Yes	786,997	12,211	Most of the complaints received during this financial year were promptly resolved with utmost priority	712,994	13,484	Most of the complaints received during this financial year were promptly resolved with utmost priority
Value Chain Partners	Yes	NIL	NIL	None	NIL	NIL	None

* The Company has a Stakeholder Management Policy which formalizes grievance management for both internal and external stakeholders, aiming to minimize social risks to the business. Grievances will be managed confidentially to reduce conflicts and strengthen relationships.

The policy can be accessed at the given link

https://stovekraft.com/storage/investors/pdf/wAxpy3GUE4BineReTsioFMUnSvwUsw0WUEt9Yl5g.pdf

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

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format:

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Energy Management	Opportunity	Stove Kraft's energy requirement stands at 3 Crore units annually. Currently, 1 Crore units (33%) are sourced from renewables (70 Lakh Solar, 30 Lakh Wind). The upcoming commissioning of a 1.7 MW solar plant shortly will increase renewable yield to 18 Lac units, significantly reducing reliance on the non-renewable grid and aligning with global sustainability standards. To address the lack of Net Metering under the Wheeling Arrangement, the company uses a "Rolling Master" leave system. This ensures 7 day factory operations and 100% utilization of solar generation by redirecting excess power to active units. Additionally, LED lighting transitions and regular PCB emission monitoring further drive energy efficiency.	-	Positive The adoption of renewable assets represents a strategic investment that offsets rising grid electricity bills. Furthermore, the company is self-registered for I-RECs (International Renewable Energy Certificates). These certificates for solar and wind assets are utilized for compliance with partners like IKEA or traded in the open market, creating a multifaceted financial benefit.
2.	Water and Wastewater management	Risk	Inadequate water management can disrupt manufacturing operations and lead to regulatory non-compliance. High dependency on groundwater/borewell presents a resource scarcity risk. Conversely, efficient recycling offers an opportunity to minimize external water costs and enhance operational resilience.	Stove Kraft has transitioned to a closed-loop system by commissioning an RO (Reverse Osmosis) Plant, reducing reliance on groundwater. We utilize a three-tier recycling approach: STP treated water for gardening and sand mixing; ETP water for cooling/paint spray pit recharging; and strategic RO reject reuse for flushing. Active Rainwater Harvesting further recharges the water table.	Positive The implementation of efficient water management and recycling has led to a 30%-35% reduction in total water consumption. By minimizing dependency on external sources and borewells, through internal reuse and the 500 KL STP, the company significantly lowers operational costs and avoids potential fines associated with wastewater discharge and environmental regulations.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3.	Human Rights & Fair Labor Practices	Risk & Opportunity	Any violation of labour standards such as unsafe working conditions or lack of social security presents severe legal and reputational risks. Conversely, providing holistic welfare (housing, food, and education support) represents an opportunity to build a high-retention workforce and satisfy the ethical audit requirements of global partners like IKEA and Walmart.	We mitigate risks through strict adherence to the IKEA IWAY framework. Our welfare model includes dormitory housing for 350+ workers, free nutritious meals provided at the on-site canteen, and contract buses for rural connectivity.	Positive Comprehensive welfare programs directly improve employee morale and reduce turnover-related recruitment costs. By providing free meals and on-site housing, the company shields its workforce from local inflationary pressures. Our "Qualified Supplier" status, maintained through these high social standards, secures long-term, high-value global export contracts.
4.	Health & Safety	Risk	Neglecting health and safety could lead to workplace accidents, legal penalties, and reputational damage, which can result in financial losses and operational disruptions.	Stove Kraft mitigates risks through robust health and safety policies, regular audits, and strict compliance with standards. Multi-stage inspections and random sampling uphold product quality, while non-conforming items are scrapped. Employee safety training, including induction programs and monthly sessions, ensures a safe and efficient workplace.	Positive Investing in health and safety has significant financial benefits for Stove Kraft. By ensuring safe working conditions and providing regular training, the company reduces the risk of workplace accidents, which can lead to costly legal penalties, compensation claims, and operational disruptions. These measures also enhance employee morale and productivity, lowering turnover rates and recruitment costs.
5.	Customer Education and Awareness	Opportunity	Customer education and awareness are key strategies for Stove Kraft to enhance its brand value, penetrate new markets, and build lasting customer relationships. By informing customers about the unique features, quality, and sustainability of its products, Stove Kraft fosters trust and loyalty, encouraging repeat purchases. Awareness initiatives enable the company to expand its reach into untapped demographics and geographies while positioning its brand as a leader through transparent communication. Highlighting the eco-friendly aspects of its offerings aligns with consumer priorities on sustainability, strengthening Stove Kraft's reputation as a responsible and innovative industry player.	-	Positive By educating customers about the features, benefits, and sustainability aspects of its products, Stove Kraft can build stronger brand loyalty and trust. This, in turn, can lead to increased sales and repeat purchases, as informed customers are more likely to choose products that align with their values and needs. Overall, customer education and awareness contribute to long-term financial growth and stability by fostering deeper connections with the target audience.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6.	Data Security	Risk	The Company possesses important intellectual property, including product designs, processes, and trade secrets. If data security measures are insufficient, the Company may face risks from cyberattacks, hacking, or internal threats, potentially resulting in the theft or unauthorized access to this valuable information.	Stove Kraft has taken various steps to protect its data, such as implementing access control, virus protection, intrusion detection, data backups, authentication, monitoring, and periodic reviews. Additionally, it follows data classification guidelines to maintain data integrity and secure its information systems.	Positive Data security has significant financial implications for Stove Kraft, as it directly impacts operational efficiency, customer trust, and regulatory compliance. By investing in robust cybersecurity measures, such as intrusion detection systems, encryption, and regular audits, Stove Kraft can prevent data breaches that could lead to financial losses, legal penalties, and reputational damage. These proactive measures also enhance customer confidence, fostering loyalty and potentially increasing sales.
7.	Product Quality & Innovation	Opportunity	Global consumer trends are shifting towards non-toxic and "clean" cookware. Failing to innovate in material science poses a market-share risk. Conversely, pioneering safe, hybrid materials (like Cera-Steel) offers a massive opportunity to lead in health-conscious segments and satisfy stringent international export standards (eg, US market). We mitigate quality risks through a dual strategy: Material Innovation and Field Intelligence. We have transitioned to Teflon-free ceramic coatings and introduced Cera-Steel hybrids. Our Product Service Group (PSG) provides real-time market feedback to R&D, while centralized testing in our certified labs ensures all products meet global safety benchmarks before dispatch.	-	Positive Investing in high-standard safety and material innovation reduces the long-term cost of product recalls and "no-fault-found" returns. Our 4.45 rating on the Walmart portal and clearance of Target/ IKEA audits directly result from these quality standards, opening high-margin global export channels and increasing consumer lifetime value.

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
8.	Sustainable Material Sourcing & Resource Efficiency	Opportunity	Rising costs of virgin raw materials and global supply chain volatility pose significant risks. Adopting a Circular Economy model by integrating recycled scrap and optimizing resource efficiency offers an opportunity to lower procurement costs, reduce the environmental footprint, and meet the green-procurement mandates of global partners. We utilize a dual-sourcing strategy with Tier-1 partners ensure quality. Furthermore, we implement high-integrity on-site refuelling protocols and precision KM-tracking for our fleet, achieving a 5% reduction in carbon emissions (162 tons of CO2 saved).	-	Positive Optimizing resource efficiency has directly contributed to a reduction in Finished Goods rejections (from 1.73% to 0.7%), significantly lowering material waste. Sourcing 10% of raw materials through recycling channels provides a hedge against price fluctuations in virgin ores, while our efficiency gains satisfy the sustainability benchmarks required to maintain “Qualified Supplier” status with Walmart and IKEA.
9.	Supply Chain Management	Risk	The company faces a Single Source Vulnerability , relying on a single Tier-1 partner for 90% of raw materials. This creates a high exposure to domestic price volatility. Furthermore, managing active suppliers introduces risks related to inconsistent quality standards and ethical compliance across the value chain.	We mitigate these risks via a Dual-Sourcing Model (65% local / 35% imported) and a robust Vendor Certification Program (VCP). New suppliers undergo mandatory audits, while existing ones receive annual Kaizen and QMS training. We also maintain a 4.45 rating on the Walmart portal via strict pre-dispatch inspections.	Positive Proactive risk management has led to a verified drop in Finished Goods rejections from 1.73% to 0.7%, significantly lowering the cost of wasted materials. Our “Qualified Supplier” status with IKEA and Walmart—maintained through rigorous third-party audits—secures our position in high-margin global markets and prevents the financial impact of potential product recalls.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes										
1.	a) Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	Particulars of the Policies	Anti-corruption or Anti-bribery Policy, Ethical Policy	Supplier Code of Conduct	Health and Safety Policy	Stakeholder Management Policy	Human Rights Policy	Environmental Policy	Policy on Responsible Advocacy	Corporate Social Responsibility Policy	Cyber security and Data Privacy
	b) Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	c) Web Link of the Policies, if available	The Company's policies can be accessed at the given link: https://stove Kraft.com/investors/								
2.	Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)	The Company has various polices as per Law and as per operational requirements and the same are posted on the Company's Website. The Value Chain Partners are expected to follow the applicable policies.								
4.	Name of the national and international codes /certifications/ labels / standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	See table below								

Certificate	Overview of the certificate	Principle
Bureau of Indian Standards (BIS)	The Bureau of Indian Standards (BIS) is India's National Standards Body, established under the BIS Act 2016. It plays a vital role in standardization, marking, and quality certification of goods.	P2
ISO 9001	ISO 9001 is an internationally recognized standard for Quality Management Systems (QMS). It provides a framework that organizations can use to ensure consistent quality in their products and services, enhance customer satisfaction, and improve overall performance.	P9

In addition to these standards, the Company's operations are also guided by the National Guidelines on Responsible Business Conduct (NGRBC), further demonstrating its commitment to responsible business practices.

<table>
<tr><th>S. No</th><th>Disclosure Questions</th><th>P1</th><th>P2</th><th>P3</th><th>P4</th><th>P5</th><th>P6</th><th>P7</th><th>P8</th><th>P9</th></tr>
<tr><td>5.</td><td>Specific commitments, goals and targets set by the entity with defined timelines, if any.</td><td colspan="9">
<table>
<tr><th colspan="2">Specific commitments, goals and targets set by the entity</th><th>Mapped NGRBC Principles</th></tr>
<tr><td colspan="3">Environment:</td></tr>
<tr><td>1</td><td>To achieve 65% of energy consumption through renewable sources by installing solar panels and thereby reducing its reliance on non-renewable energy sources by 2030</td><td>P6</td></tr>
<tr><td>2</td><td>To transition from traditional plastic covers to decomposable polythene solutions for all domestic appliance components, significantly reducing the company's long-term environmental footprint.</td><td>P6</td></tr>
<tr><td colspan="3">Social:</td></tr>
<tr><td>3</td><td>To prioritize the development and well-being of its employees and further enhance the 3:1 female-to-male workforce ratio , ensuring that Stove Kraft remains a benchmark for women's empowerment and inclusive employment in the manufacturing sector</td><td>P3</td></tr>
<tr><td>4</td><td>To take up community engagement programmes by making a positive impact on society and environment</td><td>P4</td></tr>
<tr><td colspan="3">Governance:</td></tr>
<tr><td>5</td><td>To obtain ISO 14000, certification for Environmental Management System and ISO 45000, certification for Occupational Health and Safety Management System reflecting company's commitment towards ESG</td><td>P6, P5, P2</td></tr>
</table>
</td></tr>
<tr><td>6.</td><td>Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met</td><td colspan="9">
In response to all the specific commitment goals set by the Company in financial year 2025-26 an overview of our performance is as under:

The company has made a concerted effort to enhance the development and well-being of its workforce through a range of training programs and initiatives that foster a more supportive and productive workplace environment.

Performance Overview:
<table>
<tr><th colspan="2">Goal</th><th>Performance</th></tr>
<tr><td>ENVIRONMENT</td><td>To achieve 65% of energy consumption through renewable sources by installing solar panels by financial year 2029-30 and thereby reducing its reliance on non-renewable energy sources</td><td>Stove Kraft has successfully optimized its energy portfolio, with renewable energy now accounting for 33% (1 Crore units) of the total annual requirement of 3 Crore units. This green energy mix is comprised of 70 Lakh units from Solar and 30 Lakh units from Wind power, marking a significant milestone in our transition towards sustainable operations.

❖ Capacity Enhancement: To further our decarbonization goals, the Company has invested in a new 1.7 MW Solar Plant, scheduled for commissioning in 2026. This expansion is projected to increase our total renewable generation to 18 Lac units, effectively keeping us ahead of our long-term sustainability glide path.

❖ Operational Excellence & Grid Efficiency: We have implemented a sophisticated wheeling arrangement and internal captive redirection strategy to maximize efficiency and navigate net-metering constraints. To ensure zero wastage of solar generation, we adopted a "Rolling Master" leave system; By maintaining 7-day factory operations, we have achieved 100% solar power utilization, demonstrating a seamless integration of sustainability with operational continuity.</td></tr>
</table>
</td></tr>
</table>

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9

	Goal	Performance
ENVIRONMENT	To transition from traditional plastic covers to decomposable polythene solutions for all domestic appliance components, significantly reducing the company's long-term environmental footprint.	The entity has successfully initiated replacement of traditional single-use plastic covers with biodegradable / decomposable polythene for 60% of domestic appliance components. This transition is being prioritized for high-volume product lines (Induction cooktops and Small Appliances). ❖ Impact: This shift has significantly reduced the non-recyclable waste footprint per unit. The company is currently working with vendors to scale this for the remaining 40% of the component categories. ❖ Reasons for Partial Completion: The full transition is being executed in phases to ensure that the decomposable material meets the required tensile strength and moisture-barrier standards necessary for protecting electrical components during long-term warehousing.
SOCIAL	To take up community engagement programmes by making a positive impact on society and environment	Stovekraft has successfully met its goal of prioritizing employee development and well-being through a series of impactful training programs and performance initiatives: ❖ Strategic Upskilling: Successfully trained 200 workers in technical and soft skills, including AI, Business Communication, and Cyber Security. ❖ Operational Training: Strengthened data-handling and logistics capabilities through advanced Excel and SAP Warehouse Management sessions. ❖ Incentivized Culture: Fostered high performance through a 10% salary bonus for achieving production targets and a robust Kaizen rewards program. ❖ Health & Safety: Established an Occupational Health Center providing regular medical checkups and specialized "Health Zoning" for prioritized care. ❖ Social Mobility: Promoted a "Floor to Office" culture, transitioning plant workers into HR Trainee and Officer roles. ❖ Welfare Infrastructure: Provided subsidized housing for 350 people and expanded free transportation to interior rural villages.
	To maintain and further enhance the 3:1 female-to-male workforce ratio, ensuring that Stovekraft remains a benchmark for women's empowerment and inclusive employment in the manufacturing sector	The entity has successfully achieved and maintained a 3:1 female-to-male workforce ratio, with women surpassing men out of the total employee strength at the Harohalli manufacturing facility. ❖ Benchmarking: This exceeds the industry average for the manufacturing sector in India, positioning Stovekraft as a leader in inclusive employment and gender diversity. ❖ Supportive Infrastructure: Implementation of specialized welfare measures, including safe transportation, on-site medical care, and the "Career Ladder" program to transition female shop-floor workers into supervisory roles.

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9

	Goal	Performance
GOVERNANCE	To Obtain ISO 14000 for Environmental Management System and ISO 45000 for Occupational Health and Safety Management System.	While these specific ISO certifications have not yet been formally achieved, they remain top-tier strategic targets for the Company. The Company is actively aligning its internal protocols with these global ESG benchmarks as the next step in its quality and safety evolution. Current operations already adhere to rigorous frameworks such as the IKEA IWAY Principles, which mandate lawful conduct, protection of labour rights, and workplace safety. This transition towards international ISO standards underscores Stove Kraft's dedication to governance excellence and the continuous improvement of its health, safety, and environmental systems.

Governance, leadership and oversight

S. No	Disclosure Questions	
7.	Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements	"At Stove Kraft Limited, our commitment to Environmental, Social, and Governance (ESG) principles is the cornerstone of our innovation and growth. While the path to sustainability presents complex challenges such as navigating intricate grid logistics for renewable energy and transitioning to a fully circular manufacturing model we view these hurdles as opportunities to refine our operational excellence and deepen our community impact. This year, we have made significant technical strides in decoupling our production from environmental footprints. A key highlight is our energy transition; By integrating high-efficiency Mono PERC solar modules and wind assets, we now fulfill 33% of our energy requirements (1 Crore units) through renewables. Our goal remains a bold 65% by 2030, supported by our upcoming 1.7 MW solar expansion . We continue to lead in "Green Chemistry" and circularity. We have successfully eliminated hazardous waste in our Bottle Plant by substituting Sulfuric Acid with eco-friendly, water-soluble agents. Furthermore, our move towards a circular economy is evidenced by the annual recycling of 200 tonnes of aluminium and the adoption of sustainable honeycomb and pulp-based packaging. Our Zero Liquid Discharge system ensures that 90% of our water is repurposed, effectively conserving vital resources. Social Impact & People-First Culture: Our "People-First" philosophy is reflected in our unique social mobility initiatives, where we have transitioned shop-floor workers into corporate HR roles. We are proud to serve as a primary economic driver in the Harohalli belt, sourcing 90% of our workforce locally. Our commitment to the next generation is further solidified by the construction of a state-of-the-art school in Ramanagara. To ensure our workforce is future-ready, we have upskilled hundreds of employees in AI, Cyber Security, and SAP systems, while maintaining a rigorous health-zoning protocol to prioritize employee well-being. Governance & The Path Ahead: Governance at Stove Kraft is about transparency and global alignment. We are currently transitioning our safety and environmental protocols to achieve ISO 14001 and ISO 45001 certifications, ensuring our internal systems meet the highest international benchmarks. Sustainability is a continuous journey of improvement. By embracing innovation, from fleet electrification to EPR credit management, we remain dedicated to delivering long-term value to our stakeholders and remaining a responsible, forward-thinking leader in the industry." Rajendra Gandhi, Managing Director (DIN: 01646143)

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	The Risk Management Committee is the highest authority responsible for implementation and oversight of the Business Responsibility policies. The company's Risk Management Committee comprises:								

Name	Designation and position held
Mr. Avinash Gupta DIN: 02783217	Chairperson
Mr. Rajendra Gandhi DIN: 01646143	Member
Mr. Natrajan Ramkrishna DIN: 06597041	Member
Mrs. Neha Gandhi DIN: 07623685	Member
Mrs. Shuba Rao Mayya DIN: 08193276	Member
Mr. Anup Sanmukh Shah DIN: 00317300	Member
Mr. Subhadeep Pal CFO	Member

S. No	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
9.	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details	Yes, Risk Management Committee of the Company is responsible for reviewing the sustainability related issues and the CSR Committee reviews and oversees the Company's initiatives and activities related to CSR on regular basis.								

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Yes, performance against enlisted policies and necessarily follow up actions are duly reviewed by the Risk Management Committee as well as the Board of Directors									Yearly								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Yes, we comply with statutory requirements relevant to the principles and review was undertaken by the Board of Directors.									Yearly								

11. Independent assessment / evaluation of the working of its policies by an external agency:

	P1	P2	P3	P4	P5	P6	P7	P8	P9
Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	Yes, all the policies of the Company are evaluated internally. Further, J. Sundharesan & Associates, specialising in Compliance, Governance and Sustainability advisory has provided a 'limited assurance' on working of its policies.								

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

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

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

The purpose of this section is to assist organizations in showcasing their proficiency in integrating principles and core elements into critical processes and decisions. The Company has duly provided all mandatory disclosures as per the BRSR framework.

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

ESSENTIAL INDICATORS:

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

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	1	The Company's Board Familiarisation Programme enhances governance through three core pillars: • Strategic Alignment: Deepening Directors' understanding of corporate strategy, risk frameworks, and compliance. • Seamless Onboarding: Integrating new members into the Company's vision and governance standards. • Ethical Leadership: Mandating POSH training to ensure Board-level accountability for a safe, inclusive, and legally compliant workplace. Together, these initiatives reinforce a culture of respect and effective oversight.	100
Key Managerial Personnel	1	The Company's structured Familiarisation Programme for Key Managerial Personnel (KMP) strengthens leadership through three core pillars: • Strategic Governance: Enhances KMPs' strategic insight and compliance awareness for more effective oversight. • Seamless Integration: Aligns new KMPs with the Company's vision, governance standards, and risk frameworks. • Ethical Culture: Provides mandatory POSH training to ensure a safe, inclusive environment and clear legal accountability. Together, these initiatives reinforce ethical leadership and a company-wide culture of respect and accountability.	100
Employees other than BOD and KMPs	5	• Advanced AI Tools & Digital Literacy: Partnerships with certified institutions to provide training in Artificial Intelligence and modern digital toolkits. Impact: Future-Proofing: Ensures the white-collar workforce remains technically relevant and capable of leveraging AI to automate routine data analysis and sustainability reporting. • Business Communication: Specialized training focusing on professional linguistics and corporate correspondence. Impact: Enables corporate teams to manage complex grievances and professional stakeholder communication with a 24-hour turnaround time (TAT). • PowerPoint & Presentation Skills: Training in creating professional documentation, legal PPTs, and technical presentations for audits. Impact: Regulatory Clarity: Demonstrated by the team's ability to present complex ESG and QMS data clearly, which contributed to winning state-level awards for problem-solving.	65

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
		• Cyber Security Awareness: Mandatory training on identifying scams, phishing attempts, and maintaining data integrity. Impact: Digital Resilience: Protects the company's internal financial systems and sensitive corporate data from external threats and fraudulent activities. • Quality Management & Kaizen: Annual sessions on problem-solving methodologies, ISO benchmarks, and quality standards. Impact: Operational Excellence: Directly resulted in a world-class reduction in Finished Goods rejection from 1.73% to 0.7%.	
Workers	7	• 100% Safety Induction & Daily Briefings: Every worker receives a comprehensive induction upon joining, followed by mandatory briefings at the start and end of every shift. Impact: Safety Record: Established a high-safety culture that resulted in a near-perfect record, with few minor accidents reported across the facility. • First Aid & Health Awareness: Training supported by the Occupational Health Center (OHC); Medical checkups categorize workers into Red, Yellow, and Green health zones Impact: Targeted Wellbeing: Allows for prioritized medical assistance and mentoring for "Red Zone" workers, ensuring immediate intervention for those with identified health issues. • POSH & Ethical Governance: Sensitization on the Prevention of Sexual Harassment (POSH), labor rights, and the strict avoidance of child labor. Impact: Inclusive Workplace: Maintained a "compliance-first" environment and verified zero employment of individuals under 18, aligning with global standards like IKEA's IWAY. • Company Policies & Welfare: Education on internal grievance redressal (complaint boxes), "Floor to Officer" (F2O) career paths, and dormitory facilities. Impact: Social Mobility: Created a unique culture where shop-floor workers (eg, Mrs. Venkatlaxmi and Mrs. Pallavi) have successfully transitioned into HR Trainee and Officer roles. • Mandatory PPE Training: Monthly classroom sessions focusing on the correct usage of helmets, gloves, safety shoes, and masks. Impact: Mitigation: Enforced a strict "No Helmet, No Work" discipline, protecting workers from internal industrial hazards and external risks like nearby road construction. • Fire Safety & Mock Drills: Regular, unannounced fire drills conducted across all 28+ production lines to test real-time response efficacy. Impact: Emergency Readiness: Ensures the workforce is prepared for crisis situations, validating that evacuation and response protocols are functioning effectively. • Theme-based Awareness: Daily sessions focusing on rotating themes of Environment, Health, and General Safety. Impact: Continuous Vigilance: Promotes a culture where safety is not a one-time event but a constant, daily priority for every person on the shop floor	70

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format:**

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

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

NON-MONETARY					
Particulars	**NGRBC Principle**	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Amount (In INR)**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Imprisonment			NIL		
Punishment					

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

Case Details	**Name of the regulatory/ enforcement agencies/ judicial institutions**
	NA

4. **Anti-corruption or Anti-bribery policy:**

Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.	Yes. Stove Kraft Limited has a comprehensive Anti-Corruption and Anti-Bribery Policy that underscores its commitment to conducting business with honesty, transparency, and integrity. • The policy applies to all directors, employees, agents, consultants, contractors, and any other individuals engaged in business activities on behalf of the Company. • It prohibits bribery, kickbacks, facilitation payments, fraudulent or unethical practices, and gifts or hospitality that may improperly influence business decisions. • Implementation is overseen by the Human Resources Head, with responsibilities clearly defined for all covered persons, including refraining from corrupt practices, reporting suspected breaches, and cooperating with investigations. • Compliance is reinforced through regular training, confidential reporting mechanisms under the Whistle Blower Policy, strict record-keeping of transactions, and disciplinary measures (up to termination and legal action) for violations. • The Company regularly reviews and updates the policy to ensure effectiveness and alignment with applicable laws and regulations. The policy is publicly available at the following link: https://stovekraft.com/storage/investors/pdf/GJrqT2khnLtIfcCxylA1EzIbNz9Pt41CSdzTUeyS.pdf

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

	FY 2025-2026 (Current Financial Year)	**FY 2024-2025 (Previous Financial Year)**
Directors	NIL	NIL
KMPs	NIL	NIL
Employees	NIL	NIL
Workers	NIL	NIL

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

	FY 2025-2026 (Current Financial Year)		FY 2024-2025 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	None	NIL	None
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL	None	NIL	None

7. **Corrective Actions:**

Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest	There have been no fines, penalties or actions taken by regulators, law enforcement agencies, or judicial institutions related to cases of corruption and conflicts of interest, hence this section is not applicable to the Company.

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

	FY 2025-2026 (Current Financial Year)	FY 2024-2025 (Previous Financial Year)
Number of days of accounts Payables	136	107

9. **Open-ness of Business**

Provide details of concentration of purchase and sales with trading houses, dealers, and related parties along -with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2025-2026 (Current Financial Year)	FY 2024-2025 (Previous Financial Year)
Concentration of purchases	a. Purchases from trading houses as % of total purchases	10.22%	12.41%
	b. Number of Trading houses where purchases are made from	107	80
	c. Purchases from top 10 Trading houses as % of total purchases from trading houses	66.28%	64.37%
Concentration of Sales	a. Sale to dealers / distributed as % of total sales	100%	100%
	b. Number of dealers / distributions to whom sales are made	1720	3519
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	51%	57%
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	Nil	Nil
	b. Sales (Sales to related parties / Total Sales)	Nil	Nil
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	Nil	Nil
	d. Investments (Investments in related parties / Total Investments made)	Nil	Nil

Note: The figures for the financial year 2025-2026 and 2024-2025 have been reported in accordance with the SEBI guidelines issued under the circular Industry Standards Forum guidance for BRSR Core dated December 20, 2024.

PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

The Company recognizes its responsibility to reduce its environmental impact and contribute to sustainable development. By providing products and services in an environmentally friendly and safe way, the company can minimize waste, emissions, and other negative effects on the environment. This focus on sustainability and safety not only helps the company protect the planet but also strengthens its reputation, reduces risks, and supports long-term success. The company is dedicated to continuously improving its practices to ensure a safer, more sustainable future for all stakeholders.

ESSENTIAL INDICATORS:

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

	FY 2025-2026 (Current Financial Year)	FY 2024-2025 (Previous Financial Year)	Details of improvements in environmental and social impacts
R&D	-	-	-
Capex	-	12.65%	This contributes to clean and green energy and reduces reliance on grid power.

2. **Sustainable sourcing:**

a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)	Yes, Stovekraft has procedures in place for sustainable sourcing. The company demonstrates its commitment to responsible procurement through the following measures: ❖ Supplier Qualification & Inspection: The Company maintains rigorous quality and sustainability measures throughout its value chain. This includes a formal vendor qualification process and meticulous inspections by dedicated sourcing and quality assurance teams. ❖ Backward Integration: Stovekraft is highly backward-integrated, with 20 in-house manufacturing plants and 40 production lines. This strategy is specifically designed to reduce dependency on external suppliers and OEMs, allowing for direct control over sourcing standards and operational efficiency. ❖ Policy Framework: As a listed entity in India, Stovekraft complies with SEBI's BRSR requirements, which mandate disclosures on sustainable sourcing. Their policies (such as the Code of Conduct and Vendor Selection Criteria) include parameters for ethical business practices and resource efficiency. ❖ Certifications: Their manufacturing facilities are ISO 9001:2015 certified, ensuring that the sourcing of raw materials and components adheres to standardized quality and environmental management protocols.
b. If yes, what percentage of inputs were sourced sustainably?	100%

3. **Processes in place to reclaim products for reuse, recycle and safe disposal of products at the end of life:**

Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.	Stovekraft is dedicated to minimizing its environmental footprint by implementing robust processes for reclaiming and managing products at the end of their lifecycle. These processes are designed to ensure the safe and efficient reuse, recycling, and disposal of materials, aligning with the company's sustainability goals. The key areas of focus include: (a) Plastics (including packaging), (b) E-waste, (c) Hazardous waste, and (d) other waste (a) Plastics and Packaging ➢ Stove Kraft focuses on Category 1 and Category 2 plastics through a sophisticated credit and repurposing system: ➢ Scrap Repurposing: Internal plastic scrap is sent to compounders for re-compounding and then reintegrated into the production cycle.

- Sustainable Packaging: The company has transitioned to decomposable polythene covers and launched pulp packaging for premium segments. Active R&D is ongoing for bio-packaging solutions.
- Credit Mechanism: The Company offsets its legal obligations via the CPCB portal. Authorized recyclers (like Circle X) process the waste and transfer “Recycling Credits” to Stove Kraft.
- Export Neutrality: To ensure precision in reporting, plastic used in exported products is deducted from the Company’s domestic EPR obligations.

(b) E-waste

- Domestic Buy-Back Scheme: A consumer-facing program allows customers to trade in old electronic products for discounts, ensuring these items enter a controlled waste stream rather than a landfill.
- In-House & Factory Waste: All e-waste generated during manufacturing is strictly diverted to authorized recyclers.
- Authorized Partnering: General waste and electronics are diverted to verified partners like RTZ for processing and material recovery.

(c) Hazardous and Bio-medical Waste

- Tiered Vendor Management: The company uses a specialized vendor system based on volume to ensure safety:
- Small-Scale/Hazardous (<1000 kg/day): Handled by E-Nano vendors specifically authorized for hazardous materials.
- Bio-medical Waste: Strictly managed and disposed of by specialized authorities (e.g., Murdy).
- Effluent Treatment: Implementation of a Common Effluent Treatment approach prevents local soil and water contamination from industrial hazardous runoff.

(d) Other Waste (Metals and General)

- Closed-Loop Metal Recycling: In-house: Small quantities of returned goods are recycled directly within the factory.
- Bulk Returns: Managed via third-party partners who melt the metal, remove sludge, and reprocess the material for secondary industrial use.
- Traceability: All vendors across all waste categories are verified and registered under the Central Pollution Control Board (CPCB) to ensure full legal traceability and ethical disposal.

4. Extended Producer Responsibility (EPR) plan:

Whether Extended Producer Responsibility (EPR) is applicable to the entity’s activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.	The company is registered on the Central Pollution Control Board (CPCB) centralized portal. Its collection and recycling data are periodically uploaded to align with the targets submitted in its registration. Plastic Waste Management: The company meets its “Recycling Credit” obligations by partnering with CPCB-registered recyclers (such as Circle X). These partners process post-consumer plastic waste and transfer the resulting credits to Stovekraft via the official portal to offset its domestic footprint. E-Waste Collection: Its collection plan for small appliances and lighting products is implemented through authorized third-party Producer Responsibility Organizations (PROs) and dedicated collection centers, ensuring that reclaimed e-waste volumes match the targets set in their annual EPR filing. Audit & Traceability: All vendors used for waste management (e.g., RTZ for plastics and E-Nano for hazardous waste) are CPCB-verified, ensuring that the “Chain of Custody” for waste matches the legal plans submitted to the State and Central Pollution Control Boards.

PRINCIPLE 3: BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

The Company understands the importance of prioritizing the well-being of all employees, both within the organization and throughout its supply chains. This commitment is driven by ethical values and the recognition that it creates a positive and productive business environment.

The Company is dedicated to providing a safe, supportive, and inclusive workplace free from discrimination or harassment. Recognizing employees as valuable assets, the Company is focused on offering resources and support that promote their health and well-being. This includes access to comprehensive health and wellness programs, ample opportunities for training and professional growth, and fair compensation packages.

ESSENTIAL INDICATORS:

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	926	926	100%	926	100%	0	0	0	0	926	100%
Female	103	103	100%	103	100%	103	100%	0	0	103	100%
Total	**1029**	**1029**	**100%**	**1029**	**100%**	**103**	**10.01%**	**0**	**0**	**1029**	**100%**
Other than Permanent employees											
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

B) Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	1888	1888	100%	1888	100%	0	0	0	0	1888	100%
Female	2626	2626	100%	2626	100%	2626	100%	0	0	2626	100%
Total	**4514**	**4514**	**100%**	**4514**	**100%**	**2626**	**58.17%**	**0**	**0**	**4514**	**100%**
Other than Permanent workers											
Male	258	258	100%	258	100%	0	0	0	0	258	100%
Female	32	32	100%	32	100%	32	100%	0	0	32	100%
Total	**290**	**290**	**100%**	**290**	**100%**	**32**	**11.03%**	**0**	**0**	**290**	**100%**

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

	FY 2025-2026 (Current Financial Year)	FY 2024-2025 (Previous Financial Year)
Cost incurred on well-being measures as a % of total revenue of the company	0.39%	0.40%

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

Benefits	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Yes	100%	100%	YES
Gratuity	100%	100%	Yes	100%	100%	YES
ESI	16%	98%	Yes	54%	97%	YES
Others – Medi - claim	-	-	-	-	-	-

3. Accessibility of workplaces:

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.	Yes, the premises and offices of the entity are accessible to differently abled employees and workers, in compliance with the requirements of the Rights of Persons with Disabilities Act, 2016. Necessary facilities and infrastructure have been put in place to ensure ease of access, and the entity continues to take proactive steps to maintain and enhance accessibility wherever required.

4. Equal Opportunity Policy:

Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.	Yes, Stove Kraft has an Equal Opportunity Policy in place, aligned with the Rights of Persons with Disabilities Act, 2016. This policy emphasizes fostering an inclusive and respectful workplace that guarantees equal opportunities for all employees. The policy establishes a framework for a non-discriminatory workplace, ensuring that all individuals—including those with disabilities—have equal access to recruitment, hiring, promotion, and professional development. Key features include: ➢ Non-Discrimination: Prohibits discrimination based on disability or any other legally protected status. ➢ Reasonable Accommodation: Explicitly commits to providing necessary workplace adjustments for individuals with disabilities, as required by law. ➢ Merit-Based Decisions: Ensures all employment actions are based strictly on qualifications, skills, and job-related abilities. ➢ Safe Environment: Guarantees a workplace free from harassment and retaliation, backed by a formal reporting and grievance remedy process. ➢ The policy can be accessed via the following link : https://stovekraft.com/storage/investors/pdf/Dd5JKEQmPmhGJI1vrcIl8EB6BSZUCUuo4BsbBLLI.pdf

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

Gender	FY 2025-26 (Current Financial Year)		FY 2024-25 (Previous Financial Year)	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	NA	NA	NA	NA
Female*	100	100	100	100
Total	**100**	**100**	**100**	**100**

*Note: During FY2026, 10 employees took maternity leave and are yet to return to work. In FY 2025, 2 employees took maternity leave and all 2 employees re-joined and retained.

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

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes
Other than Permanent Workers	-
Permanent Employees	Yes
Other than Permanent Employees	-

Stove Kraft Limited maintains a transparent and inclusive workplace culture where ethical conduct is institutionalized through multi-channel grievance mechanisms.

I. Internal Redressal Framework

Access & Walk-in Culture: The Company maintains an "Open Door" policy, allowing employees at all levels to approach line managers, Plant Heads, or executive leadership directly. This walk-in system fosters real-time feedback, proactive problem-solving, and professional dialogue.

Specialized Committees: Dedicated channels are operationalized to handle sensitive concerns, including:

POSH Internal Committee: A robust framework for the Prevention of Sexual Harassment, ensuring a safe and respectful workplace.

Human Rights Focal Point: To ensure confidentiality and specialized care, human rights concerns are managed by a designated focal point (Mrs. Saraswathi, Assistant Manager – HR & Welfare).

Remedial Action: All complaints undergo a structured investigation process. When necessary, the Head of Human Resources intervenes to implement corrective measures and ensure resolution.

II. Whistle Blower Policy and Vigil Mechanism

Scope of Reporting: The Whistle Blower Policy empowers employees to report significant policy deviations, unethical behaviour, fraud, or legal non-compliance without fear of reprisal.

Executive Oversight: To uphold the highest integrity, the policy provides direct access to the Chairperson and the Managing Director. In exceptional cases, employees may escalate matters directly to the Chairman of the Audit Committee.

Anti-Retaliation Guarantee: The Company strictly prohibits any form of retaliation against whistle blowers, fostering a secure environment for maintaining organizational accountability and transparency.

The Company's Whistle Blower Policy can be accessed at the given link:

https://stovekraft.com/storage/investors/pdf/NUcri4yv8ZyHbYDYsOLnumttOFz62cju3miyewYR.pdf

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

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	1029	-	-	1028	-	-
Male	926	-	-	893	-	-
Female	103	-	-	135	-	-
Total Permanent Workers	4514	-	-	4375	-	-
Male	1888	-	-	1267	-	-
Female	2626	-	-	3108	-	-

8. Details of training given to employees and workers:

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	On Health and safety		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	926	926	100%	897	96.87%	893	893	100%	867	97%
Female	103	103	100%	96	93.20%	135	135	100%	127	94%
Total	**1029**	**1029**	**100%**	**993**	**96.50%**	**1028**	**1028**	**100%**	**994**	**97%**
Workers										
Male	2146	2146	100%	2076	96.74%	1267	1267	100%	1201	95%
Female	2658	2658	100%	2604	97.97%	3108	3108	100%	3077	99%
Total	**4804**	**4804**	**100%**	**4680**	**97.42%**	**4375**	**4375**	**100%**	**4278**	**98%**

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

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	926	926	100%	893	893	100%
Female	103	103	100%	135	135	100%
Total	**1029**	**1029**	**100%**	**1028**	**1028**	**100%**
Workers						
Male	2146	2146	100%	1267	1267	100%
Female	2658	2658	100%	3108	3108	100%
Total	**4804**	**4804**	**100%**	**4375**	**4375**	**100%**

10. Health and safety management system:

S.no	Particulars	Response
a)	Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?	Yes. Stove Kraft Limited operates a comprehensive OH&S system covering 100% of its workforce through structured safety protocols and welfare infrastructure. 1. Healthcare & Emergency Infrastructure • On-Site Facilities: Each plant has an Occupational Health Centre (OHC) staffed by internal doctors and nurses, supported by 24/7 on-site ambulances and creche facilities. • Strategic Tie-ups: Partners with Dayananda Sagar Hospital (general) and Jayadeva Hospitals (critical care). All workers are covered under the ESI scheme. • Emergency Readiness: Machinery is fitted with emergency-stop sensors. To ensure safety, mobile phones are restricted on-floor, with communication routed through Plant Heads. 2. Safety Protocols & PPE • Strict Entry Mandates: Entry requires a uniform, mask, and safety boots (provided at zero cost). Jewelry is prohibited to prevent machinery entanglement. • Audit & Hygiene: Medical kits are audited quarterly for refills, and all washrooms undergo bi-daily sanitation. • Attendance: High-integrity face-punch systems ensure accurate attendance and fatigue monitoring. 3. Welfare & Shift Management • Amenities: Provides free transport and a Company-run canteen (monitored by a Canteen Committee) offering quality meals and tea. • Supportive Culture: Maintains a "people-first" approach, providing full medical and financial support during employee health crises. • Shift Compliance: Operates three shifts; night shifts are restricted to male workers in alignment with safety regulations.
b)	What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?	Stove Kraft Limited identifies work-related hazards and assesses risks through a multi-layered framework of daily operational checks, specialized training, and physical safety infrastructure. The processes are categorized as follows: 1. Routine Hazard Identification ➢ Daily Safety Briefings: Shift Engineers and Production In-charges conduct briefings at the start and end of every shift to ensure immediate operational awareness on the shop floor. ➢ Safety Awareness Sessions: The Company holds daily sessions focused on rotating themes such as the environment, health, and general safety. ➢ Mandatory Induction: New entrants undergo a 100% safety induction program before accessing the production floor. ➢ Classroom Training: Monthly formal sessions emphasize the correct use of Personal Protective Equipment (PPE), such as helmets and safety shoes. 2. Non-Routine & Emergency Assessment ➢ Mock Drills: The EHS team conducts regular, unannounced mock drills to test real-time emergency response efficacy. ➢ External Audits: Quarterly training is provided by the Department of Factories and the Pollution Control Board to address evolving external risks. ➢ Independent Verification: Regular safety audits are performed by independent third parties to ensure objective compliance with global standards like IKEA's IWAY.

S.no	Particulars	Response
		3. Physical Monitoring & Feedback ➢ Machinery Safeguards: All equipment is fitted with emergency-stop sensors to prevent accidents during routine tasks. ➢ Health Zoning: Employees are categorized into Red, Yellow, and Green zones based on medical check-ups to prioritize those needing immediate intervention. ➢ Strict Access Policies: A "No Helmet, No Work" policy is enforced, and jewellery is prohibited on the shop floor to prevent machinery entanglement. ➢ Reporting Channels: Weekly checks of anonymous complaint boxes and monthly shop floor meetings allow workers to report near-misses or potential hazards directly to management.
c)	Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)	Yes. Stove Kraft Limited maintains clear, accessible processes for workers to report hazards and ensures they are empowered to remove themselves from unsafe conditions to maintain a "Zero Injury" environment. 1. Reporting Mechanisms & Communication ➢ The company provides multiple avenues to ensure all incidents, large or small, are communicated promptly: ➢ Formal and Informal Channels: Workers can report hazards to supervisors, quality personnel, or the Safety Head via formal incident reports or informal verbal communication. ➢ Anonymous Complaint Boxes: These are distributed throughout all plants and audited weekly, allowing workers to report risks without fear of reprisal. ➢ Real-time Feedback: Regular shop floor meetings and daily briefings allow for direct dialogue between workers and management regarding potential hazards. ➢ Transparency: Following any incident, the Quality and Safety Head take immediate action; all employees are quickly informed of the cause and corrective actions taken to prevent recurrence. 2. Protocols for Hazard Removal ➢ Stovekraft prioritizes the right of the worker to stop work when safety is compromised: ➢ Immediate Work Stoppage: It is clearly communicated to all workers that if they notice irregularities in machine operation or unsafe conditions, they must stop work immediately until the issue is verified and corrected by the line engineer or maintenance team. ➢ Machinery Safeguards: All machinery is equipped with sensors for emergency stops, allowing workers to instantly halt operations if a hazard is detected. ➢ Safety Mandates: A strict "No Helmet, No Work" policy is enforced, and entry is prohibited without proper PPE or if grooming standards (e.g., tied hair, no jewellery) are not met to avoid machinery entanglement.

S.no	Particulars	Response
		3. Training & Health Monitoring ➢ Hazard Identification Training: Internal safety staff conduct regular sessions to equip workers with the knowledge to identify and report potential hazards effectively. ➢ Health Zoning (Red Zone): Workers identified in the "Red Zone" during annual medical check-ups are proactively removed from high-risk tasks and provided with immediate medical assistance and mentoring. ➢ Specialized Drills: The EHS team conducts regular, unannounced mock drills to test real-time emergency response efficacy and ensure workers know how to exit hazardous zones safely.
d)	Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)	Yes. Stove Kraft Limited ensures that its employees and workers have access to non-occupational medical and healthcare services, reflecting a holistic commitment to their overall well-being. The company facilitates this access through the following frameworks: ➢ Integrated Medical Consultations: The on-site medical facilities and Occupational Health Centres (OHC) provide consultations for both workplace-related and general health concerns, serving as a primary healthcare touchpoint for all staff. ➢ Proactive Health Monitoring: All employees and workers undergo annual health check-ups. This initiative is designed to detect and address potential health issues early, regardless of whether they originate from work-related activities. ➢ Preventive Wellness Programs: Beyond routine care, the entity organizes specialized initiatives, such as Eye Camps and health mentoring for employees in the "Red Zone" (those with identified health risks), fostering a proactive culture of wellness. ➢ By providing these services, Stove Kraft ensures that its workforce remains healthy and supported both inside and outside the manufacturing environment.

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

Safety Incident/Number	Category	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	-	-
	Workers	0.17	0.21
Total recordable work-related injuries	Employees	-	-
	Workers	2	2
No. of fatalities	Employees	-	-
	Workers	-	1
High consequence work-related injury or ill-health (excluding fatalities) Including in the contract workforce	Employees	-	-
	Workers	-	-

12. Measures to ensure a safe and healthy workplace:

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

Stove Kraft Limited employs a proactive and multi-layered strategy to ensure a safe and healthy workplace, integrating rigorous inspections, specialized training, and an advanced medical infrastructure.

The measures implemented by the entity include:

- Risk Identification and Mitigation: Regular safety rounds are conducted by a leadership collective, including Plant Heads, Safety Officers, and Admin Managers. These are supplemented by periodic machine maintenance and comprehensive third-party safety audits. These processes ensure that potential hazards are identified, assessed for severity, and corrected well in advance of any incident.
- Safety Training and Protective Equipment: The Company provides extensive training on hazard identification, safe work practices, and emergency response. To safeguard against physical risks, workers are equipped with high-quality Personal Protective Equipment (PPE), including helmets, gloves, earplugs, goggles, and masks.
- Emergency Preparedness: To ensure rapid response during unforeseen contingencies, the contact details for the designated emergency, first aid, and firefighting teams are prominently displayed at every plant entrance. All machinery is equipped with emergency-stop sensors to prevent operational accidents during routine tasks.
- Reporting and Continuous Improvement: Clear protocols are in place for reporting work-related hazards promptly. The Company also fosters a collaborative safety culture by maintaining feedback mechanisms, such as anonymous complaint boxes audited weekly, which allow workers to suggest safety enhancements and report "near-miss" incidents without hesitation.
- Predictive Health Management (Medical Zoning): In a major shift toward personalized care, the company categorizes employees into Red, Yellow, and Green zones based on annual check-up results. Those in the "Red Zone" receive prioritized medical assistance, specialized mentoring, and frequent follow-up care to manage chronic or emerging health issues.
- Comprehensive Healthcare & Social Infrastructure: The entity provides on-site medical consultations through Occupational Health Centres (OHC) staffed by internal doctors and nurses, supported by 24/7 on-site ambulances. To support the broader well-being of the workforce, the company provides dormitory housing for over 350 people and expanded transportation routes into interior villages, ensuring safe and stable commutes for geographically isolated workers.
- Strategic Hospital Network: Strategic partnerships with nearby specialized hospitals, such as *Dayananda Sagar Hospital (within 2km) and Jayadeva Hospitals, ensure that employees have immediate access to both general emergency care and advanced medical treatments.

13. Details of safety related incidents, in the following format:

	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	-	-	No Such Complaints	-	-	No Such Complaints
Health & Safety	-	-	No Such Complaints	-	-	No Such Complaints

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	-
Working Conditions	-

15. Corrective Actions:

Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.	The Company adhered to safety protocols to comply with state/ local regulations and maintain hygiene, standards, resulting in no safety incidents during the year, except for minor injuries.

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

ESSENTIAL INDICATORS:

1. **Identification of stakeholders group:**

Describe the processes for identifying key stakeholder groups of the entity	At Stove Kraft, we have a systematic approach to identifying individuals or groups with a vested interest in the company's products and activities. We follow a step-by-step process to identify the company's stakeholders: ➢ Determine the impact: Determine the impact that the product has on different groups of people, including customers, employees, suppliers, and shareholders considering both the positive and negative impacts of the product. ➢ Identify internal stakeholders: Identify internal stakeholders, such as employees, managers, and shareholders, who have a direct interest in the success of the product. This may include individuals who are involved in the design, development, production, marketing, and sale of the products. ➢ Identify external stakeholders, such as customers, suppliers, regulators, and the local community, who have an indirect interest in the product. These stakeholders may be affected by the product in various ways, such as through employment opportunities, environmental impact, or regulatory compliance. ➢ Prioritize stakeholders: Prioritize the stakeholders based on their level of interest and influence. Prioritizing stakeholders will help the company to focus its efforts on those stakeholders who are most critical to the success of the product. ➢ Engage with stakeholders: Once stakeholders have been identified and prioritized, the company engages with them to understand their needs, concerns, and expectations. This may involve conducting surveys, hosting focus groups, or meeting with stakeholders individually. ➢ Monitor stakeholder feedback: Once the company has engaged with stakeholders, it monitors their feedback to ensure that it is meeting their needs and expectations. This feedback can be used to inform future product development and marketing efforts.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Distributors	No	1. Emails. 2. Periodical meets 3. Personal Visits 4. Interviews 5. Surveys	Periodically and as and when required	Product quality and availability, responsiveness to needs, after sale service, responsible guidelines / manufacturing, Safety awareness and demand forecasting,
E-Com Aggregators	No	1. Online Portals 2. Emails 3. Social Media platforms 4. Phone calls	Periodically	To Maximise digital reach, brand visibility, and managing consumer ratings.
Waste Collection Agents	No	1. One-to-one interaction 2. Phone calls	Periodically	To ensure Safe Disposal, Hazardous Waste compliance, and adherence to PCB norms.
Employees/ Workers	No	1. Emails 2. Team Engagement 3. Website 4. Engagement through Health Programs 5. Notice Board	Periodically	1) To achieve business targets 2) Motivate talent and ensure higher productivity 3) Career management and growth prospects. 4) Work culture, health, and safety matters.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders and Investors	No	1. Annual General Meeting, 2. Email, 3. Stock Exchange (SE) intimations, 4. Investor/analysts meet/ conference calls, 5. Annual report, quarterly results, media releases and Company's website	Quarterly, Half yearly and annually	To share financials ESG strategy ,long-term value creation and other information / developments about the Company.
Vendors/ Suppliers	No	1. Email, 2. Advertisement, 3. Vendor meets, 4. website etc.	Regular	1) Procurement ethics 2) Business /Project related 3) Vendor Assessment Report
Local Communities	Yes	1. Newspaper advertisements/ 2. Physical Meetings / Reviews/ Assessments 3. CSR Field Visits.	Event basis	Identifying the issues that they are concerned about and help them achieve better quality of living through CSR programmes and initiatives.
Government/ Regulators	No	1. Emails, 2. Submission forms / returns / intimations/ letters etc. 3. Official Correspondence.	Annually / Half yearly/ Quarterly/ Event basis	In relation to Compliances with applicable laws, rules, and regulations.
Consumers	No	1. Focused Group Discussion, 2. Digital Platforms, 3. Market Research 4. TV Commercials, newspaper, ads and pamphlets. 5. Website. 6. Helpline	Continuous (Frequent and need based)	To know consumer needs, delivering quality products and expanding consumer base, are key to our success and growth. Staying in touch with the customers and to receive their feedback on various product designs, products that the Company manufactures and grievance redressal

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

ESSENTIAL INDICATORS:

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

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	1029	1029	100 %	1028	1028	100 %
Other than permanent	0	0	0	0	0	0
Total Employees	**1029**	**1029**	**100 %**	**1028**	**1028**	**100 %**
Workers						
Permanent	4514	4514	100%	4375	4375	100%
Other than permanent	290	290	100%	501	501	100%
Total Workers	**4804**	**4804**	**100%**	**4876**	**4876**	**100%**

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

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	1029	128	12.44 %	901	87.56 %	1028	168	16 %	860	84 %
Male	926	111	11.99 %	815	88.01 %	893	144	16 %	749	84 %
Female	103	17	16.50 %	86	83.50 %	135	24	18 %	111	82 %
Other than Permanent	0	0	0	0	0	0	0	0	0	0
Male	0	0	0	0	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0
Workers										
Permanent	4514	4174	92.47 %	340	7.53 %	4375	3942	90 %	433	10 %
Male	1888	1671	88.51 %	217	11.49 %	1267	1030	81 %	237	19 %
Female	2626	2503	95.32 %	123	4.68 %	3108	2912	94 %	196	6 %
Other than Permanent	290	141	48.62 %	149	51.38 %	501	53	11 %	448	89 %
Male	258	129	50.00 %	129	50.00 %	418	35	8 %	383	92 %
Female	32	12	37.50 %	20	62.50 %	83	18	22 %	65	78 %

3. **Details of remuneration/salary/wages, in the following format:**

a. **Median remuneration / wages:**

(In Rupees)

Category	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD) *	7	24,00,000	3	24,00,000
Key Managerial Personnel**	3	97,07,797	1	70,29,327
Employees other than BoD and KMP	923	5,82,408	102	3,65,004
Workers	1888	2,19,300	2626	2,19,060

*Board of Directors includes Managing Director and whole-time Director.,

** Key Managerial Personnel includes Managing Director, Whole-time Director, Company Secretary and Chief Financial officer.

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

	FY 2025-26 (Current Financial Year) %	FY 2024-25 (Previous Financial Year) %
Gross wages paid to females as % of total wages	59%	62%

4. **Focal point for addressing human rights:**

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

5. **Internal mechanisms in place to redress grievances related to human rights issues:**

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

Stove Kraft Limited has established a robust internal framework to ensure that human rights grievances are identified, addressed, and resolved with transparency and sensitivity. The mechanisms in place include:

- Multilayered Reporting Channels: Workers can raise concerns through various avenues, including anonymous complaint boxes located across all plants (audited weekly), formal incident reports, and direct verbal communication with supervisors or the Safety Head.
- Monthly Shop Floor Meetings: The Company hosts dedicated monthly forums where workers and management engage in direct dialogue. These meetings serve as a primary platform for airlifting grievances related to workplace conditions, safety, or fair treatment.
- Dedicated Quality and Safety Oversight: The Quality and Safety Head is empowered to take immediate corrective action upon receiving a grievance. This ensures that human rights issues such as workplace safety or harassment—are not just recorded but actively resolved with accountability.
- Whistleblower & Stakeholder Management Policies: The entity maintains a structured Stakeholder Management Policy that protects the identity of individuals reporting unethical practices or human rights violations, ensuring a “non-retaliation” culture.
- POSH Committee: In compliance with statutory requirements, a dedicated Prevention of Sexual Harassment (POSH) committee is active, providing a specialized and confidential mechanism for redressing gender-based grievances.
- Internal Training & Awareness: Regular training sessions are conducted to ensure that both management and workers understand their rights and the formal processes available for redressal, fostering a culture where “providing before they ask” is the baseline for welfare.
- Post-Incident Transparency: To build trust, the company informs employees of the causes and corrective actions taken following any significant incident or grievance resolution, ensuring the entire workforce understands that their rights are protected.
- The Company’s Vigil Mechanism/Whistle Blower Policy and Human Rights Policy can be accessed at the given link: https://stovekraft.com/storage/investors/pdf/NUcri4yv8ZyHbYDYsOLnumttOFz62cju3miyewYR.pdf https://stovekraft.com/storage/investors/pdf/IZGNGiU20W4o58XruARx0T8aJcx6Fqz4UU5ysGbv.pdf

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

Category	FY 2025 -26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	NIL	NIL	None	NIL	NIL	None
Discrimination at workplace	NIL	NIL	None	NIL	NIL	None
Child Labour	NIL	NIL	None	NIL	NIL	None
Forced Labour/Involuntary Labour	NIL	NIL	None	NIL	NIL	None
Wages	NIL	NIL	None	NIL	NIL	None
Other human rights related issues	NIL	NIL	None	NIL	NIL	None

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

	FY 2025 -26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	NIL	NIL
Complaints on POSH as a % of female employees / workers	NIL	NIL
Complaints on POSH upheld	NIL	NIL

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

Stove Kraft Limited has institutionalized a series of safeguards to protect employees from retaliation and adverse consequences when reporting discrimination or harassment. These mechanisms are structured as follows:

1. Policy Framework for Protection

   - Equal Opportunity Policy: This policy serves as the foundation for a workplace rooted in dignity and respect. It strictly prohibits retaliation, ensuring that any employee who reports a concern is protected from punitive actions or discriminatory treatment.

   - POSH Policy (Sexual Harassment Prevention): Fully aligned with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, this framework provides a secure reporting environment for female employees. It includes specific legal and internal provisions to safeguard complainants against any professional or personal backlash.

2. Integrated Grievance Redressal Mechanism

   To ensure the integrity of the reporting process, the Company employs the following protocols:

   - Strict Confidentiality: The identity of the complainant and the details of the investigation are kept strictly confidential to prevent prejudice or social repercussions.

   - Prompt & Transparent Investigation: Grievances are addressed through a time-bound and transparent procedure, ensuring accountability at every stage of the resolution process.

   - Discreet Reporting Channels:

     - Strategic Complaint Boxes: Placed in accessible yet private locations to allow for discreet physical reporting.

     - Multilingual Centralized Emails: Designated digital channels accessible in English and regional languages to ensure all employees can communicate their concerns securely.

3. Awareness and Prevention

   - Capacity Building: The Company conducts recurring POSH Workshops and sensitivity training. These sessions educate the workforce on their rights and the specific protections available to them, reinforcing a culture of "Zero Fear" when it comes to reporting misconduct.

   Through these comprehensive initiatives, Stove Kraft reinforces its commitment to a "People-First" culture that prioritizes employee safety, statutory compliance, and ethical well-being.

   The companies Equal Opportunity Policy can be accessed at the given link below:
   https://stovekraft.com/storage/investors/pdf/Dd5JKEQmPmhGJI1vrcIl8EB6BSZUCUuo4BsbBLLI.pdf

9. Human rights requirements forming part of your business agreements and contracts:

Do human rights requirements form part of your business agreements and contracts? (Yes/No).
Yes, Stove Kraft Limited integrates human rights requirements into its business framework through mandatory contractual agreements and a robust internal "Compliance-First" culture. This is evidenced by the following: • Vendor Code of Conduct: All business partners and vendors are required to sign a Code of Conduct that strictly prohibits child labour and forced labour, ensuring that human rights standards are upheld throughout the supply chain. • Adherence to Global Principles: The Company aligns its agreements with international frameworks, such as the IKEA IWAY Principles . These standards mandate the protection of labour rights, ensuring a safe and healthy working environment, and the prevention of any form of discrimination or harassment. • Ethical Governance: Every contract includes a mandatory zero-tolerance declaration regarding child labour. Furthermore, the Company's "People-First" social mobility initiatives—such as transitioning shop-floor workers into management roles and providing housing for over 350 employees—demonstrate that human rights are not just a legal requirement but a core operational value. • Statutory Compliance: The Company maintains 100% adherence to all labour laws, including ESI and PF schemes, and undergoes regular audits to verify that no individuals under the legal working age are employed within its operations or value chain. ➢ The Company's Human rights Policy and Suppliers code of conduct can be accessed at the given link: https://stovekraft.com/storage/investors/pdf/lZGNGiU20W4o58XruARx0T8aJcx6Fqz4UU5ysGbv.pdf https://stovekraft.com/storage/investors/pdf/85mZ7vMJeh0Sq5C6hgA3elc3NMIRBYIk3d56T4ku.pdf

10. Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)*
Child labour	100
Forced/involuntary labour	100
Sexual harassment	100
Discrimination at workplace	100
Wages	100
Others – please specify	-

*The assessment is conducted internally.

11. Corrective Actions to address significant risks / concerns arising from the assessments:

Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.
There were no significant risk/concern that arose on its self-assessment and from the diligence of customers.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

ESSENTIAL INDICATORS:

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

Parameter	FY 2025 -26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)**
From renewable sources (GJ)		
Total electricity consumption (A)	37,461.70	36401.52
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	14,940 .00	16,560 .00
Total energy consumption (A+B+C)	52401.70	52,961.52
From non-renewable sources (GJ)		
Total electricity consumption (D)	76,356.78	53,652.63
Total fuel consumption (E)	1,235.48	-
Energy consumption through other sources (F)	-	-
Total energy consumed from non-renewable sources (D+E+F)	77,592.26	53,652.63
Total energy consumed (A+B+C+D+E+F)	**1,29,993.95**	**1,06,614.15**
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	0.0000081	0.0000074
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumption / Revenue from operations adjusted for PPP)*	0.00016	0.00015
Energy intensity in terms of physical output	-	-
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published by the IMF- for India. For the years ended March 31, 2026 and March 31, 2025, it is 20.34 and is 20.08 respectively.

** The figures of previous year have been revised as per guidelines issued in industry standards note issued by SEBI.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment, evaluation, or assurance has been carried out by an external agency.

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

No, we have not identified any sites/facilities as Designated Consumers (DCs) under the PAT scheme of the Government of India.

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

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)**
Water withdrawal by source (in kilolitres)		
(i) Surface water	NIL	NIL
(ii) Groundwater	57436.67	56863
(iii) Third party water	NIL	NIL
(iv) Seawater / desalinated water	NIL	NIL
(v) Others	NIL	NIL
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	57436.67	56863
Total volume of water consumption (in kilolitres)	57436.67	56863
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	0.0000036	0.0000039
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)*	0.000073	0.000079
Water intensity in terms of physical output	-	-
Water intensity (optional) – the relevant metric may be selected by the entity	-	-

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published by the IMF- for India. For the years ended March 31, 2026 and March 31, 2025, it is 20.34 and is 20.08, respectively.

** The figures of previous year have been revised as per guidelines issued in industry standards note issued by SEBI.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No, independent assessment, evaluation, or assurance has been carried out by an external agency.

4. **Provide the following details related to water discharged:**

Parameter	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	38,542.1 CETP	39804.1
(ii) To Groundwater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) To Seawater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third parties	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
Total water discharged (in kilolitres)	38542.1	39804.1

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No independent assessment, evaluation, or assurance has been carried out by an external agency.

5. Mechanism for Zero Liquid Discharge:

Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.	Yes, Stove Kraft Limited has implemented a sophisticated Zero Liquid Discharge (ZLD) mechanism. Rather than treating water as a waste product, the Company has developed a closed-loop system that integrates water recovery directly into its industrial and domestic operations. Implementation and Coverage Details: ➢ Closed-Loop Infrastructure: The Company utilizes a 500 KL Sewage Treatment Plant (STP) and Effluent Treatment Plant (ETP) framework designed to recycle approximately 90% of all water used within the facility. Strategic Repurposing (Industrial): ➢ STP Treated Water: Specifically redirected to the Cast Iron Plant, where it is used for industrial sand mixing. ➢ Gardening: Treated water is also used to maintain the green belts within the factory premises. Domestic Circularity: ➢ RO-Rejected Water: Instead of being discharged, water rejected from the Reverse Osmosis (RO) units is systematically collected and repurposed for sanitary flushing across the establishment. ➢ Operational Synergy: This mechanism covers the primary manufacturing units (including the Bottle and Cast Iron plants) and the corporate office, ensuring that water consumption is minimized across the entire Harohalli campus. ➢ Monitoring: The efficiency of the discharge system and water quality is monitored annually in coordination with the Pollution Control Board (PCB) to ensure compliance with environmental safety standards. ➢ This "circular water loop" allows the entity to significantly reduce its dependence on fresh water sources while ensuring that minimal to no liquid waste leaves the site.

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

Parameter	Please specify unit	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
NOx	PPM	20.6	20.6
Sox	PPM	11.4	11.4
Particulate matter (PM)	Mg/NM3	34.5	34.5
Persistent organic pollutants (POP)	NIL	NIL	NIL
Volatile organic compounds (VOC)	NIL	NIL	NIL
Hazardous air pollutants (HAP)	NIL	NIL	NIL
Others – please specify	NIL	NIL	NIL

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment, evaluation, or assurance has been carried out by an external agency.

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

Parameter	Unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	206.18	295.5
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	15101.67	9057.68
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	Metric tonnes of CO2 equivalent	0.00000095	0.00000065
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)*		0.000019	0.000013
Total Scope 1 and Scope 2 emission intensity in terms of physical output		-	-
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity		-	-

*The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published by the IMF- for India. For the years ended March 31, 2026 and March 31, 2025, it is 20.34 and is 20.08 respectively.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment, evaluation, or assurance has been carried out by an external agency.

8. **Project related to reducing Green House Gas emission:**

Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.	Stove Kraft Limited has implemented several strategic projects aimed at reducing Greenhouse Gas (GHG) emissions by transitioning to renewable energy, optimizing manufacturing efficiency, and modernizing its logistics. Key GHG Reduction Projects and Initiatives: 1. Renewable Energy Transition (Project 65 by 2030) • Solar & Wind Integration: The Company has transitioned a significant portion of its energy portfolio to renewables. Currently, 33% of total energy consumption (approximately 1 Crore units) is sourced from solar and wind assets. • Capacity Expansion: To further reduce Scope 2 emissions, the entity is expanding its on-site solar capabilities with an additional 1.7 MW solar plant, moving toward a long-term target of 65% renewable energy dependency by 2030. • High-Efficiency Technology: The installation of Mono PERC solar modules ensures higher energy conversion rates compared to traditional panels, maximizing carbon offset per square meter. 2. Manufacturing & Product Efficiency • BLDC Motor Adoption: The Company has replaced traditional induction motors in its fan segments with Brushless Direct Current (BLDC) motors, which consume significantly less electricity, thereby reducing the indirect carbon footprint associated with product usage. • Green Chemistry & Substitution: By replacing Sulfuric Acid with water-soluble, eco-friendly agents in the Bottle Plant, the entity has reduced the energy-intensive waste treatment processes typically required for hazardous chemical neutralisation. • Material Circularity: The annual recycling of 200 tonnes of aluminium drastically reduces the GHG emissions associated with the mining and smelting of virgin aluminium ores.

3. Logistics and Fleet Electrification
   - EV Transition: The Company is actively transitioning its internal and short-haul logistics to Electric Vehicles (EVs). By replacing 9 diesel forklifts with electric forklifts, the entity has directly cut its Scope 1 transport emissions, resulting in an estimated savings of 162 tons of CO2 per year.
4. Energy-Efficient Infrastructure
   - Operational Modernization: The facility has replaced standard industrial fans and lighting with energy-efficient alternatives and utilizes energy-saving manufacturing technologies to lower the overall carbon intensity of its production lines.

   Through these combined efforts in energy sourcing, material innovation, and logistical shifts, Stove Kraft is systematically lowering its carbon intensity in alignment with global ESG benchmarks.

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	610	178
E-waste (B)	-	46.03
Bio-medical waste (C)	0.013	0.04
Construction and demolition waste (D)	NIL	NIL
Battery waste (E)	NIL	NIL
Radioactive waste (F)	NIL	NIL
Other Hazardous waste. Please specify, if any. (G)	Process Wastes, Residues and Sludge - 23.8 MTA Spent Oil - 0.33 MTA Oil Soaked Cloths 22.3 MTA Empty barrels/Discarded Containers -54.7 MTA Chemical Sludge - 6.5 MTA	Paint sludge – 46.58 Buffing – 89.44 Waste Oil – 9.31 Oil Soaked Cloths – 2.24 ETP Sludge – 1.86
Other Non-hazardous waste generated (H). Please specify, if any - General waste	243.61	276.41
Total (A+ B + C + D + E + F + G + H)	**961.25**	**649.91**
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.000000060	0.000000045
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.0000012	0.00000090
Waste intensity in terms of physical output	-	-
Waste intensity (optional) – the relevant metric may be selected by the entity	-	-
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	610	178
(ii) Re-used	-	-
(iii) Other recovery operations	-	46.03
Total	**610.31**	**224.03**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	351.26	425.88
Total	**351.26**	**425.88**

Note: Indicate if any independent assessment/ evaluation / assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment, evaluation, or assurance has been carried out by an external agency.

10. Waste management practices adopted in the establishment:

Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.	➢ Stove Kraft Limited has adopted a "Compliance-First" approach to waste and chemical management, shifting from traditional industrial disposal to a circular economy model. 1. Waste Management Practices ➢ The Company's strategy focuses on resource recovery and minimizing landfill contributions. ➢ Aluminium Recycling: Approximately 200 tonnes of aluminium is recycled and reintegrated into the manufacturing process annually, significantly reducing the need for virgin ore. ➢ Resource Circularity (Water): Through a Near-Zero Liquid Discharge system, the company repurposes RO-rejected water for flushing and STP-treated water for industrial sand mixing in the cast iron plant. ➢ Sustainable Packaging: To reduce non-biodegradable waste, the Company has replaced thermocol with honeycomb packing and transitioned to decomposable covers and pulp-based packaging for high-end products. ➢ Extended Producer Responsibility (EPR): As a registered "Brand Owner," the Company manages its post-consumer plastic and electronic waste by buying back recycling credits to offset the lifecycle impact of every appliance sold. 2. Reduction of Hazardous and Toxic Chemicals ➢ Stovekraft actively employs a "Green Chemistry" strategy to eliminate toxic substances from its products and manufacturing lines. ➢ Process Substitution: In the Bottle Plant, the Company successfully replaced Sulfuric Acid with water-soluble, eco-friendly cleaning agents, eliminating a major source of hazardous chemical waste. ➢ Product Innovation: In response to health and environmental concerns regarding PTFE (Teflon), the R&D team has transitioned to fully ceramic coatings and developed "Cera-Steel" hybrid materials, which are non-toxic and health-conscious. ➢ Compliance Frameworks: The Company adheres to global standards such as the IKEA IWAY Principles, which mandate the strict control and phased reduction of hazardous chemicals in the supply chain. 3. Management of Hazardous Waste ➢ For remaining hazardous materials that cannot be eliminated: Authorized Disposal: All hazardous waste is segregated at the source and disposed of through Pollution Control Board (PCB) authorized vendors to ensure environmentally sound treatment. ➢ Monitoring: Annual emission and waste discharge monitoring is conducted by the PCB to ensure all processes remain within safe statutory limits.

11. If the entity has operations / offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:*

S. No	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
-	-	-	-

* The company does not have any operations/offices in/around ecologically sensitive areas

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year: *

S. No.	Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
-	-	-	-	-	-	-

* Not Applicable, as the Company's units are not located in Eco-logically sensitive areas.

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and Rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:*

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
-	-	-	-	-

*Yes, the Company is compliant with the applicable laws pertaining to Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and Rules made thereunder.

PRINCIPLE 7: BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

ESSENTIAL INDICATORS:

1 A) Affiliations with trade and industry chambers/ associations:

Number of affiliations with trade and industry chambers/ associations.
Stove Kraft Limited has affiliations with 1 industry chambers/ associations

B) List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to:

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1.	Harohalli Industrial Association	State

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities:*

Name of authority	Brief of the case	Corrective action taken
-	-	-

*The Company has not engaged in any anti-competitive conduct and has not received any adverse orders from any of the regulatory authorities.

PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

ESSENTIAL INDICATORS:

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year: ***

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
-	-	-	-	-	-

* This section is not applicable to the Company.

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format: ***

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
-	-	-	-	-	-	-

* This section is not applicable to the Company.

3. **Community redressal mechanism:**

Describe the mechanisms to receive and redress grievances of the community.
Stove Kraft is committed to fostering a culture of transparency and accountability. We have established robust channels to ensure that community concerns are not only heard but resolved with speed and fairness. Our framework is built upon four primary pillars:

1. Accessible Reporting Channels

   To ensure no voice goes unheard, we provide multiple avenues for filing complaints:

   - Localized Physical Access: We maintain strategically placed complaint boxes across our operational areas, allowing for easy and, if preferred, anonymous submissions.
   - Digital Connectivity: Dedicated email portals are available for formal grievances. To ensure inclusivity, these channels support communication in both English and local vernacular languages.

2. A Structured Redressal Workflow

   Our resolution process is designed to be both rigorous and empathetic:

   - Systematic Investigation: Every grievance triggers a predefined investigative protocol to ensure thoroughness and timely closure.
   - Whistleblower Safeguards: We prioritize the confidentiality and protection of the complainant. Our policies strictly prohibit any form of retaliation or adverse repercussions against individuals who raise concerns in good faith.

Describe the mechanisms to receive and redress grievances of the community.
3. Proactive Community Integration We believe that a grievance system is only effective if the community knows how to use it: • Capacity Building: We conduct regular workshops and training sessions to sensitize stakeholders on their rights and the specific steps required to seek support. • Feedback Loops: We treat the community as a partner in our growth, actively seeking their input to refine and improve our redressal infrastructure continuously. 4. Policy-Driven Resolution Our approach to community welfare is anchored in our core corporate values: • Equity and Inclusion: Our commitment to Equal Opportunity ensures that every grievance is handled without bias, regardless of the individual's background. • Sustainable Impact: By aligning our grievance mechanisms with our broader environmental and social sustainability goals, we ensure that our operational footprint remains a net positive for the communities we serve.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

Category	FY 2025-2026 (Current Financial Year) %	FY 2024-2025 (Previous Financial Year) %
Directly sourced from MSMEs/ small producers	42%	48%
Sourced directly from within India	76%	79%

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost.**

Location	FY 2025-2026 (Current Financial Year) %	FY 2024-2025 (Previous Financial Year) %*
Rural	61%	66%
Semi- Urban	3%	23%
Urban	-	-
Metropolitan	36%	11%

* The figures have been restated.

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

The Company's commitment to engaging with and providing value to our consumers in a responsible manner is an essential part of our business strategy. We believe that by doing so, we can build trust and loyalty with our customers and contribute to a sustainable future for all.

As a responsible business, we recognize the importance of engaging with and providing value to our consumers in a responsible manner. We aim to ensure that our products and services meet the needs of our customers while minimizing any negative impacts on society and the environment.

To achieve this, we strive to understand the needs and preferences of our customers and engage with them through various channels to provide the best possible experience. We also aim to provide accurate and transparent information about our products and services, including their safety, quality, and environmental impact.

We believe in responsible marketing practices and avoid any form of deceptive advertising or promotion. Our pricing policies are fair and transparent, and we do not engage in any anti-competitive behaviour.

ESSENTIAL INDICATORS:

1. **Consumer Complaints and feedback:**

Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Stove Kraft has established a highly structured, multi-tier ecosystem to manage consumer complaints and feedback, ensuring that issues are captured from diverse touchpoints and resolved through a standardized technical workflow.

Based on the Company's internal protocols and infrastructure, the following mechanisms are in place:

1. Multi-Channel Access Points: The company provides several "Inbound Infrastructure" gateways to ensure customers can reach support easily.
   - ➢ Centralized Helpline: A single Tata PRI (Primary Rate Interface) number acts as a centralized gateway to route calls across support centers. Key numbers include +91 63649 14202 (Pigeon/WhatsApp) and +91 96062 90202 (Black+Decker).
   - ➢ Digital & Social Presence: Complaints are actively monitored on Instagram, Facebook, and LinkedIn. A dedicated email desk manages queries via customercare@stovekraft.com using a centralized dashboard.
   - ➢ Packaging & Offline Ads: Contact details are prominently displayed on all product packaging, warranty cards, and newspaper advertisements.
2. Standardized Complaint Management (CRM): Every complaint follows a rigorous digital lifecycle within the company's Customer Relationship Management (CRM) system.

   Ticket Generation: Once logged, a ticket is automatically raised with a brand-specific prefix (PIG for Pigeon, BND for Black & Decker, GIL for Gilma) or ENQ for general inquiries.

   Assignment & Notifications: Tickets are automatically assigned to service providers based on the customer's pin code. Technicians receive real-time notifications via WhatsApp.

   Integrity Protocol (OTP Closure): A unique safety feature ensures that a ticket remains "Open" until the customer provides an OTP to the technician. This OTP is only shared once the customer is satisfied with the resolution.
3. Geographical Service Benchmarks (Turnaround Time - TAT)

   To ensure predictable and reliable support, the Company categorizes service regions into three tiers with defined resolution timelines:

Category	Coverage Area	Resolution TAT
Class A	Metros, Mini-Metros, and State Capitals	Max 2 Days
Class B	Urban Areas and Major Towns	0 – 3 Days
Class C	Rural Areas (Population < 25,000)	0 – 5 Days

Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

4. Advanced Feedback and Quality Control

   The Company utilizes consumer complaint data as a strategic driver for manufacturing and R&D improvements:

   - Voice of Customer (VOC) Analysis: On a quarterly basis, a 3-level data correlation is performed, analysing total complaints as a percentage of units sold.
   - Threshold Monitoring: Any product model exceeding a 2.5% complaint rate is classified as "High Concern." The organizational benchmark is to maintain a complaint rate below 1%.
   - Agile R&D Intervention: Based on "Top 4 failing parts" intelligence, identified design or component flaws are assigned a strict one-month resolution window for the R&D team to implement corrections.

5. Escalation and Specialized Consumer Support

   Stovekraft employs a layered support strategy to resolve issues efficiently and empathetically:

   - Technical First-Response: Support teams are trained in remote troubleshooting (eg, resolving E0 induction errors via telephone) to provide immediate solutions without requiring physical transit.
   - Emotional Intelligence (EQ) Routing: Complex or sensitive grievances are escalated to senior agents with specialized EQ training or directly to Team Leaders (TLs) for high-touch resolution.
   - Operational Continuity (Standby Support): For essential appliances requiring extended repair times, the Company provides standby products to minimize disruption to the consumer's daily household activities.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

Category	As a percentage to total turnover
Environmental and social parameters relevant to the product	-
Safe and responsible usage	100
Recycling and/or safe disposal	-

3. Number of consumer complaints in respect of the following:

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	NIL	NIL	None	NIL	NIL	None
Advertising	NIL	NIL	None	NIL	NIL	None
Cyber-security	NIL	NIL	None	NIL	NIL	None
Delivery of essential services	NIL	NIL	None	NIL	NIL	None
Restrictive Trade Practices	NIL	NIL	None	NIL	NIL	None
Unfair Trade Practices	NIL	NIL	None	NIL	NIL	None
Other	786,997	12,211	All complaints received during this financial year were related to general concerns, and the same has been promptly resolved them with utmost priority	7,12,994	13,484	All complaints received during this financial year were related to general concerns, and the same has been promptly resolved them with utmost priority

4. **Details of instances of product recalls on account of safety issues:**

Particulars	Number	Reasons for recall
Voluntary recalls	Nil	None
Forced recalls	Nil	None

5. **Cyber security policy:**

Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

- Stove Kraft Limited has implemented a comprehensive Cyber Security and Data Privacy Policy that serves as a formal framework for protecting its digital infrastructure and information assets. The policy adopts a risk-based approach by classifying data into High, Medium, and Low-risk categories. High-risk information, such as financial, payroll, and biometric data, is subject to the most stringent controls, including mandatory encryption during transmission. This framework is not limited to internal operations but extends its scope to all employees, vendors, interns, and business partners, ensuring that any third party with access to sensitive information adheres to the Company's privacy principles.
- To mitigate cyber threats, the entity utilizes a multi-layered defense strategy centered on strict access control and continuous monitoring. Access to networks and servers requires individual authentication through strong passwords or biometrics, while default passwords must be changed immediately upon system installation. The IT department is mandated to conduct regular security reviews of firewalls, routers, and servers, supplemented by active intrusion detection systems and licensed, up-to-date anti-virus software. By integrating frequent log reviews and standardized data backup protocols, Stovekraft maintains a resilient security posture designed to detect, report, and resolve unauthorized access or system vulnerabilities promptly.

  The policy can be accessed at the given link:

  https://stovekraft.com/storage/investors/pdf/4acoGL6lUCVbzfZI7J0BXsLy7y7iGl2EFevXey3q.pdf

6. **Corrective Actions:**

Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services

There were no instances of problems related to advertising, delivery of essential services, cyber security, and data privacy of customers, as well as no re-occurrence of product recalls, and no penalties or actions taken by regulatory authorities regarding the safety of the company's products or services.

7. **Provide the following information relating to data breaches:**

a. Number of instances of data breaches	Nil
b. Percentage of data breaches involving personally identifiable information of customers	Nil
c. Impact, if any, of the data breaches	Not Applicable

Independent Auditor's Report

To the Members of Stove Kraft Limited

Report on the Audit of the Financial Statements

OPINION

1. We have audited the accompanying financial statements of Stove Kraft 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 of profit 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 50 to the financial statements that describes the search operations carried out by the Income Tax Department at various business premises of the Company in November 2023. Subsequently, the Company received notices and orders for various assessment years, towards which the Company has furnished details, filed appeals or rectification application for the relevant assessment years. For certain assessment years, the Income Tax Department is yet to complete the tax assessments. Management has assessed that the search operations and the assessment/ reassessment for various assessment years are not likely to have any material adverse impact on the financial position of the Company.

   Our conclusion is not modified in respect of this matter.

KEY AUDIT MATTERS

5. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were 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 these matters.

Key audit matter	How our audit addressed the key audit matter
Estimate of rebates and discounts (Refer Note 27 to the financial statements) The Company sells its products through various channels like general trade (retailers), e-commerce, modern retail, exports, retail stores etc., with discounts based on the agreed schemes and recognises liabilities related to rebates and discounts. As per the accounting policy of the Company, revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates, loyalty benefits and any taxes etc. The management makes significant estimates in determining the rebates/ discounts linked to sales, which are offered to the customers. The matter has been determined to be a key audit matter in view of the involvement of significant estimates / judgement made by the management and the amount of such rebates and discounts for the year being significant.	**Our procedures included the following:** • Obtained an understanding from the management with regard to controls relating to recording of rebates and discounts, and evaluated the design and tested the operating effectiveness of such controls. • Obtained an understanding of the schemes provided by the Company to its customers. • For selected sample customers and transactions: - Verified the inputs used in the estimation of rebates and discounts to source data; - Assessed the underlying assumptions used for determination of rebates and discounts; - Assessed the completeness of liability recognised by evaluating the parameters and the underlying calculations; and - Tested credit notes issued to customers and payments made to them during the year and subsequent to the year end.

OTHER INFORMATION

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the financial statements and our auditor's report thereon. The Annual 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 do 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 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 Annual 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. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters.

We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

15. 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.

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

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

    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 16(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 and 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 16(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 43(a) to the financial statements;

        ii. The Company was not required to recognise a provision as at March 31, 2026 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contracts. The Company did not have any long term derivative contracts for which there were 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 51(vii) 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 51(vii) 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 final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 46 to the financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

vi. Based on our examination, which included test checks and reliance on independent service auditors' report for application maintained by third party service provider, the Company has used multiple 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 in respect of one accounting software, wherein the audit trail feature was not enabled at the database level to log any direct database changes. During the course of performing our procedures, other than the aforesaid instance of audit trail not maintained where the question of our commenting does not arise, 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.

17. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

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

Mohan Danivas S A
Partner
Membership Number: 209136
UDIN: 26209136FEWYME5690

Date: May 12, 2026
Place: Bengaluru

Annexure A to Independent Auditor's Report

Referred to in paragraph 16(g) of the Independent Auditor's Report of even date to the members of Stove Kraft 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 Stove Kraft 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 was 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.

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: 012754N/N500016

Mohan Danivas S A
Partner
Membership Number: 209136
UDIN: 26209136FEWYME5690

Date: May 12, 2026
Place: Bengaluru

Annexure B to Independent Auditor's Report

Referred to in paragraph 15 of the Independent Auditor's Report of even date to the members of Stove Kraft Limited on the financial statements as of and for the year ended March 31, 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.

(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 three 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 3(a) to the financial statements, are held in the name / erstwhile name of the Company. [Also refer Note 51(xiii) to the financial statements].

(d) The Company has chosen cost model for its Property, Plant and Equipment (including Right of Use assets) and Intangible Assets. 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 ₹ 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 other than those as set out below; (Also, refer Note 49 to the financial statements).

(Amount in ₹ Millions)

Name of the Bank/ Financial Institution	Aggregate working capital limits sanctioned	Nature of Current Asset offered as Security	Quarter ended	Amount disclosed as per quarterly return/ statement (A)	Amount as per books of account (B)	Difference (A-B)	Reasons for difference
HDFC Bank, ICICI Bank, Axis Bank and DBS Bank	3,200	Trade Receivables	June 2025	1,639.88	1,447.24	192.64	As explained by the management, the difference is mainly attributable to provision for expected credit loss, credit note accruals for trade schemes and period end reversals which were not included in the statement filed with the banks. Additionally, receivables were presented net off advance from customers in the statements filed with the banks.
			September 2025	1,916.90	1,566.85	350.05	
			December 2025	1,554.47	1,256.55	297.92	
			March 2026	1,453.91	1,149.59	304.32	
HDFC Bank, ICICI Bank and Axis Bank DBS Bank	3,200	Inventory	June 2025	3,554.84	3,721.88	(167.04)	As explained by the management the difference is mainly attributable to certain category of inventories and provision for obsolescence not considered in the statements filed with the banks.
			September 2025	3,152.33	3,315.62	(163.29)	
			December 2025	3,295.26	3,472.43	(177.17)	
			March 2026	3,331.78	3,600.12	(268.34)	

iii. The Company has not made any investments or granted secured/ unsecured loans/advances in nature of loans or stood guarantee or provided security to any parties during the year. Therefore, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.

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 are 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. 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, the Company is generally regular in depositing undisputed statutory dues in respect of goods and services tax, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, income tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues, as applicable, with the appropriate authorities. However, there are no arrears of statutory dues outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) There are no statutory dues of employees' state insurance, professional tax, duty of excise, cess and goods and services tax which have not been deposited on account of any dispute. The particulars of other 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 (₹)	Amount paid under protest (₹)	Financial year to which the amount relates	Forum where the dispute is pending
Tamil Nadu Value Added Tax Act, 2006	Value Added Tax	3,451,679	3,451,679	2011-12	Commissioner Tax office Washermenpet-I Chennai
Tamil Nadu Value Added Tax Act, 2006	Value Added Tax	693,431	693,431	2013-14	Commissioner Tax office Washermenpet-I Chennai
Tamil Nadu Value Added Tax Act, 2006	Value Added Tax	83,712	83,712	2014-15	Commissioner Tax office Washermenpet-I Chennai
Tamil Nadu Value Added Tax Act, 2006	Value Added Tax	251,595	19,945	2015-16	Commissioner Tax office Washermenpet-I Chennai
Kerala Value Added Tax Act, 2003	Value Added Tax	8,306,008	2,331,256	2012-13	Deputy Commissioner (GST) Perumbavoor
Gujarat Value Added Tax Act, 2003	Value Added Tax	460,353	392,500	2013-14	Deputy Commissioner (GST) Gujarat
Custom Duty Act, 1962	Customs Duty	4,007,495	1,076,875	2017-18	Commissioner (Appeals), Bengaluru
Custom Duty Act, 1962	Customs Duty	795,453	27,000	2020-21	Commissioner of Custom (appeal) Chennai
Custom Duty Act, 1962	Customs Duty	62,519,324	2,333,225	August 2, 2018 to December 24, 2022	Central Excise and Service Tax Appellate Tribunal (CESTAT), South Zonal Bench
Custom Duty Act, 1962	Customs Duty	48,841,712	1,824,064	August 2, 2018 to January 31, 2023	Central Excise and Service Tax Appellate Tribunal (CESTAT), South Zonal Bench
Custom Duty Act, 1962	Customs Duty	3,268,178	207,614	2020-21	Commissioner of Custom (appeal) Chennai
Custom Duty Act, 1962	Customs Duty	6,911,464	146,680	2020-21	Commissioner of Custom (appeal) Chennai
Finance Act, 1994	Service tax	7,026,889	-	2013-14 and 2014-2015	Additional Commissioner of Central Excise, Bengaluru
Income Tax Act, 1961	Income tax	11,028,290	-	2020-21	Deputy Commissioner of Income Tax, Bangalore
Income Tax Act, 1961	Income tax	11,701,700	-	2021-22	Commissioner of Income Tax (Appeals), Bangalore
Income Tax Act, 1961	Income tax	1,799,680	-	2022-23	Commissioner of Income Tax (Appeals), Bangalore

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 unutilized balance of term loan obtained in earlier years as on April 1, 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) On an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

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, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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 Sections 177 and 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.

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 him. 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 ("CIC") as defined in the regulations made by the Reserve Bank of India. Accordingly, the additional 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 (Also refer Note 45 to the financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that 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.

xx As at balance sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable.

xxi The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

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

Mohan Danivas S A
Partner
Membership Number: 209136
UDIN: 26209136FEWYME5690

Date: May 12, 2026
Place: Bengaluru

Balance Sheet

(Amount in Rupees Millions, unless otherwise stated)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Assets			
Non-current assets			
Property, plant and equipment	3(a)	5,189.62	4,585.03
Capital work-in-progress	3(b)	148.24	226.33
Right-of-use assets	3(c)(i)	624.05	1,597.08
Goodwill	3(d)	-	-
Other intangible assets	3(d)	16.01	89.82
Financial assets			
i. Investments	4	-	-
ii. Other financial assets	5	108.44	73.90
Current tax assets (net)	6	36.42	23.99
Deferred tax assets (net)	7	57.60	32.29
Other non-current assets	8	160.42	220.74
Total non-current assets		**6,340.80**	**6,849.18**
Current assets			
Inventories	9	3,600.12	3,609.62
Financial assets			
i. Trade receivables	10	1,149.59	1,314.36
ii. Cash and cash equivalents	11(a)	219.52	27.64
iii. Bank balances other than cash and cash equivalents above	11(b)	84.97	67.41
iv. Loans	12	0.40	0.07
v. Other financial assets	13	19.76	17.07
Other current assets	14	326.45	154.45
Total current assets		**5,400.81**	**5,190.62**
Total assets		**11,741.61**	**12,039.80**
Equity and liabilities			
Equity			
i. Equity share capital	15(a)	331.07	330.76
ii. Other equity	15(b)	4,711.35	4,377.59
Total equity		**5,042.42**	**4,708.35**
Liabilities			
Non-current liabilities			
Financial liabilities			
i. Borrowings	16	15.81	-
ii. Lease liabilities	3(c)(ii)	353.15	1,518.79
iii. Suppliers credit	17	-	87.77
iv. Other financial liabilities	22	617.70	80.93
Other non-current liabilities	25	4.86	-
Provisions	19	153.45	80.60
Total non-current liabilities		**1,144.97**	**1,768.09**
Current liabilities			
Financial liabilities			
i. Borrowings	20	8.36	1,795.39
ii. Lease liabilities	3(c)(ii)	242.22	161.13
iii. Suppliers credit	18	551.48	148.99
iv. Trade payables	21		
(a) total outstanding dues of micro enterprises and small enterprises		226.10	101.67
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		3,360.99	2,517.90
v. Other financial liabilities	23		
(a) total outstanding dues of micro enterprises and small enterprises		27.27	6.71
(b) total outstanding dues to other than micro enterprises and small enterprises		627.87	359.68
Other current liabilities	26	418.63	348.47
Provisions	24	91.30	123.42
Total current liabilities		**5,554.22**	**5,563.36**
Total liabilities		**6,699.19**	**7,331.45**
Total equity and liabilities		**11,741.61**	**12,039.80**

The accompanying notes are an integral part of these financial statements.
This is the Balance Sheet referred to in our report of even date.

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

Mohan Danivas S A
Partner
Membership Number: 209136

Place: Bengaluru
Date: May 12, 2026

For and on behalf of the Board of Directors

Rajendra Gandhi
Managing Director
DIN: 01646143

Neha Gandhi
Executive Director
DIN: 07623685

Ramakrishna Pendyala
Chief Financial Officer

Shrinivas P Harapanahalli
Company Secretary
Membership Number:A-26590

Place: Bengaluru
Date: May 12 2026

Statement of Profit and Loss

(Amount in Rupees Millions, unless otherwise stated)

Particulars	Note No.	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Income			
Revenue from operations	27	16,074.24	14,498.17
Other income	28(a)	30.30	20.57
Other gains / (losses) - net	28(b)	(114.07)	(16.66)
Total income		**15,990.47**	**14,502.08**
Expenses			
Cost of materials consumed	29	9,023.84	8,312.03
Purchase of stock-in-trade	30	746.45	928.41
Changes in inventories of finished goods, stock-in-trade and work-in-progress	31	78.46	(266.73)
Employee benefits expense	32	1,884.66	1,718.55
Finance costs	33	272.43	310.39
Depreciation and amortization expense	34	795.32	712.35
Allowance for expected credit loss / impairment of financial assets	36(3)(ii)	14.08	35.78
Other expenses	35	2,665.40	2,263.42
Total expenses		**15,480.64**	**14,014.20**
Profit before tax		**509.83**	**487.88**
Income tax expense:	48		
Current tax expense		116.09	109.87
Deferred tax expense/ (credit)		(26.17)	(7.04)
Total tax expenses		**89.92**	**102.83**
Profit for the year		**419.91**	**385.05**
Other comprehensive income/ (loss)			
Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefit plans - gains / (losses) (net)		3.42	(2.90)
Income tax impact relating to the above		(0.86)	0.73
Total other comprehensive income/ (loss) for the year		**2.56**	**(2.17)**
Total comprehensive income for the year		**422.47**	**382.88**
Earnings per share			
Basic (in Rs.) (Face value of Rs.10 each)	39	12.69	11.65
Diluted (in Rs.) (Face value of Rs.10 each)	39	12.69	11.64

The accompanying notes are an integral part of these financial statements.
This is the Statement of Profit & Loss referred to in our report of even date.

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

Mohan Danivas S A
Partner
Membership Number: 209136

Place: Bengaluru
Date: May 12, 2026

For and on behalf of the Board of Directors

Rajendra Gandhi
Managing Director
DIN: 01646143

Neha Gandhi
Executive Director
DIN: 07623685

Ramakrishna Pendyala
Chief Financial Officer

Shrinivas P Harapanahalli
Company Secretary
Membership Number:A-26590

Place: Bengaluru
Date: May 12 2026

Statement of Cash Flows

(Amount in Rupees Millions, unless otherwise stated)

Particulars	Note No.	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Cash flow from operating activities			
Profit before tax		**509.83**	**487.88**
Adjustments for :			
Depreciation and amortisation expense	34	795.32	712.35
Allowance for expected credit loss / impairment of financial assets	36(3)(ii)	14.08	35.78
Provision for bad and doubtful non financial assets	35	3.76	3.42
Interest from banks on deposits	28(a)	(4.41)	(4.65)
Unwinding of discount on security deposits	28(a)	(7.51)	(6.47)
Net (gain) / loss on mark-to-market of forward exchange contracts	28(b)	21.66	(4.73)
(Profit) / loss on disposal of property, plant and equipment and other intangible assets (net)	28(b)	(5.84)	13.60
Gain on remeasurements of leases	28(b)	(15.71)	-
Gain on termination of leases	28(b)	(2.59)	(5.74)
Interest and other finance costs	33	272.43	310.39
Unrealised (gain)/loss on foreign currency transactions and translation - (net)		59.69	2.35
Share-based compensation expenses	32	(4.54)	3.66
Operating cash profit before changes in working capital		**1,636.17**	**1,547.84**
Movement in working capital			
(Increase) / decrease in inventories		9.50	(406.27)
(Increase) / decrease in trade receivables		164.48	115.57
(Increase) / decrease in other financial assets and loans		(19.27)	(33.49)
(Increase) / decrease in other assets		(169.79)	96.30
Increase / (decrease) in other financial liabilities		70.57	127.69
Increase / (decrease) in trade payables		902.86	11.78
Increase / (decrease) in other liabilities		72.94	(63.33)
Increase / (decrease) in provisions		38.48	26.66
Cash generated from operations		**2,705.94**	**1,422.75**
Net income taxes (paid) / refund received		(128.52)	(123.67)
Net cash generated from / (used in) operating activities (A)		**2,577.42**	**1299.08**
Cash flow from investing activities			
Payment for property, plant and equipment and other intangible assets		(1,111.76)	(820.58)
Proceeds from disposal of property, plant and equipment and other intangible assets		31.00	9.41
Interest received from banks on deposits		3.92	4.76
Proceeds from/(investments in) margin money deposit with banks - net		(17.14)	11.92
Net cash generated from / (used in) investing activities (B)		**(1,093.98)**	**(794.49)**
Cash flows from financing activities			
Proceeds of long-term borrowings		26.12	-
Repayment of long-term borrowings		(10.31)	(48.98)
Proceeds from / (repayment of) short-term borrowings (net)		(1,787.03)	390.58
Proceeds from / (repayment of) supplier finance arrangement (suppliers credit) (net)		314.72	(384.80)

Statement of Cash Flows

(Amount in Rupees Millions, unless otherwise stated)

Particulars	Note No.	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Proceeds from issues of shares (including share premium and net of share issue expenses)		15.44	12.37
Dividend paid		(99.24)	(82.59)
Proceeds from sale and lease back		847.84	-
Repayments of financial liabilities towards sale and lease back		(85.04)	-
Payment of lease liabilities		(262.56)	(245.42)
Interest and other finance charges paid		(251.50)	(189.41)
Net cash generated from / (used in) financing activities (C)		**(1291.56)**	**(548.25)**
Net Increase / (decrease) in cash and cash equivalents (A+B+C)		**191.88**	**(43.66)**
Cash and cash equivalents at beginning of the year	11(a)	27.64	71.30
Cash and cash equivalents at the end of the year	**11(a)**	**219.52**	**27.64**
Reconciliation of cash and cash equivalents			
Cash and cash equivalents as at the year end comprises of:	11(a)		
(a) Cash on hand		1.96	8.41
(b) Remittance in transit		5.33	14.74
(c) Balances with banks:			
in current accounts		212.23	4.49
Total		**219.52**	**27.64**
Non-cash financing and investing activities			
Acquisition of right-of-use assets	3(c)	264.52	739.81
Acquisition of license rights	3(d)	-	90.71

The accompanying notes are an integral part of these financial statements.
This is the Statement of Cash Flows referred to in our report of even date.

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

Mohan Danivas S A
Partner
Membership Number: 209136

Place: Bengaluru
Date: May 12, 2026

For and on behalf of the Board of Directors

Rajendra Gandhi
Managing Director
DIN: 01646143

Neha Gandhi
Executive Director
DIN: 07623685

Ramakrishna Pendyala
Chief Financial Officer

Shrinivas P Harapanahalli
Company Secretary
Membership Number:A-26590

Place: Bengaluru
Date: May 12 2026

Statement of Changes in Equity

(Amount in Rupees Millions, unless otherwise stated)

A. EQUITY SHARE CAPITAL

Particulars	March 31, 2026	March 31, 2025
Opening balance	330.76	330.52
Changes in equity share capital during the year		
Add: Exercise of vested share options	0.31	0.24
Closing balance	**331.07**	**330.76**

B. OTHER EQUITY

Particulars	Notes	Reserves and Surplus			Total other equity
		Retained earnings	Securities premium	Share options outstanding account	
Opening Balance as at April 01, 2024		**165.63**	**3,878.95**	**16.97**	**4,061.55**
Profit for the year		385.05	-	-	385.05
Other comprehensive income		(2.17)	-	-	(2.17)
Total comprehensive income for the year		**382.88**	**-**	**-**	**382.88**
Transactions with owners in their capacity as owners:					
Securities Premium on issue of shares		-	12.13	-	12.13
Reclassification upon exercise of options during the year		-	3.58	(3.58)	-
Dividend Paid		(82.63)	-	-	(82.63)
Share-based compensation expenses	32	-	-	3.66	3.66
Closing Balance as at March 31, 2025	**15(b)**	**465.88**	**3,894.66**	**17.05**	**4,377.59**
Profit for the year		419.91	-	-	419.91
Other comprehensive income		2.56	-	-	2.56
Total comprehensive income for the year		**422.47**	**-**	**-**	**422.47**
Transactions with owners in their capacity as owners:					
Securities Premium on issue of shares		-	15.13	-	15.13
Reclassification upon exercise of options during the year		-	5.97	(5.97)	-
Dividend Paid		(99.30)	-	-	(99.30)
Share based compensation expense	32	-	-	(4.54)	(4.54)
Closing Balance as at March 31, 2026	**15(b)**	**789.05**	**3,915.76**	**6.54**	**4,711.35**

The accompanying notes are an integral part of these financial statements.
This is the Statement of Changes in Equity referred to in our report of even date.

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

Mohan Danivas S A
Partner
Membership Number: 209136

Place: Bengaluru
Date: May 12, 2026

For and on behalf of the Board of Directors

Rajendra Gandhi
Managing Director
DIN: 01646143

Neha Gandhi
Executive Director
DIN: 07623685

Ramakrishna Pendyala
Chief Financial Officer

Shrinivas P Harapanahalli
Company Secretary
Membership Number:A-26590

Place: Bengaluru
Date: May 12 2026

Notes to Financial Statements

1 GENERAL INFORMATION

Stove Kraft Limited (the 'Company' / 'SKL') is a company domiciled in India, with its registered office situated at Bengaluru. It is engaged primarily in the business of manufacture of pressure cookers, LPG stoves, non-stick cookware and trading of other kitchen and electrical appliances under the brand names "Pigeon" and "Gilma". The Company also possesses a licensing agreement with Stanley Black & Decker on certain categories of appliances.

The Corporate Identification Number (CIN) of the Company is L29301KA1999PLC025387.

These Financial Statements are approved for issue by the Company's Board of Directors in their meeting held on May 12, 2026.

2.1 Basis of preparation

(i) Compliance with Ind AS

These 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 the historical cost basis except for the following:

- certain financial assets and liabilities (including derivative instruments)
- defined benefit plans – plan assets measured at fair value
- share based payments that are measured at fair value at grant date.
- on transition to Ind AS as at April 1, 2017, the company elected to consider the fair value of all of its property, plant and equipment and intangible assets in its opening Ind AS Balance Sheet as deemed cost of property, plant and equipment.

(iii) Based on the nature of products of the company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

(iv) New and amended standards adopted by the Company

The Ministry of Corporate Affairs vide notification dated May 7, 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 1 April 2025:

(a) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1

This new policy did not result in a change in the classification of Company's borrowings. The Company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

(b) Supplier Finance Arrangements – Amendments to Ind AS 7 and Ind AS 107

As a result of the adoption of the amendments to Ind AS 7 and Ind AS 107, the Company provided new disclosures for liabilities under supplier finance arrangements in note 18 (i) and note 21 (a).

(c) International Tax Reform – Pillar Two Model Rules – Amendments to Ind AS 12

The Company is not within the scope of the OECD Pillar Two Model Rules, as Pillar Two legislation has not yet been enacted in any of the jurisdictions in which the Company operates.

(d) Lack of Exchangeability – Amendments to Ind AS 21

The amended Ind AS 21 have added requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use where it is not. These amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

Notes to Financial Statements

(v) Standards issued but not yet effective

MCA notified new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules, 2015 as issued from time to time.

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 1 April 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 operation or financial statements.

2.2 Use of critical estimates and management judgments

The preparation of financial statements requires the use of accounting estimates which, by definition, will likely defer from the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. The areas involving critical estimates or judgements are:

(i) Provision for Warranties (Refer note 19.2)

(ii) Provision for refund liabilities (Refer note 26)

(iii) Defined benefit plan obligations (Refer note 19.1 & 37)

(iv) Allowance for expected credit loss (Refer note 10 & 36.3.(ii))

Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

3(A) PROPERTY, PLANT AND EQUIPMENT

Freehold land is carried at historical cost less impairment, if any. All other items of property, plant and equipment are stated at historical cost less depreciation, and impairment loss, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the assets.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate the cost of the assets, net of their residual values, over their estimated useful lives as follows:

Asset category	Useful life (in years)
Buildings	10 to 30 years
Plant and machinery	3 to 25 years
Furniture and fixtures	3 to 10 years
Leasehold improvements (*)	3 to 10 years
Computers	3 to 6 years
Office Equipments	5 to 10 years
Vehicles	8 years

(*) Leasehold improvements are depreciated over the shorter of their useful life or the lease term, unless the entity expects to use the assets beyond the lease term.

The useful lives have been determined based on technical evaluation done by the management which are in line or lower than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets.

See note 52.1 for the other accounting policies relevant to Property, Plant and Equipment.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

Gross block

Particulars	Land	Buildings	Plant and machinery	Furniture and fixtures	Leasehold improvements	Computers	Office Equipments	Vehicles	Total
As at April 01, 2024	798.51	937.36	3,119.33	55.33	175.71	44.89	52.12	53.53	5,236.78
Additions	-	-	399.35	3.32	130.60	4.69	12.21	-	550.17
Transfers	-	206.88	281.63	11.25	57.21	-	14.61	-	571.58
Disposals	-	-	(1.43)	(0.91)	(15.43)	(0.14)	(0.72)	-	(18.63)
As at March 31, 2025	**798.51**	**1,144.24**	**3,798.88**	**68.99**	**348.09**	**49.44**	**78.22**	**53.53**	**6,339.90**
As at April 01, 2025	**798.51**	**1,144.24**	**3,798.88**	**68.99**	**348.09**	**49.44**	**78.22**	**53.53**	**6,339.90**
Additions	28.27	4.48	403.96	-	75.34	6.00	9.62	31.73	559.40
Transfers	-	154.68	545.43	0.52	2.16	-	0.04	3.96	706.79
Disposals	-	-	(36.23)	(2.16)	(31.01)	(0.65)	(1.75)	(4.05)	(75.85)
As at March 31, 2026	**826.78**	**1,303.40**	**4,712.04**	**67.35**	**394.58**	**54.79**	**86.13**	**85.17**	**7,530.24**

Accumulated depreciation

Particulars	Land	Buildings	Plant and machinery	Furniture and fixtures	Leasehold improvements	Computers	Office Equipments	Vehicles	Total
As at April 01, 2024	-	142.36	985.80	25.06	34.94	27.99	24.10	30.34	1,270.59
Depreciation expense	-	36.98	364.37	8.43	53.90	8.95	11.36	5.68	489.67
Disposals	-	-	(0.29)	(0.15)	(4.66)	(0.08)	(0.21)	-	(5.39)
As at March 31, 2025	**-**	**179.34**	**1,349.88**	**33.34**	**84.18**	**36.86**	**35.25**	**36.02**	**1,754.87**
As at April 01, 2025	**-**	**179.34**	**1,349.88**	**33.34**	**84.18**	**36.86**	**35.25**	**36.02**	**1,754.87**
Depreciation expense	-	44.99	456.93	7.89	98.03	9.01	13.40	6.18	636.43
Disposals	-	-	(30.86)	(0.86)	(13.60)	(0.50)	(0.85)	(4.02)	(50.69)
As at March 31, 2026	-	224.33	1,775.95	40.37	168.61	45.37	47.80	38.18	2,340.61
Net carrying amounts:									
As at March 31, 2026	**826.78**	**1,079.07**	**2,936.09**	**26.98**	**225.97**	**9.42**	**38.33**	**46.99**	**5,189.62**
As at March 31, 2025	**798.51**	**964.90**	**2,449.00**	**35.65**	**263.91**	**12.58**	**42.97**	**17.51**	**4,585.03**

Notes:

(i) Refer Note 16 and Note 20 for information on property, plant and equipment pledged as security against fund and non-fund based facilities entered into by the Company.

(ii) Refer Note 43(b) for contractual commitments for the acquisition of property, plant and equipment.

(iii) 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 3(a) to the financial statements, are held in the name of the company/ erstwhile name of the Company (Stove Kraft Private Limited).

(iv) The balance of land includes Rs. 636.10 (March 31, 2024: Rs. 636.10) of fair value gains that was recognized at the time of adoption of Ind AS as at April 1, 2017 (refer Note 52.1).

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

3(B) CAPITAL WORK IN PROGRESS (CWIP)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening capital work-in-progress	226.33	295.67
Additions	628.70	502.24
Assets capitalised during the year	(706.79)	(571.58)
Closing capital work-in-progress	**148.24**	**226.33**

(i) Aging of CWIP

Particulars	CWIP as at March 31, 2026				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	
i) Projects in progress	62.88	85.36	-	-	148.24
ii) Projects temporarily suspended	-	-	-	-	-
Total	**62.88**	**85.36**	**-**	**-**	**148.24**

Particulars	CWIP as at March 31, 2025				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	
i) Projects in progress	226.33	-	-	-	226.33
ii) Projects temporarily suspended	-	-	-	-	-
Total	**226.33**	**-**	**-**	**-**	**226.33**

Note: CWIP as at the end of the current and previous year comprises of factory buildings under construction and plant and machinery yet to be commissioned.

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

Particulars	As at March 31, 2026				Total
	To be completed in				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) Projects in Progress					
Substation project	85.36	-	-	-	85.36
(ii) Projects temporarily suspended	-	-	-	-	-
	85.36	**-**	**-**	**-**	**85.36**

Note: There are no projects whose completion is overdue or has exceeded its budget compared to its original plan as at March 31, 2025.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

3(C) RIGHT OF USE ASSETS

As a lessee

The Company leases premises for its corporate office and various retail stores for which rental contracts are generally for a period of three to five years, but may have extension options as per the terms of the lease. The Company also leases certain Plant and Machinery for a fixed period of five years.

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

(i) the contract involves the use of an identified asset

(ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and

(iii) the Company has the right to direct the use of the asset.

Contracts may contain both lease and non-lease components. The Company allocates the consideration in the contract to the lease and non -lease component based on their relative standalone prices.

At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the Company recognizes the lease payments as an operating expense in the statement of profit and loss.

The ROU assets are initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs and restoration costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

ROU assets are depreciated from the lease commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. If the Company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

Lease Liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

See note 52.2 for the other accounting policies relevant to right-of-use assets and lease liabilities.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

3(C) RIGHT OF USE ASSETS (CONTD.)

(i) Amounts recognised in balance sheet - Right-of-use assets

Particulars	As at March 31, 2026	As at March 31, 2025
Buildings	358.59	1,344.53
Plant and machinery	265.46	252.55
	624.05	**1,597.08**
Additions to right-of-use assets during the year	264.52	739.81

(ii) Amounts recognised in balance sheet - Lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Current	242.22	161.13
Non-current	353.15	1,518.79
	595.37	**1,679.92**

Movement of lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	1,679.92	1,104.66
Add: lease liability recognised during the year (net)	244.74	707.21
Add: Interest expense (included in finance cost)	54.98	113.47
Less: Reassessment of lease term [Refer Note (v) below]	(1,080.13)	-
Less: Repayments of interest and principal	(304.14)	(245.42)
Closing Balance	**595.37**	**1,679.92**

(iii) Amounts recognised in statement of profit and loss

The statement of profit or loss shows the following amounts relating to leases:

	Particulars	Notes	For the year ended March 31, 2026	For the year ended March 31, 2025
	Depreciation charge of right-of-use assets	34	137.14	194.57
	Interest expense (included in finance cost)	33	54.98	113.47
	Expenses relating to short-term and variable leases (included in other expenses)	35	2.36	-
	Gain on remeasurements of leases [included in 'Other gains/ (losses) - Net'] [Refer Note (v) below]	28(b)	15.71	-
(iv)	The total cash outflow for leases		306.50	245.42

(v) Pursuant to the Company's evolving store portfolio strategy, which includes periodic store consolidations and closures, the Company reassessed its estimates relating to measurement and recognition of the right of use assets (including related security deposits) and corresponding lease liabilities under Ind AS 116. This reassessment resulted in a one-time gain of INR 15.71, which is recorded under 'Other gains / (losses) – net'. Consequent to such reassessment, the right-of-use assets and lease liabilities stands reduced by Rs. 1,064.42 and Rs. 1,080.13 respectively.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

3(D) GOODWILL AND OTHER INTANGIBLE ASSETS

Goodwill on acquisitions of business is included in intangible assets. Goodwill 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.

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting year, with the effect of any changes in estimate being accounted for on a prospective basis.

Amortisation method and useful lives

The Company amortises intangible assets with a limited useful life using the straight-line method over the following periods:

Asset category	Useful life (in years)
Computer software	3 to 6 years
Brands	4 years
License rights	5 years #

Amortised on straightline basis over the period of license agreement.

See note 52.3 for the other accounting policies relevant to Intangible Assets and Goodwill.

Gross block

Particulars	Computer Software	Brands	License right	Total	Goodwill
As at April 01, 2024	53.64	18.52	-	72.16	1.32
Additions	5.74	-	90.71	96.45	-
Disposals	-	(18.52)	-	(18.52)	(1.32)
As at March 31, 2025	**59.38**	**-**	**90.71**	**150.09**	**-**
As at April 01, 2025	**59.38**	**-**	**90.71**	**150.09**	**-**
Additions	4.66	-	-	4.66	-
Modification (Refer note below)	-	-	(56.72)	(56.72)	-
Disposals	-	-	-	-	-
As at March 31, 2026	**64.04**	**-**	**33.99**	**98.03**	**-**

Accumulated amortization / impairment

Particulars	Computer Software	Brands	License right	Total	Goodwill
Balance as at April 01, 2024	38.25	3.82	-	42.07	0.17
Amortization expense / impairment	6.24	4.93	15.78	26.95	1.15
Eliminated on disposal of assets	-	(8.75)	-	(8.75)	(1.32)
Balance as at March 31, 2025	**44.49**	**-**	**15.78**	**60.27**	**-**
Balance as at April 01, 2025	**44.49**	**-**	**15.78**	**60.27**	**-**
Amortization expense / impairment	8.32	-	13.43	21.75	-
Balance as at March 31, 2026	52.81	-	29.21	82.02	-

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

3(D) GOODWILL AND OTHER INTANGIBLE ASSETS (CONTD.)

Particulars	Computer Software	Brands	License right	Total	Goodwill
Net carrying amounts:					
As at March 31, 2026	**11.23**	**-**	**4.78**	**16.01**	**-**
As at March 31, 2025	**14.89**	**-**	**74.93**	**89.82**	**-**

Note: During the year ended March 31, 2026, the Company modified a contract relating to license rights, which resulted in the proportionate derecognition of intangible assets and corresponding lease liabilities amounting to Rs. 56.72.

4 INVESTMENTS

Particulars	As at March 31, 2026	As at March 31, 2025
Unquoted investments [Non-current]		
In equity instruments (measured at amortised cost)		
7,500 Equity shares of Rs. 10/- each fully paid up in Pigeon Appliances Private Limited ("PAPL")	0.08	0.08
Less:		
Impairment loss	(0.08)	(0.08)
Total	**-**	**-**
Aggregate amount of un-quoted investments	0.08	0.08
Aggregate amount of impairment in the value of investments	(0.08)	(0.08)

5 OTHER FINANCIAL ASSETS (NON-CURRENT)

Particulars	As at March 31, 2026	As at March 31, 2025
(Unsecured considered good, unless otherwise stated)		
Deposits with maturity of more than twelve months		
Balances held as margin money or security against non-fund based banking arrangements	-	0.42
Security deposits		
Considered Good	108.44	73.48
Considered doubtful	-	2.13
Less: Allowance for doubtful security deposits (Refer note 36.3)	-	(2.13)
Total	**108.44**	**73.90**

6 CURRENT TAX ASSETS (NET)

Particulars	As at March 31, 2026	As at March 31, 2025
Advance income tax (net) (Refer Note below)	36.42	23.99
Total	**36.42**	**23.99**

Note:

Advance tax is net of provision for income tax of Rs.545.64 (March 31, 2025 Rs. 429.55)

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

7 DEFERRED TAX ASSETS (NET)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets (net) (Refer Note 48)	57.60	32.29
Total	**57.60**	**32.29**

8 OTHER NON-CURRENT ASSETS

Particulars	As at March 31, 2026	As at March 31, 2025
(Unsecured considered good, unless otherwise stated)		
Capital advances		
Considered good	105.47	159.47
Considered doubtful	2.34	3.11
Less: Allowance for doubtful advances	(2.34)	(3.11)
	105.47	**159.47**
Indirect taxes paid under protest		
Considered good	13.05	12.70
Balance with government authorities		
Considered good	2.39	11.25
Considered doubtful	17.68	14.75
Less: Allowance for doubtful advances	(17.68)	(14.75)
	2.39	**11.25**
Security deposits	37.31	33.68
Prepaid expenses	2.20	3.64
Total	**160.42**	**220.74**

9 INVENTORIES

Inventories are stated at the lower of weighted average cost or net realisable value. Volume rebates or discounts are taken into account when estimating the cost of inventory if it is probable that they have been earned and will take effect.

See note 52.7 for the other accounting policies relevant to Inventories.

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials, components and packing materials (net) (Refer Note (i) below)	1,565.15	1,473.06
Goods-in-transit	124.13	147.26
Work-in-progress	304.16	329.61
Finished goods (net) (Refer Note (ii) below)	1,409.67	1,336.59
Traded goods (net) [including in transit Rs.Nil (March 31, 2025 Rs.17.67)] (Refer Note (ii) below)	197.01	323.10
Total	**3,600.12**	**3,609.62**

Refer note 16 and 20 for details of hypothecation.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

9 INVENTORIES (CONTD.)

Notes:

(i) Raw materials, components, packing materials and work-in-progess is net of provision for obsolescence of Rs. 33.55 (March 31, 2025: Rs. 20.87).

(ii) Finished goods and traded goods are net of provision for obsolescence aggregating to Rs.16.30 (March 31, 2025: Rs.11.73) and is net of write-down for Net realizable value Rs.0.1 (March 31, 2025: Rs. 0.01).

(iii) Amounts recognised in profit or loss

Provisions / write-downs of inventories on account of obsolescence, physical verification discrepencies and net realisable value writedowns aggregated to Rs. 17.25 (March 31, 2025: Reversal of Rs. 36.75). These were recognised as an expense during the year and included in 'Changes in inventories of finished goods, stock-in-trade and work-in-progress', and 'cost of materials consumed' in statement of profit and loss.

10 TRADE RECEIVABLES

For trade receivables, the company applies the simplified approach required under Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

See note 52.8 for the other accounting policies relevant to Trade receivables.

Particulars	As at March 31, 2026	As at March 31, 2025
Receivables considered good - secured	-	-
Receivables considered good - unsecured	1,303.49	1,463.21
Receivables which have significant increase in credit risk	-	-
Receivables - credit impaired	-	-
	1,303.49	**1,463.21**
Less: Loss allowance	(153.90)	(148.85)
Total	**1,149.59**	**1,314.36**

Refer note 16 and 20 for details of hypothecation.

Refer note 42 for receivables from related parties

Aging of trade receivables (excluding allowance for expected credit loss / impairment loss)

Particulars	As at March 31, 2026						
	Not Due	Outstanding for the following period from the due date of Invoice					
		Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	> 3 Years	Total
Undisputed Trade Receivables							
- considered good	879.73	188.92	30.74	87.22	77.84	39.04	1,303.49
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables							
- considered good	-	-	-	-	-	-	-
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Total	**879.73**	**188.92**	**30.74**	**87.22**	**77.84**	**39.04**	**1,303.49**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

10 TRADE RECEIVABLES (CONTD.)

Particulars	As at March 31, 2026						
	Not Due	Outstanding for the following period from the due date of Invoice					
		Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	> 3 Years	Total
Undisputed Trade Receivables							
- considered good	853.65	344.86	118.96	90.93	38.20	16.61	1,463.21
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Disputed Trade Receivables							
- considered good	-	-	-	-	-	-	-
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Total	**853.65**	**344.86**	**118.96**	**90.93**	**38.20**	**16.61**	**1,463.21**

The Company has from time to time in the normal course of business entered into factoring agreements with Banks/Institutions for some of the trade receivables on a non-recourse basis. Under this arrangement, the late payment and credit risk is transferred to Banks/Institutions without recourse to the Company. Therefore the Company derecognises the transferred assets at the point when the amount is received from the Banks/Institutions. The trade receivables do not include receivables amounting to Rs.240.02 (March 31, 2025: Rs.111.99) which has been derecognised (though the actual credit period to the customer has not expired) in accordance with Ind AS 109 - Financial Instruments, pursuant to such factoring arrangements.

11 (A) CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2026	As at March 31, 2025
Cash on hand	1.96	8.41
Remittance in transit	5.33	14.74
Balances with banks:		
In current accounts	212.23	4.49
Total	**219.52**	**27.64**

Note:

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the year.

11 (B) BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENT AS ABOVE

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks:		
(i) In earmarked accounts: balance held as margin money (Refer Note below)	84.87	67.37
(ii) In earmarked accounts: balance held for unpaid dividend	0.10	0.04
Total	**84.97**	**67.41**

Note:

Represents margin money deposits for non-fund based limits with banks.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

12 LOANS

Particulars	As at March 31, 2026	As at March 31, 2025
(Unsecured considered good)		
Advance to employees	0.40	0.07
Total	**0.40**	**0.07**

13 OTHER FINANCIAL ASSETS (CURRENT)

Particulars	As at March 31, 2026	As at March 31, 2025
(Unsecured considered good, unless otherwise stated)		
Government Incentive Receivable	4.30	6.26
Derivative assets (mark-to-market gain on foreign currency forward contract)	-	3.59
Interest accrued on deposit with banks	1.49	1.00
Receivable from payment aggregators	7.75	-
Receivables from related party (Refer Note 42)	6.22	6.22
Total	**19.76**	**17.07**

14 OTHER CURRENT ASSETS

Particulars	As at March 31, 2026	As at March 31, 2025
(Unsecured considered good, unless otherwise stated)		
Prepaid expense	20.58	18.35
Advances to suppliers / service providers		
Considered good	138.21	46.30
Considered doubtful	4.04	2.86
Less: Allowance for doubtful advances	(4.04)	(2.86)
	138.21	**46.30**
Right to recover returned goods (Refer Note below)	31.66	22.11
Balance with government authorities	136.00	67.69
Total	**326.45**	**154.45**

Note:
The balance relates to the cost pertaining to possible sales returns as at the end of the year.

15(A) EQUITY SHARE CAPITAL

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised		
40,000,005 Equity shares of Rs. 10/- each (As at March 31, 2025: 40,000,005 Equity shares of Rs. 10/- each)	400.00	400.00
Total	**400.00**	**400.00**
Issued, subscribed and fully paid up capital		
33,107,321 Equity shares of Rs. 10/- each (As at March 31, 2025: 33,075,826 Equity shares of Rs. 10/- each)	331.07	330.76
Total	**331.07**	**330.76**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

15(A) EQUITY SHARE CAPITAL (CONTD.)

(i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the reporting year:

Particulars	Equity shares of Rs. 10/- each	
	Number of Shares	Rs.
Opening balance as at April 01, 2024	**3,30,51,759**	**330.52**
Movement during the year		
Add: Issue of equity shares under employee stock option plan (Refer Note (iii) below)	24,067	0.24
Closing balance as at March 31, 2025	**3,30,75,826**	**330.76**
Opening balance as at April 01, 2025	**3,30,75,826**	**330.76**
Movement during the year		
Add: Issue of equity shares under employee stock option plan (Refer Note (iii) below)	31,495	0.31
Closing balance as at March 31, 2026	**3,31,07,321**	**331.07**

(ii) Terms and rights attached to equity shares

The Company has one class of equity shares having a face value of INR 10/- per share. Each holder of the equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, if any in proportion to their holdings.

(iii) Shares reserved for issue under options:

Information relating to Stove Kraft Limited Employee Stock Option Plan, including details of options issued, exercised and lapsed during the financial year and options outstanding as at the end of the reporting period, is set out in Note 38.

(iv) Contracts or commitments for the sale of shares or disinvestment:

There are no contracts or commitments for the sale of shares or disinvestment.

(v) Details of shares held by each shareholder holding 5% or more shares:

Particulars	As at March 31, 2026	As at March 31, 2025
Equity share of Rs. 10/- each		
Rajendra Gandhi		
No. of shares	1,82,69,115	1,82,69,115
% of holding	55.18%	55.23%

(vi) Details of share holding pattern of the promoters at the end of the year.

Particulars	As at March 31, 2026			As at March 31, 2025		
	No of Shares	% of Total Shares	% of Change during the year	No of Shares	% of Total Shares	% of Change during the year
i. Rajendra Gandhi	1,82,69,115	55.18%	-0.05%	1,82,69,115	55.23%	-0.04%
ii. Sunita Rajendra Gandhi	2,00,000	0.60%	-0.01%	2,00,000	0.60%	0.00%
iii. Neha Gandhi	1	0.00%	0.00%	1	0.00%	0.00%
Total	**1,84,69,116**	**55.78%**		**1,84,69,116**	**55.83%**	

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

15(A) EQUITY SHARE CAPITAL (CONTD.)

(vii) The Company has not allotted any equity shares pursuant to contract without payment received in cash and has not brought back shares during the period of 5 years immediately preceding year ended March 31, 2026.

(viii) The Company has not issued any equity shares as fully paid-up by way of bonus shares during 5 years immediately preceding year ended March 31, 2026.

15(B) OTHER EQUITY

Particulars	As at March 31, 2026	As at March 31, 2025
Reserves and surplus:		
Retained earnings	789.05	465.88
Securities Premium	3,915.76	3,894.66
Share options outstanding account	6.54	17.05
Total	**4,711.35**	**4,377.59**

Particulars	As at March 31, 2026	As at March 31, 2025
A) Retained earnings		
Opening balance	465.88	165.63
Add: Profit for the year	419.91	385.05
Add/(Less): Remeasurement gain/(loss) of defined benefit obligation, net of tax	2.56	(2.17)
(Less): Dividend paid	(99.30)	(82.63)
Closing balance [A]	**789.05**	**465.88**
B) Securities premium		
Opening balance	3,894.66	3,878.95
Securities Premium on issue of shares	15.13	12.13
Reclassification upon exercise of options during the year	5.97	3.58
Closing balance [B]	**3,915.76**	**3,894.66**
C) Share options outstanding account		
Opening balance	17.05	16.97
Add: Share based compensation expense (Refer Note 32)	(4.54)	3.66
Less: Reclassification upon exercise of options during the year	(5.97)	(3.58)
Closing balance [C]	**6.54**	**17.05**
Grand total [A+B+C]	**4,711.35**	**4,377.59**

Nature and purpose of Reserves:

(i) Retained Earnings

Retained earnings represents the profits/(loss) that the Company has earned till date including fair value gains recognized at the time of adoption of Ind AS as at April 1, 2017, less any transfers to other reserves and other distributions paid to its equity shareholders [also refer Note 3(a)(iv)].

(ii) Securities premium

Securities premium is used to record the premium received on issue of shares. The securities premium is utilized in accordance with the provisions of the Act.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

(iii) Share options outstanding account

The share options outstanding account is used to recognize the grant date fair value of options issued to employees under the Company's share based payment arrangements over the vesting period.

16 BORROWINGS (NON-CURRENT)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured (at amortized cost):		
Term loan from bank [Refer note 16(i)]	-	-
Vehicle loan [Refer note 16(ii)]	15.81	-
Total	**15.81**	**-**

Notes :

Sl. No.	Particulars	Interest Rate	Installments outstanding as of March 31, 2026	As at March 31, 2026	As at March 31, 2025
(i)	**Term loans from Banks**				
	Guaranteed Emergency Credit Line (GECL) loan from HDFC Bank Ltd) of Rs. 196 million. Repayment : repayable in 48 monthly instalments starting from April, 2022, after 12 months moratorium. Security: Extension of second ranking charge over existing primary and collateral securities including mortgages created in favor of HDFC Bank for working capital facilities;	3 months Repo Rate + 3% spread	-	-	48.98
	Total (i)			**-**	**48.98**
(ii)	**Vehicle Loan**				
a.	Vehicle loan from Mercedes - Benz Financial Services India Private Limited For Rs. 26.12 million with tenor of 36 months. Security: Exclusive charge on vehicle.	7.74% per annum	33 installments (Maturity: December 2026)	24.17	-
	Total (ii)			**24.17**	**-**
	Subtotal			**24.17**	**48.98**
	Less: Current maturities of long-term borrowings			-8.36	-48.98
	Borrowings (Non-Current)			**15.81**	**-**

Note:

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

17 SUPPLIERS CREDIT (NON-CURRENT)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured		
Payables under supplier credit arrangements [Refer Note 18(i)]	-	87.77
Total	**-**	**87.77**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

18 SUPPLIERS CREDIT (CURRENT)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured		
Payables under supplier credit arrangements	551.48	148.99
Total	**551.48**	**148.99**

Suppliers credit are part of the fund / non-fund based bank facilities which are secured by way of hypothecation of inventory, trade receivables, other financial assets and other current assets, charge over property, plant and equipment of the company along with equitable mortgage of immovable properties. Additionally the Company has given margin money deposits as security covering 5% of the overall suppliers credit limit.

Note (i): Liabilities under supplier finance arrangement

Suppliers credit represents the extended credit period offered by the supplier which is secured against Letter of Credit (LC). Under this arrangement, the supplier is eligible to receive payment from negotiating bank prior to the expiry of the extended credit period. The interest for the extended credit period payable to the bank on maturity of the LC has been presented under finance cost.

Key terms and conditions of the arrangement are:

a. The Company decides which invoices will be financed.

b. The financier pays the supplier on presentation and acceptance of bill of lading.

c. The company pays the financier between 90 to 360 days from the bill of lading date for import transaction and on or before 360 days from the date of receipt of goods for domestic transaction.

d. The financing terms are negotiated by the Company and it bears interest in the range of 4.6%-7.25% per annum on the extended credit availaed.

Particulars	As at March 31, 2026	As at March 31, 2025
Carrying amount of liabilities under supplier finance arrangement		
Liabilities under supplier finance arrangement	551.48	Not applicable *
of which the supplier has received payment from the finance provider	551.48	Not applicable *
Range of payment due dates		
Liabilities under supplier finance arrangement	upto 90 to 360 days	Not applicable *
Comparable trade payables that are not part of the supplier finance arrangement (same line of business)	upto 90 days	Not applicable *

The Company does not have significant concentration of liquidty risk with any individual finance provider.

There were no material business combinations or foreign exchange differences that would affect the liabilities under the supplier finance arrangement in either period.

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.

* The company has not provided comparative information in respect of the amendments to Ind AS 7 and Ind AS 107 relating to supplier finance arrangements, as it has applied the transitional relief available on initial adoption of these amendments, which allows entities not to present comparative disclosures for prior periods.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

19 PROVISIONS (NON-CURRENT)

19.1 Employee Benefits

See note 52.13 for the other accounting policies relevant to Employee Benefits.

19.2 Provision for warranties

Warranties against manufactured and other defects as per the terms of the contract with the customers, are provided for based on the estimates made by the Company for standard warranty obligation. It is expected that the expenditure against standard warranties will be incurred in the remaining unexpired warranty period ranging from 6 months to 5 years. Management estimates the provision based on historical warranty claim information and any recent trends that many suggest future claims could differ from historical amounts. Factors that affect the warranty liability include historical and anticipated rate of warranty claims. The estimate is reviewed on an on-going basis and revised where appropriate.

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits:		
Gratuity [Refer Note 37(B)]	101.23	45.88
Provision for warranties	52.22	34.72
Total	**153.45**	**80.60**

Movement in warranty provision:

Particulars	As at March 31, 2026	As at March 31, 2025
Warranty Provision		
Opening balance	60.17	53.39
Add: Additions during the year	177.44	121.82
(Less): Reversed / utilisation during the year	(147.52)	(115.04)
Closing balance	**90.09**	**60.17**
Of the above, the amounts expected to be incurred within a year, to be classified as current	37.87	25.45
Non-current portion	52.22	34.72

20 BORROWINGS (CURRENT)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured loans repayable on demand from banks (at amortised cost)		
Packing credit (Refer Note (i) below)	-	100.00
Others (Refer Note (ii) below)	-	1,340.90
Unsecured loans repayable on demand from banks (at amortised cost)	-	300.00
Current maturities of long-term borrowings		
Term loan from bank [Refer Note 16(i)]	-	48.98
Vehicle loan [Refer Note 16(ii)]	8.36	-
	8.36	**1,789.88**
Interest accrued but not due on borrowings	-	5.51
Total	**8.36**	**1,795.39**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

20 BORROWINGS (CURRENT) (CONTD.)

Note:

(i) Packing credit are in the nature of demand loans which are secured by way of hypothecation of current assets.

(ii) Secured loans repayable on demand from banks are in the nature of working capital loans which are secured by way of hypothecation of inventory, trade receivables, other financial assets and other current assets, charge over property, plant and equipment of the company along with equitable mortgage of immovable properties.

Sl. No.	Particulars	Interest Rate	Installments outstanding as of March 31, 2026	As at March 31, 2026	As at March 31, 2025
(iii)	Secured loans repayable on demand				
a.	Overdraft facility from HDFC Bank repayable on demand.	7.5% (March 31, 2025: 8.25%)	On demand	-	92.41
b.	Overdraft facility from ICICI Bank repayable on demand.	8.75% (March 31, 2025: 9.40%)	On demand	-	249.99
c.	Overdraft facility from Axis Bank repayable on demand.	8.90% (March 31, 2025: 9.15%)	On demand	-	47.24
d.	Working capital loan from Axis Bank repayable on demand.	7.50% (March 31, 2025: 8.40%)	On demand	-	350.00
e.	Working capital loan from ICICI Bank repayable on demand.	7.95% (March 31, 2025: 8.45%)	On demand	-	450.00
f.	Working capital loan from HDFC Bank repayable on demand.	7.60% (March 31, 2025: 8.50%)	On demand	-	151.26
g.	Working capital loan from DBS Bank repayable on demand.	7.95% (March 31, 2025: 8.55%)	On demand	-	100.00
	Total (iii)			**-**	**1,440.90**
(iv)	Unsecured working capital loan from SHINHAN Bank repayable on demand.	7.50% (March 31, 2025: 7.90%)	On demand	-	300.00
	Total (iii)+(iv)			**-**	**1,740.90**

21 TRADE PAYABLES

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises (Refer Note 40)	226.10	101.67
Total outstanding dues of creditors other than micro enterprises and small enterprises	3,360.99	2,517.90
Total	**3,587.09**	**2,619.57**

Trade payables includes payables to related parties Rs. 2.68 (March 31, 2025 Rs.2.68), refer Note 42.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

21 TRADE PAYABLES (CONTD.)

Ageing of Trade Payables:

Particulars	As at March 31, 2026						
	Not Billed	Outstanding for the following period from the due date of payment					
		Not Due	Less than 1 Year	1-2 Years	2-3 Years	> 3 Years	Total
Undisputed trade payables							
Micro enterprises and small enterprises	-	204.65	19.58	1.87	-	-	226.10
Others	140.41	2,973.69	240.55	2.06	0.17	4.11	3,360.99
Disputed trade payables							
Micro enterprises and small enterprises	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
Total	**140.41**	**3,178.34**	**260.13**	**3.93**	**0.17**	**4.11**	**3,587.09**

Particulars	As at March 31, 2025						
	Not Billed	Outstanding for the following period from the due date of payment					
		Not Due	Less than 1 Year	1-2 Years	2-3 Years	> 3 Years	Total
Undisputed trade payables							
Micro enterprises and small enterprises	-	78.48	23.04	0.15	-	-	101.67
Others	203.39	1,925.75	373.25	3.81	6.33	5.37	2,517.90
Disputed trade payables							
Micro enterprises and small enterprises	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
Total	**203.39**	**2,004.23**	**396.29**	**3.96**	**6.33**	**5.37**	**2,619.57**

(a) Liabilities under supplier finance arrangement

Supplier finance arrangements

The company has entered into supplier financing arrangements with various third-party/ finance providers (the financiers). These arrangements allow suppliers to receive early payment for their invoices through the financiers. The financier pays the supplier early at a discounted rate, and the company settles the outstanding balance directly with the financier at the actual due date.

Key terms and conditions of the arrangement are:

a. The financier pays the supplier before the commerically agreed due date.

b. The company pays the financier on the commercially agreed due date and does not obtain any extended credit terms from the financier.

c. Supplier bears the cost of financing on the early payment availed.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

21 TRADE PAYABLES (CONTD.)

Particulars	As at March 31, 2026	As at March 31, 2025
Carrying amount of liabilities under supplier finance arrangement		
Liabilities under supplier finance arrangement (included under trade payables)	2,361.05	Not applicable *
of which the supplier has received payment from the finance provider	2,361.05	Not applicable *
Range of payment due dates		
Liabilities under supplier finance arrangement	upto 90 days	Not applicable *
Comparable trade payables that are not part of the supplier finance arrangement (same line of business)	upto 90 days	Not applicable *

There were no material business combinations or foreign exchange differences that would affect the liabilities under the supplier finance arrangement in either period.

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.

* The company has not provided comparative information in respect of the amendments to Ind AS 7 and Ind AS 107 relating to supplier finance arrangements, as it has applied the transitional relief available on initial adoption of these amendments, which allows entities not to present comparative disclosures for prior periods.

22 OTHER FINANCIAL LIABILITIES (NON-CURRENT)

Particulars	As at March 31, 2026	As at March 31, 2025
Liability towards license rights	-	71.79
Security deposits received	73.96	7.84
Deferred Income on discounting of security deposits received	10.06	1.30
Financial liabilities towards sale and lease back [Refer Note (i) below]	533.68	-
Total	**617.70**	**80.93**

Note (i):
The Company has entered into a sale and leaseback transaction in the current year with a third party in respect of certain plant and equipments. The transfer of assets does not meet definition of a sale under Ind AS 115 and hence the transaction is accounted for as a financing arrangement under Ind AS 109. Accordingly, the Company continues to recognise the said property, plant and equipment and has created a financial liability equal to the transfer proceeds in accordance with Ind AS 109. The said financial liability will be subsequently measured at amortised cost as per requirements of Ind AS 109.

23 OTHER FINANCIAL LIABILITIES (CURRENT)

Particulars	As at March 31, 2026	As at March 31, 2025
Capital Creditors		
Total outstanding dues of micro enterprises and small enterprises (Refer Note 40)	27.27	6.71
Total outstanding dues to other than micro enterprises and small enterprises	183.74	178.07
Security deposits received	176.37	168.88
Derivative liabilities (mark-to-market loss on foreign currency forward contract)	18.07	-

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

23 OTHER FINANCIAL LIABILITIES (CURRENT) (CONTD.)

Particulars	As at March 31, 2026	As at March 31, 2025
Unpaid dividend	0.10	0.04
Liability towards license rights	13.62	11.95
Deferred Income on discounting of security deposits	6.85	0.74
Financial liabilities towards sale and lease back [Refer Note 22(i)]	229.12	-
Total	**655.14**	**366.39**

24 PROVISIONS (CURRENT)

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits:		
Gratuity [Refer Note 37(B)]	27.76	64.02
Compensated absences (Refer Note below)	25.67	33.95
Provision for warranties (Refer Note 19.2)	37.87	25.45
Total	**91.30**	**123.42**

Note:

The entire amount of the provision for compensated absences of Rs.25.67 (March 31, 2025: Rs. 33.95) 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 of accrued leave or require payment for such leave within the next 12 months.

Particulars	As at March 31, 2026	As at March 31, 2025
Leave obligations not expected to be settled within the next 12 months	17.14	24.66

25 OTHER NON-CURRENT LIABILITIES

Particulars	As at March 31, 2026	As at March 31, 2025
Contract liabilities (Deferred franchise fee) [Refer note 27(iv)]	4.86	-
Total	**4.86**	**-**

26 OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues payable	46.28	30.02
Interest payable to micro enterprises and small enterprises	3.78	1.70
Advance received from customers	53.50	5.94
Employee benefits payable	215.12	172.29
Refund liabilities [Refer Notes below]	87.09	130.20
Contract liabilities (Deferred franchise fee) [Refer note 27(iv)]	6.61	-
Other liabilities	6.25	8.32
Total	**418.63**	**348.47**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

26 OTHER CURRENT LIABILITIES (CONTD.)

Notes :

Provision for refund liabilities

(i) Refund liability (included in other current liabilities) is recognised for expected volume discounts payable to customers in relation to sales made until the end of the reporting period. No significant element of financing is deemed present as the sales are generally made with a credit term of 30 to 90 days, which is consistent with market practice. Refund liabilities include incentive schemes payable (volume discounts etc.,) to its customers amounting to Rs.43.17 (March 31, 2025: Rs.99.49).

(ii) Where a customer has a right to return a product within a given period, the Company has recognised refund liability for the amount of consideration received for which the entity does not expect to be entitled to which amounts to Rs.43.92 (March 31, 2025: Rs.30.71). The Company also recognises an asset (i.e., right to recover the returned goods- Refer Note 14). The costs to recover the products are not material because the customers usually return them in a saleable condition.

27 REVENUE FROM OPERATIONS

Sale of goods

Revenue from sale of goods is recognised when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations. The performance obligations in the contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Revenue is measured based on the price specified in the contract, after deduction of any trade discounts, volume rebates, loyalty benefits and any taxes or duties collected on behalf of the government such as goods and services tax, etc. Accumulated experience is used to estimate the provision for such discounts and rebates. Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur.

The Company sells its products to its customers with a right of return within the provided return period. When such customers have a right to return the product the Company recognises a refund liability and an asset (via right to recover returned goods). No significant element of financing deemed present as the sales are made with a credit term ranging from 30 to 90 days, which is consistent with market practice.

Sale of Scrap

The scrap generated from manufacturing process is disposed-off by the management on a periodic basis. Other operating revenue from sale of scarp is recognised when control of the scrap being sold is transferred to the customer. The performance obligations in the contracts are fulfilled at the time of dispatch or delivery to the customer in accordance with delivery terms.

Government Grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the company will comply with all attached conditions. Government grants relating to income are grants other than those related to assets and are recognized in the profit or loss and presented within other operating income.

Government grants relating to the purchase of property, plant and equipment are reduced from the carrying amount of the asset. Such grants are recognised in the statement of profit and loss over the useful life of the relatable depreciable asset by way of reduced depreciation charge.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

27 REVENUE FROM OPERATIONS (CONTD.)

Franchisee income

In accordance with the terms of the franchise agreements, the Company collects an upfront, non-refundable franchise fee from franchisees. Revenue from such fees is recognised on a straight-line basis over the primary term of the related lease agreement and the unrecognised portion is presented as a contract liability for the remaining period of the performance obligation.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contracts with customers		
Sale of products		
Manufactured goods	14,745.90	12,834.65
Traded goods	1,017.91	1,341.71
Other operating revenue:		
Sale of scrap	290.87	296.74
Export incentives [Refer Note (v) below]	15.48	16.62
Franchise fee	4.08	8.45
Total	**16,074.24**	**14,498.17**

Notes:

(i) Refer Note 41 for disaggregated revenues from contracts with customers by geography.

(ii) Reconciliation of revenue recognized with contract price:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract price	**16,675.58**	**14,859.81**
Adjustments for:		
Provision for sales returns - net	(13.21)	18.64
Refund liabilities including incentive schemes and other variable payment	(898.56)	(702.09)
Revenue from contracts with customers	**15,763.81**	**14,176.36**

(iii) Contract liabilities - Remaining performance obligations: The aggregate amount of transaction price allocated to remaining performance obligations and expected conversion of the same into revenue is as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Transaction price allocated to the remaining performance obligation:		
- expected conversion to revenue within next 1 year	6.61	-
- expected conversion to revenue beyond 1 year	4.86	-
	11.47	**-**

(iv) For the current and previous year, there is no revenue recognised from amounts included in contract liabilities at the beginning of the year.

(v) The Company is eligible for Duty Drawback and Remission of Duties and Taxes on Export Products (RoDTEP). The income recognized on Duty Drawback and RoDTEP is Rs.6.34 (March 31, 2025: Rs.5.85) and Rs.9.14 (March 31, 2025: Rs.10.77) respectively.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

28(A) OTHER INCOME

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income		
Interest from banks on deposits	4.41	4.65
Unwinding of discount on security deposits given	7.51	6.47
Rental Income	2.65	2.65
Miscellaneous income	15.73	6.80
Total	**30.30**	**20.57**

28(B) OTHER GAINS/(LOSSES) - NET

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Gain/(loss) on mark-to-market of forward exchange contracts (net)	(21.66)	4.73
Gain/(loss) on foreign currency transactions and translation (net)	(116.55)	(13.53)
Profit/(loss) on disposal of property, plant and equipment and other intangible assets (net)	5.84	(13.60)
Gain on remeasurements of leases [Refer Note 3(c)(v)]	15.71	-
Gain/(loss) on termination of lease contracts	2.59	5.74
Total	**(114.07)**	**(16.66)**

29 COST OF MATERIALS CONSUMED

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock of raw materials	1,620.32	1,480.78
Add: Purchases	9,092.80	8,451.57
	10,713.12	**9,932.35**
Less: Closing stock of raw materials	(1,689.28)	(1,620.32)
Total (*)	**9,023.84**	**8,312.03**

(*) Also, refer Note 9(iii).

30 PURCHASE OF STOCK-IN-TRADE

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Purchase of traded goods	746.45	928.41
Total	**746.45**	**928.41**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

31 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year:		
Finished goods	1,336.59	1,085.97
Work-in-progress	329.61	275.02
Stock-in-trade	323.10	361.58
	1,989.30	**1,722.57**
Inventories at the end of the year:		
Finished goods	1,409.67	1,336.59
Work-in-progress	304.16	329.61
Stock-in-trade	197.01	323.10
	1,910.84	**1,989.30**
(Increase) / decrease (*)	**78.46**	**(266.73)**

(*) Also, refer Note 9(iii).

32 EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and bonus (Refer note below)	1,662.20	1,512.40
Contributions to provident fund and others [Refer note below and note 37(A)]	120.47	113.95
Gratuity [Refer note 37(B)]	43.99	30.21
Share-based compensation expenses [net of reversals on account of forfeiture of Rs.9.21 (March 31, 2025: Rs.4.47)	(4.54)	3.66
Staff welfare expenses	62.54	58.33
Total	**1,884.66**	**1,718.55**

Note:

On November 21, 2025, the Ministry of Labour & Employment, Government of India, notified the implementation of four labour codes: the Code on Wages, 2019; the Industrial Relations Code, 2020; the Code on Social Security, 2020; and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as “the Labour Codes”).

These newly implemented Labour Codes, among other provisions, require gratuity and compensated absences to be calculated based on wages constituting at least 50% of total remuneration. This change has resulted in an increase in gratuity and compensated benefits in respect of services rendered in prior periods, and accordingly, the Company has recognised total past service cost amounting to Rs.12.01 during the year.

In accordance with Ind AS 19, the past service cost has been recognised in the statement of profit and loss in the current year in which the plan amendment became effective. The gratuity and compensated absences obligation has been actuarially valued by an independent actuary using the projected unit credit method, considering the revised definition of wages for gratuity computation.

The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

33 FINANCE 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.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in Statement of profit and loss in the year in which they are incurred.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense - borrowings	113.87	140.36
Interest expense - suppliers credit	47.42	37.06
Interest expense - lease liabilities	54.98	113.47
Interest expense - sale and lease back	34.50	-
Interest expense - license rights	4.63	6.32
Interest expense - unwinding of warranty cost	5.67	3.85
Interest expense - unwinding of financial liabilities	3.04	0.17
Interest on micro enterprises and small enterprises	1.06	1.70
Other bank charges (Letter of credit, etc.,)	7.26	7.46
Total	**272.43**	**310.39**

34 DEPRECIATION AND AMORTIZATION EXPENSE

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of property, plant and equipment (Refer note 3(a))	636.43	489.67
Amortization / Impairment of goodwill and other intangible assets (Refer note 3(d))	21.75	28.11
Depreciation of Right-of-Use Assets (Refer note 3(c))	137.14	194.57
Total	**795.32**	**712.35**

35 OTHER EXPENSES

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Job work charges	150.54	125.82
Power and fuel (Refer Note below)	198.08	149.90
Bill Discounting charges	25.60	20.85
Lease rentals [Refer Note 3(c)]	2.36	-
Repairs and maintenance		
Buildings	50.50	41.94
Plant and machinery	113.82	98.42
Others	73.90	106.30
Insurance	17.60	19.38
Corporate Social Responsibility expenditure (CSR) (Refer Note 44)	9.50	10.49
Rates and taxes	23.39	22.76

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

35 OTHER EXPENSES (CONTD.)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Communication	9.13	6.19
Contract labour charges	150.30	130.53
Travelling and conveyance	120.71	108.46
Printing and stationery	2.68	2.45
Freight and forwarding	613.67	547.34
Sales commission	191.19	105.79
Business promotion and advertisement expenses	543.24	488.35
Legal and professional fees	133.10	87.91
Payment to statutory auditors comprises		
Fees for statutory audit services	5.05	5.00
Fees for attestation and certification services	1.95	1.30
Out-of-pocket expense	0.30	1.22
Provision for warranty (Refer note 19.2)	177.44	121.82
Provision for bad and doubtful non financial assets	3.76	3.42
Bank / finance gateway Charges	23.38	17.62
Miscellaneous expenses	24.21	40.16
Total	**2,665.40**	**2,263.42**

Note:

Power and fuel charges are net of income from generation of electricity Rs.88.43 (March 31, 2025 Rs.74.24).

36 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

36.1 Capital management

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The capital structure of the Company consists of net debt and total equity as outlined below. The Company reviews the capital structure on a periodic basis to ensure that it is in compliance with the required debt covenants, if any.

Gearing ratio

The gearing ratio at end of the reporting year was as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Net Debt (A) [Refer note (i) below]	1,714.30	3,684.43
Total Equity (B)	5,042.42	4,708.35
Net debt to equity ratio (A/B)	**0.34**	**0.78**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

36 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTD.)

(i) Net Debt Reconciliation :

This section sets out an analysis of net debt and the movements in net debt for each of the periods presented:

Particulars	Note	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	11(a)	219.52	27.64
Lease liabilities	3(c)(ii)	(595.37)	(1,679.92)
Suppliers credit	17 and 18	(551.48)	(236.76)
Borrowings	16 and 20	(24.17)	(1,795.39)
Financial liabilities towards sale and lease back	22 and 23	(762.80)	-
Net Debt (A)		**(1,714.30)**	**(3,684.43)**

Particulars	Other assets	Liabilities from financing activities				Total
	Cash and Cash equivalents	Financial liabilities towards sale and lease back	Borroings	Suppliers credit	Lease Libilities	
Net debt as on March 31, 2024	**71.30**	**-**	**(1,458.05)**	**(621.31)**	**(1,104.66)**	**(3,112.72)**
Cash flows	(43.66)	-	(341.60)	384.80	131.95	131.49
Foreign exchange adjustments	-	-	-	(0.25)	-	(0.25)
New leases	-	-	-	-	(765.21)	(765.21)
Disposals	-	-	-	-	58.00	58.00
Interest expense	-	-	(140.36)	(37.06)	(113.47)	(290.89)
Interest paid	-	-	144.62	37.06	113.47	295.15
Net debt as on March 31, 2025	**27.64**	**-**	**(1,795.39)**	**(236.76)**	**(1,679.92)**	**(3,684.43)**
Cash flows	191.88	(762.80)	1,771.22	(314.72)	249.16	1,134.74
New leases	-	-	-	-	(254.24)	(254.24)
Remeasurement	-	-	-	-	1,080.13	1,080.13
Disposals	-	-	-	-	9.50	9.50
Interest expense	-	(34.50)	(113.87)	(47.42)	(54.98)	(250.77)
Interest paid	-	34.50	113.87	47.42	54.98	250.77
Net debt as on March 31, 2026	**219.52**	**(762.80)**	**(24.17)**	**(551.48)**	**(595.37)**	**(1,714.30)**

(ii) Dividends

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Equity shares		
Final dividend for the year ended March 31, 2025 of INR 3.0 (March 31, 2024 of INR 2.50) per fully paid share	99.30	82.63

Also, refer Note 46 for dividends not recognised at at March 31, 2026.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

36 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTD.)

36.2 Fair value measurements

(i) Financial instruments by category:

Particulars	Level	As at March 31, 2026	As at March 31, 2025
Financial assets			
Measured at amortised cost			
Trade receivables	3	1,149.59	1,314.36
Cash and cash equivalents	3	219.52	27.64
Bank balances other than cash and cash equivalents above	3	84.97	67.41
Loans	3	0.40	0.07
Derivative assets	2	-	3.59
Other financial assets	3	128.20	87.38
Financial liabilities			
Measured at amortised cost			
Borrowings (including current maturities of non current borrowings)	3	24.17	1,795.39
Lease liabilities	3	595.37	1,679.92
Supplier credit	3	551.48	236.76
Trade Payables	3	3,587.09	2,619.57
Derivative liabilities	2	18.07	-
Other financial liabilities	3	1,254.77	447.32

(ii) Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consist of the following three levels:

Level 1 - The fair value of financial instruments traded in active markets (such as publicly traded derivatives and equity securities) is based on quoted market prices at the end of the reporting period. The mutual funds are valued using the closing NAV. The quoted market price used for financial assets held by the Company is the current bid price. These instruments are included in level 1.

Level 2 – The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. The fair value of derivative contracts are determined using the market approach considering forward exchange rates at the balance sheet date.

Level 3 - If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

There are no transfers between Level 1, Level 2 and Level 3 during the year. The Company's policy is to recognise transfer into and transfers out of fair value hierarchy levels as at the end of the reporting period.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

36 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTD.)

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The management considers that the carrying amount of financial assets and financial liabilities recognised in these financial statements at amortised cost approximate their fair values.

36.3 Financial risk management

The company's risk management is carried out by Treasury department under policies laid down by the management. The Company's activities expose it to market risk (which includes currency risk, interest rate risk and equity price risk), credit risk and liquidity risk. Treasury department monitors the risk exposures on a periodical basis and reports to the Board of directors on the risks that it monitors and policies implemented to mitigate risk exposures.

The company seeks to minimise the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the company's policies approved by the board of directors on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. The company does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

(i) Market Risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates [refer Note (a) below] and interest rates [refer Note (b) below].

(a) Foreign currency risk

The Company is exposed to foreign exchange risk due to exposure arising from transactions relating to purchase of goods including capital goods, revenues, expenses, etc., to be settled in foreign currencies. The Company enters into derivative financial instruments including foreign exchange forward contracts to hedge the exchange rate risk arising on the export and import of goods;

Exchange rate exposures are managed within approved policy parameters utilising foreign exchange forward contracts.

Foreign exchange forward contracts

It is the policy of the company to enter into foreign exchange forward contracts to cover the risk associated with foreign currency payables and receivables.

The Company's exposure to foreign currency risk at the end of the reporting period are as follows:

Particulars		March 31, 2026		March 31, 2025	
		Foreign currency	Amount in INR	Foreign currency	Amount in INR
Unhedged					
Payables	USD	0.52	48.48	1.06	90.70
	RMB	86.81	1,184.09	28.80	339.52
			1,232.57		**430.22**
Receivables	USD	1.79	166.88	2.09	179.00
			166.88		**179.00**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

36 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTD.)

The following table details the foreign currency forward contracts outstanding at the end of the reporting year:

Derivatives (Contracts not designated as cash flow hedge)

Particulars		March 31, 2026		March 31, 2025	
		Foreign currency	Amount in INR	Foreign currency	Amount in INR
Receivables	USD	3.92	365.46	5.39	472.79
Payables	RMB	2.00	27.28	2.50	30.33

Foreign currency sensitivity analysis

The company is mainly exposed to the US Dollar currency (USD) and Chinese Yuan (RMB), The following table details the Company's sensitivity to a 5% increase and decrease in INR against the USD and RMB. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The impact on account of 5% appreciation/depreciation in exchange rate of USD and RMB against INR is given below.

Particulars	Increase/(decrease) in other equity	
	As at March 31, 2026	As at March 31, 2025
Appreciation of USD	(12.35)	28.05
Depreciation of USD	12.35	(28.05)
Appreciation of RMB	(57.84)	(16.98)
Depreciation of RMB	57.84	16.98

For the purposes of the above table, it is assumed that the carrying value of the financial assets and liabilities as at the end of the respective financial years remains constant thereafter. The exchange rate considered for the sensitivity analysis is the exchange rate prevalent as at each year end.

The sensitivity analysis might not be representative of inherent foreign exchange risk due to the fact that the foreign currency exposure at the end of the reporting year might not reflect the exposure during the year.

(b) Interest rate risk

At the reporting date the interest rate profile of the company's interest-bearing financial instruments is as follows (also refer Note 16 and 20):

Particulars	As at March 31, 2026	As at March 31, 2025
Fixed-rate instruments		
Financial assets		
Balance held as margin money	84.87	67.79
Financial liabilities		
Borrowings from banks and other financial institutions	24.17	-
Suppliers credit	551.48	236.76
	660.52	**304.55**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

36 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTD.)

Particulars	As at March 31, 2026	As at March 31, 2025
Variable-rate instruments		
Financial liabilities		
Borrowings from banks and other financial institutions	-	1,795.39
	-	**1,795.39**

The interest rate for borrowings with variable interest rate is in the range of 7.50% to 8.90% (Refer Note 16 and 20).

Interest rate sensitivity analysis

In case of variable-rate instruments a change of 100 basis points (bps) in interest rate at the reporting date would have increased / (decreased) other equity by the amount shown below. This analysis assumes that all other variables remain constant.

Particulars	Increase/(decrease) in other equity	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Increase of 100 bps	-	(17.95)
Decrease of 100 bps	-	17.95

(ii) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The company has adopted a policy of dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. Credit exposure is controlled by counterparty limits. Ongoing credit evaluation is performed on the financial condition of accounts receivable. The concentration of credit risk is limited due to the fact that the customer base is large and unrelated. The company does not hold any collaterals to cover its risk associated with trade receivables. Credit risk also arises from cash and cash equivalents, financial instruments and deposits with banks and financial institutions.

The credit risk on cash and cash equivalents, deposits with banks and derivative financial instruments is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

Movement in loss allowances for trade receivables is provided below

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	148.85	190.44
Add: Allowance for expected credit loss / impairment of financial assets	5.05	33.65
Less: Write off during the year	-	(75.24)
Balance at the end of the year	**153.90**	**148.85**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

36 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTD.)

Details of expected credit loss (Trade receivables):

As at March 31, 2026:

Particulars	Not Due	0 to 90 days	90 to 180 days	181 to 270 days	271 to 365 days	Over 365 days	Total
Gross carrying amount	879.73	135.05	53.87	8.65	22.09	204.10	1,303.49
Expected credit losses	3.98	0.73	3.38	3.34	4.12	138.35	153.90
Net carrying amount	**875.75**	**134.32**	**50.49**	**5.31**	**17.97**	**65.75**	**1,149.59**

As at March 31, 2025:

Particulars	Not Due	0 to 90 days	90 to 180 days	181 to 270 days	271 to 365 days	Over 365 days	Total
Gross carrying amount	853.65	305.72	39.14	92.22	26.74	145.74	1,463.21
Expected credit losses	14.70	12.23	8.57	12.12	18.19	83.04	148.85
Net carrying amount	**838.95**	**293.49**	**30.57**	**80.10**	**8.55**	**62.70**	**1,314.36**

Loans, Investments and other financial assets:

'Other financial assets' includes balances with banks, security deposits, government incentive receivable, derivative assets and receivables from related party.

The Company recognises allowances using expected credit loss method on Other financial assets. Such allowances are measured considering 12-month expected credit loss, based on management's assessment of credit risk. Assets are written-off where there is no reasonable expectation of recovery. However, the Company continues to engage in enforcement activity to attempt to recover the amounts due. Where recoveries are made, these are recognised in profit or loss.

Movement in loss allowances for financial assets other than for trade receivables during the reporting period is provided below:

Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	2.13	-
Add: Allowance for expected credit loss / impairment of financial assets	9.03	2.13
Less: Write off during the year	(11.16)	-
Balance at the end of the year	**-**	**2.13**

(iii) Liquidity risk

Liquidity risk is the risk that the company would be unable to meet its short term financial demands. Ultimate responsibility for liquidity risk management rests with the management, which has established an appropriate liquidity risk management framework for the management of the company's short-term, medium-term and long-term funding and liquidity management requirements. The company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual short term and long term cash flows, and by matching the maturity profiles of financial assets and liabilities.

Maturities of financial liabilities

The following table details the company's remaining contractual maturity for its financial liabilities with agreed repayment terms. The table has been drawn up based on the undiscounted principal cash flows of financial liabilities. The contractual maturity is based on the earliest date on which the company would be required to pay.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

36 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTD.)

As at March 31, 2026

Particulars	Due within			Total
	1 year	1-3 years	> 3 years	
Financial liabilities				
Borrowings	8.36	15.81	-	24.17
Lease liabilities	290.67	351.86	38.88	681.41
Suppliers credit	551.48	-	-	551.48
Trade payables	3,587.09	-	-	3,587.09
Other financial liabilities	655.14	617.70	-	1,272.84
Total financial liabilities	**5,092.74**	**985.37**	**38.88**	**6,116.99**
Derivatives (Net settled)				
Foreign exchange forward contracts	27.28	-	-	27.28
Total Derivatives (Net settled)	**27.28**	**-**	**-**	**27.28**

As at March 31, 2025

Particulars	Due within			Total
	1 year	1-3 years	> 3 years	
Financial liabilities				
Borrowings	1,795.39	-	-	1,795.39
Lease liabilities	161.13	399.66	1,119.13	1,679.92
Suppliers credit	148.99	87.77	-	236.76
Trade payables	2,619.57	-	-	2,619.57
Other financial liabilities	366.39	-	-	366.39
Total financial liabilities	**5,091.47**	**487.43**	**1,119.13**	**6,698.03**
Derivatives (Net settled)				
Foreign exchange forward contracts	30.33	-	-	30.33
Total Derivatives (Net settled)	**30.33**	**-**	**-**	**30.33**

Financing facilities

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

Particulars	As at March 31, 2026	As at March 31, 2025
Secured term loan facilities		
- amount used	24.17	48.98
- amount unused	-	-
Secured cash credit facilities		
- amount used	-	1,740.90
- amount unused	2,000.00	359.10
Secured non-fund based bank facilities		
- amount used	551.48	236.76
- amount unused	648.52	663.24

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

37 EMPLOYEE BENEFIT

A. Defined contribution plans

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

The contributions made by the company towards these schemes are as follows:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Employer's contribution to provident fund (included as Contributions to provident fund and others in Note 32)	99.64	94.22
Employee state insurance scheme (included as Contributions to provident fund and others in Note 32)	20.83	19.73
	120.47	**113.95**

B. Defined benefit plans

The Company offers gratuity, a defined employee benefit scheme to its employees. Following are the risks associated with the plan:

A. Actuarial Risk:

It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:"

Salary growth: Salary hikes that are higher than the assumed salary escalation will result in increase in obligation at a rate that is higher than expected.

Variability in mortality rates: If actual mortality rates are higher than assumed mortality rate assumption then the gratuity benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cash flow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.

Variability in withdrawal rates: If actual withdrawal rates are higher than assumed withdrawal rate assumption then the Gratuity benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

B. Liquidity Risk:

Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the Company there can be strain on the cash flows.

C. Market Risk:

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits and vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

37 EMPLOYEE BENEFIT (CONTD.)

D. Legislative Risk:

Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

No other post-retirement benefits are provided to these employees.

The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

Following tables sets out the status of defined benefit plan and amount recognised in the financial statement.

(i) Assumptions

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Retirement age	60 Years	60 Years
Discount rate		
Staff	7.33%	6.55%
Non Staff		
Workers	7.33%	6.55%
Sales promoters	7.33%	6.55%
Salary escalation		
Staff	7.00%	8.00%
Non Staff		
Workers	6.01%	6.00%
Sales promoters	4.34%	6.00%
Attrition rate		
Staff	36.26%	32.13%
Non Staff		
Workers	36.53%	31.99%
Sales promoters	57.47%	54.50%
Mortality Table	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate

(ii) Change in present value of obligation

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of obligation as at the beginning of the year	111.56	88.49
Interest cost	6.64	5.98
Current service cost	27.76	24.28
Past service cost	9.72	-
Benefits paid	(20.45)	(10.26)
Actuarial (gain)/loss of obligations	(3.65)	3.07
Present Value of Obligation as at the end of the year	**131.58**	**111.56**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

37 EMPLOYEE BENEFIT (CONTD.)

(iii) Change in fair value of plan assets

Particulars	As at March 31, 2026	As at March 31, 2025
Fair value of plan assets at the beginning of the year	1.66	-
Employer contributions	20.50	7.00
Interest income on plan assets	0.13	0.05
Benefits paid	(19.47)	(5.56)
Actuarial gain/(loss) recognised in OCI	(0.23)	0.17
Fair Value of plant assets as at the end of the year	**2.59**	**1.66**
Actual Return on Plan Assets included in net interest expense	(0.10)	0.22
Composition of the plan assets is as follows		
Insurer managed funds	100%	100%

(iv) Amounts recognized in Balance sheet

Particulars	As at March 31, 2026	As at March 31, 2025
Present value of obligations as at the end of the year	131.58	111.56
Fair value of plan assets as at the end of the year	(2.59)	(1.66)
Net balance sheet (asset)/ liability recognized at the end of the year	**128.99**	**109.90**
Current portion (Refer note 24)	27.76	64.02
Non-current portion (Refer note 19)	101.23	45.88

(v) Expenses Recognized in statement of profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Current service cost	27.76	24.28
Interest cost	6.64	5.98
Past service cost (Refer Note 32)	9.72	-
Expected Return On Plan Assets	(0.13)	(0.05)
Expenses recognized in statement of profit and loss	**43.99**	**30.21**

(vi) Components of defined benefit costs recognised in Other Comprehensive Income

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Actuarial (gains) / losses arising from changes in demographic assumptions	(1.38)	11.58
Actuarial (gains) / losses arising from changes in financial assumptions	(6.29)	3.42
Actuarial (gains) / losses arising from experience adjustments	4.01	(11.92)
Actuarial (gains) / losses on Plan assets	0.24	(0.18)
Actuarial (gains) / losses in Other Comprehensive Income	(3.42)	2.90

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

37 EMPLOYEE BENEFIT (CONTD.)

(vii) Effect on Defined benefit obligation (DBO)due to variations in assumptions:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Effect on DBO due to 100 bps increase in discount rate	(5.17)	(5.03)
Effect on DBO due to 100 bps decrease in discount rate	5.63	5.52

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Effect on DBO due to 100 bps increase in salary escalation rate	4.76	4.74
Effect on DBO due to 100 bps decrease in salary escalation rate	(4.45)	(4.41)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Effect on DBO due to 100 bps increase in attrition rate	(0.64)	(0.93)
Effect on DBO due to 100 bps decrease in attrition rate	0.65	0.97

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 might 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 liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

(viii) Defined benefit liability and employer contributions

The weighted average duration of the defined benefit obligation is 10.51 years (2025: 4.53 years). Expected future cash outflows (undiscounted) towards the plan are as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Year 1	30.70	19.67
Year 2	24.53	15.30
Year 3	17.22	13.82
Year 4	13.30	9.23
Year 5	11.47	7.66
Year 6 to 10	33.74	28.94
Above 10 years	57.00	65.86

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

38 SHARE-BASED PAYMENT ARRANGEMENTS

A. Description of share-based payment arrangements

Share option programs (equity-settled)

The Company has share option scheme "Stove Kraft Employee Stock Option Plan 2018", for employees of the Company. In accordance with the terms of the plan the Company may grant options to the eligible employees, as approved by the shareholders of the Company and the Nomination and Remuneration Committee (the "Committee"). Each employee share option converts into one equity share of the Company on exercise. No amounts are paid or payable by the recipient on receipt of the option. The option carry neither a right to dividends nor voting rights.

Employees Stock Option Plan 2018

Options would vest essentially on passage of time and in addition to this, the committee may also specify certain performance criteria subject to satisfaction of which the option would vest. Once vested the options remains exercisable for a period of 4 years. The aggregate number of Equity Shares,which may be issued under ESOP Plan 2018, shall not exceed 813,000 Equity Shares.

Grant Date	No. of Options	Vesting conditions	Contractual life of the options vesting period
10-Oct-20	2,70,725	The options granted would normally vest over a maximum period of 4 years from the date of the grant in proportions specified in 'Stove Kraft Employee Stock Option Plan 2018' scheme.	4 years
31-May-22	53,370	The options granted would normally vest over a maximum period of 4 years from the date of the grant in proportions specified in 'Stove Kraft Employee Stock Option Plan 2018' scheme.	4 years
09-Nov-22	25,290	The options granted would normally vest over a maximum period of 4 years from the date of the grant in proportions specified in 'Stove Kraft Employee Stock Option Plan 2018' scheme.	4 years
29-May-23	1,20,859	The options granted would normally vest over a maximum period of 4 years from the date of the grant in proportions specified in 'Stove Kraft Employee Stock Option Plan 2018' scheme.	4 years
07-Nov-23	37,000	The options granted would normally vest over a maximum period of 4 years from the date of the grant in proportions specified in 'Stove Kraft Employee Stock Option Plan 2018' scheme.	4 years
01-Aug-25	18,162	The options granted would normally vest over a maximum period of 4 years from the date of the grant in proportions specified in 'Stove Kraft Employee Stock Option Plan 2018' scheme.	4 years
03-Nov-25	6,348	The options granted would normally vest over a maximum period of 4 years from the date of the grant in proportions specified in 'Stove Kraft Employee Stock Option Plan 2018' scheme.	4 years

B. Measurement of fair values

Fair value of share options granted :

The weighted average fair value of the share options granted during the year is Rs. 238.88 (March 31, 2025: no share options granted during the year). The fair value of the employee share options has been measured using the Black-Scholes formula. The assumptions used in this model for calculating fair value for the grants made in the current and previous years are as below:

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

38 SHARE-BASED PAYMENT ARRANGEMENTS (CONTD.)

Inputs into the model							
Grant date	Nov 3, 2025	Aug 01, 2025	Nov 07, 2023	May 29, 2023	Nov 09, 2022	May 31, 2022	October 10, 2020
Grant date fair value of the option	294.36	219.49	220.51	198.29	220.09	196.30	169.49
Exercise price	787.65	578.10	526.35	479.40	632.65	562.10	150.00
Expected volatility	42.74%	42.46%	46.30%	45.80%	39.93%	40.80%	53.35%
Option life	4 years	4 years	4 years	4 years	4 years	4 years	4 years
Dividend yield	0.35%	-	-	-	-	-	-
Risk-free interest rate	5.92%	5.79%	7.15%	6.96%	7.33%	6.91%	6.45%

C. Reconciliation of outstanding share options

The number and weighted average exercise prices of share options under the share option programs were as follows:

Employees stock option plan:	As at March 31, 2026		As at March 31, 2025	
Particulars	**Number of options**	**Weighted average exercise price (in Rs.)**	**Number of options**	**Weighted average exercise price (in Rs.)**
Option outstanding at the beginning of the year	1,29,880	523.74	2,23,544	507.35
Granted during the year	24,510	632.37	-	-
Exercised during the year	31,495	490.50	24,067	513.40
Forfeited/Expired during the year	66,935	537.52	69,597	479.40
Options outstanding at the end of the year	55,960	572.79	1,29,880	523.74
Exercisable at the end of the year	5,550	526.40	8,971	411.20
Options available for grant	1,12,135	-	69,710	-

The share option outstanding at the end of the reporting year had a weighted average exercise price of Rs.572.79 (March 31, 2025: 532.47)and weighted average remaining contractual life of 1.77 years (March 31, 2025: 1.14 years).

39 EARNINGS PER SHARE

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Basic:		
Net profit/(loss) after tax attributable to the equity shareholders (Rs in Million) (A)	419.91	385.05
Weighted average no. of equity shares outstanding (B)	3,30,94,034	3,30,56,749
Face value per share (Rs.)	10.00	10.00
Basic earnings per share (A/B) (Rs.)	**12.69**	**11.65**
Diluted:		
Net profit/(loss) after tax attributable to the equity shareholders (Rs in Million) (C)	419.91	385.05
Weighted average no. of equity shares outstanding	3,30,94,034	3,30,56,749
Add: Effect of dilutive common equivalent shares – share options outstanding	4,253	33,320
Weighted average number of equity outstanding for Diluted EPS (D)	3,30,98,287	3,30,90,069
Face value per share (Rs.)	10.00	10.00
Net profit attributable to the equity shareholders	419.91	385.05
Diluted earnings per share (C/D) (Rs.)	**12.69**	**11.64**

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

40 DISCLOSURES REQUIRED UNDER SECTION 22 OF THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006 (MSMED ACT)

Particulars	As at March 31, 2026	As at March 31, 2025
a) i) The principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	253.37	107.36
ii) Interest due thereon remaining unpaid on year end.	0.90	1.38
b) The amount of interest paid by the buyer under the terms of Section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.		
i) Delayed payments of principal amount paid beyond the appointed date during the entire accounting year.	12.58	98.80
ii) Interest actually paid under Section 16 of the Act, during the entire accounting year.	-	-
c) The 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 Micro, Small and Medium Enterprises Development Act, 2006.	0.16	0.32
d) The amount of interest accrued and remaining unpaid as at year end		
i) Total interest accrued during the year	1.06	1.70
ii) Total interest remaining unpaid, out of the above as at year end	1.06	1.70
e) The amount of further interest due and payable (net of reversals) even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	3.78	2.72

41 SEGMENT REPORTING

The Company's business activity primarily falls within a single business segment 'Kitchen and Home appliances' based on the nature of activity involved and business risks having regard to the internal organisation and management structure. The Chief Operating Decision Maker (CODM) reviews the Company's performance as a single business segment and not at any other disaggregated level. Accordingly, disclosures for operating segment as envisaged in Ind AS -108 (Operating Segments) are not applicable to the Company.

See note 52.14 for the other accounting policies relevant to Segment Reporting.

Additional disclosures as required under Ind AS-108 are as below:

(i) Revenue from external customers (*)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
India	14,356.01	12,844.73
Outside India	1,718.23	1,653.44
Total	**16,074.24**	**14,498.17**

(*) The Company predominantly operates in India, accordingly, disclosure is based on the location of the customer.

Notes to Financial Statements
(Amount in Rupees Millions, unless otherwise stated)

41 SEGMENT REPORTING (CONTD.)

(ii) Non-current assets within India and outside India (*)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
India	6,174.76	6,742.99
Outside India	-	-
Total	**6,174.76**	**6,742.99**

(*) Non-current assets exclude financial assets and deferred tax assets

(iii) Revenue from major customers

Revenue from customers who individually represented more than 10% of the Company's total revenue, consisted of two customers from whom 31.36% (18.45% and 12.90% respectively) of company's total revenue was earned [March 31, 2025: 31.58% (17.82% and 13.76% respectively)].

42 RELATED PARTY TRANSACTIONS

A. List of related parties:

Name of the related party	Nature of relationship
Key managerial personnel (KMP):	
Mrs. Shubha Rao Mayya	Chairman of the Board
Mr. Rajendra Gandhi	Managing Director (MD)
Mrs. Sunita Rajendra Gandhi (*)	Non- Executive Director
Mr. Anup Sanmukh Shah	Independent Director
Ms. Neha Gandhi (*)	Whole-time director
Mr. Ramakrishna Pendyala	Chief Financial Officer
Mr. Shrinivas P H	Company Secretary
Mr. Avinash Gupta	Independent Director
Mr. Natrajan Ramkrishna	Independent Director
(*) Relative of Managing Director	
Enterprises owned or significantly influenced by KMP or their relatives:	
Shinag Allied Enterprises Private Limited (SAEPL)	MD's brother is a Director
Pigeon Appliances Private Limited (PAPL)	MD is a director
Stove Kraft Limited Employees Group Gratuity Trust (Gratuity Trust)	Employee Benefit Trust

B. Transactions with related parties

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cross charge of expenses		
PAPL	-	1.39
Share of Profit / (loss)		
SKI	-	-
Contributions made during the year		
Gratuity Trust	20.50	7.00
Remuneration to Key Managerial Personnel:		
Mr. Rajendra Gandhi	15.83	14.87

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

42 RELATED PARTY TRANSACTIONS (CONTD.)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Ms. Neha Gandhi	7.03	6.11
Mr. Shrinivas P H	2.92	2.74
Mr. Ramakrishna Pendyala	9.71	9.46
Sitting Fee paid to		
Mrs. Shubha Rao Mayya	2.40	2.20
Mr. Anup Sanmukh Shah	2.40	2.00
Mr. Avinash Gupta	2.40	1.80
Mr. Natrajan Ramkrishna	2.40	2.10
Share-based compensation expenses		
Mr. Ramakrishna Pendyala	1.95	1.40

C. Balances with related parties

Particulars	As at March 31, 2026	As at March 31, 2025
Payables		
SAEPL	2.68	2.68
Receivables		
SAEPL	5.63	5.63
PAPL	6.22	6.22
Remuneration payable (gross)		
Mr. Rajendra Gandhi	0.89	1.18
Ms. Neha Gandhi	0.74	0.49
Mr. Ramakrishna Pendyala	0.90	0.63
Mr. Shrinivas P H	0.32	0.22

D. The remuneration to Key Managerial Personnel included the following:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Short-term benefits	35.49	32.61
Post-employment benefits (Refer Note below)	0.83	0.57
Total	**36.32**	**33.18**

Note:

Post employment benefits excludes provision for compensated absences for Key managerial personnel which cannot be separately identified from the composite amount advised by the actuary.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

43 CONTINGENT LIABILITIES AND COMMITMENTS

(a) Contingent liabilities (Refer Notes below)

Particulars	As at March 31, 2026	As at March 31, 2025
Indirect tax matters under appeal	146.61	138.53
Direct tax matters	22.45	11.43
Provident fund claims	6.50	6.50
Other disputed claims	4.35	4.35

Notes:

(i) Indirect tax matters under appeal includes litigations on customs duty rate used for import of certain products, service tax cases relating to disallowance of input tax credit on certain services and VAT cases relating to non submission of Form C and Form F for various assessment years.

(ii) Direct tax matters relates to disputes on account of adjustments as per various assessment orders. Also, refer note 50.

(iii) These cases are pending at various forums with the concerned authorities. Outflows if any, arising out of these claims would depend on the outcome of the decision of the appellate authority and the Companys right for future appeals before judiciary. No reimbursements are expected. The above does not include estimated interest of Rs.71.41 (March 31, 2025 Rs. 73.43) from the date of demand to the reporting date.

(b) Capital and other commitments

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for tangible assets (net of advances)	528.69	581.66

44 CORPORATE SOCIAL RESPONSIBILITY EXPENDITURE

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Amount required to be spent by the company during the year	9.50	10.49
Amount of expenditure incurred *	9.50	10.49
Utilisation of prepaid CSR	-	-
Accrual towards unspent obligations in relation to:		
Ongoing project	-	-
Other than ongoing projects	-	-
Total	**-**	**-**
Amount required to be spent as per Section 135 of the Act	9.50	10.49
Amount spent during the year on		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above *	9.50	10.49

* Includes Rs.Nil (March 31, 2025: Nil) excess incurred to be utilised in the subsequent years.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

44 CORPORATE SOCIAL RESPONSIBILITY EXPENDITURE (CONTD.)

Details of ongoing CSR projects under Section 135(6) of the Act

Balance as at April 1, 2025		Amount required to be spent during the year	Amount spent during the year		Balance as at March 31, 2026	
With the Company	In Separate CSR Unspent Account		From the company's bank account	From separate CSR unspent account	With the Company	In Separate CSR Unspent Account
-	-	-	-	-	-	-

Details of CSR expenditure under Section 135(5) of the Act in respect of other than ongoing projects

Balance unspent as at April 1, 2025	Amount deposited in specified fund of Schedule VII of the Act within 6 months	Amount required to be spent during the year	Amount spent during the year	Utilisation of prepaid CSR	Balance unspent as at March 31, 2026
-	-	9.50	9.50	-	-

45 FINANCIAL RATIOS

Particulars	Numerator	Denominator	Current Year	Previous Year	% Variance	Reason for Variance
a. Current ratio	Current Asset	Current Liabilities	0.97	0.93	4%	NA
b. Debt-equity ratio	Total Debt (including supplier's credit)*	Total Equity	0.38	0.78	-51%	Reduction of debt through internal generation of cash
c. Debt service coverage ratio	Earning for debt service	Debt Services (including supplier's credit)	0.45	1.64	-73%	The variance is on account of payout of borrowings during the current year as compared to previos year.
d. Return on equity (RoE)	Net profit after tax reduced by preference dividend, if any	Average shareholders' equity	8.61%	8.46%	2%	NA
e. Inventory turnover ratio	Cost of goods consumed	Average Inventory	2.73	2.63	4%	NA
f. Trade receivable turnover ratio	Total Revenue from operations (excluding duty drawback)	Average Trade Receivables	13.03	10.42	25%	Receivables days brought down to faster collection through channel finance
g. Trade payable turnover ratio	Total Purchases	Average Trade Payables	3.17	3.59	-12%	NA
h. Net capital turnover ratio	Total Revenue from operations (excluding duty drawback)	Working Capital	-104.68	-38.83	170%	The variance in net capital turnover ratio is on account of increase in capital creditors and security deposits received during the year compared to previous year.
i. Net profit ratio	Net Profit after Tax	Total Revenue from operations (excluding duty drawback)	2.61%	2.66%	-2%	NA
j. Return on capital employed (ROCE)	Earnings before interest and tax (EBIT)	Capital Employed	11.24%	9.58%	17%	Capital employed has down by repayment of borrowing and there is an increase in profit and hence ROCE is improved compared to the previous year
k. Return on investment	Net Profit	Cost of Investments	7.07%	6.30%	12%	NA

* Total debt includes lease liabilities of and Financial liabilities towards sale and lease back.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

46 Subsequent to the balance sheet date, the Board of Directors of the Company in their meeting dated May 12, 2026, have recommended a final dividend of Rs.3.50 per share. This payment of final dividend is subject to approval of shareholders in the ensuing annual general meeting.

47 OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES:

The Company gives volume-based incentives and rebates to certain customers. Amounts to be settled by the Company by way of credit notes are offset against receivables from such customers. The relevant amounts have therefore been presented net in the balance sheet. Details of such offset is given in the below table.

March 31, 2026

Particulars	Effects of offsetting on the balance sheet		
	Gross amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet
Financial assets			
- Trade receivables	1,247.26	(97.67)	1,149.59
Financial liabilities			
- Refund liabilities	184.76	(97.67)	87.09

48 DETAILS OF CURRENT AND DEFERRED TAX

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

Current tax

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 in the countries where the company operates and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

Deferred tax

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 consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax 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.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

48 DETAILS OF CURRENT AND DEFERRED TAX (CONTD.)

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting year, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax is recognised in profit or 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.

(i) Income tax recognised in the statement of profit and loss

Particulars	As at March 31, 2026	As at March 31, 2025
Income tax expense		
Current tax expense	116.09	109.87
Deferred tax expense/ (credit)	(25.31)	(7.77)
Total income tax expense recognised in the statement of profit and loss (A+B)	**90.78**	**102.10**

(ii) Reconciliation of tax expense and the accounting profit multiplied by applicable tax rate:

Particulars	As at March 31, 2026	As at March 31, 2025
Profit before tax	509.83	487.88
Company's domestic tax rate	25.168%	25.168%
Tax using the Company's domestic tax rate (Refer Note below)	128.31	122.80
Tax effect of:		
Effect of non-deductible expense:		
Corporate social responsibility expenses	2.39	2.64
Interest on micro enterprises and small enterprises	0.27	0.35
Deduction u/s 80 JJAA	(25.97)	(21.98)
Gain on remeasurements/termination of leases	(4.61)	-
Others	(9.61)	(1.71)
Income tax recognised in the statement of profit and loss	**90.78**	**102.10**

Note:

The tax rate used in the reconciliations above is the corporate tax rate payable by corporate entities in India on taxable profits under the Indian tax law.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

48 DETAILS OF CURRENT AND DEFERRED TAX (CONTD.)

(iii) Movement in deferred tax balances

Particulars	Deferred tax assets/ (liabilities) As at March 31, 2024	Recognised in statement of profit and loss [Expense/ (credit)]	Deferred tax assets/ (liabilities) As at March 31, 2025	Recognised in statement of profit and loss [Expense/ (credit)]	Deferred tax assets/ (liabilities) As at March 31, 2026
Deferred tax assets/ (liabilities)					
Property, plant and equipment and other Intangible Assets	(117.58)	28.85	(146.43)	154.01	(300.44)
Right of use assets	(278.06)	123.88	(401.94)	(244.89)	(157.05)
Lease Liabilities	278.04	(144.75)	422.79	272.96	149.83
Financial liabilities towards sale and lease back	-	-	-	(191.98)	191.98
Employee benefits (Gratuity and Leave encashment)	29.50	(7.12)	36.62	(2.95)	39.57
Employee benefits (Bonus)	17.97	1.97	16.00	0.19	15.81
Provision for expected credit loss	47.93	10.47	37.46	(1.27)	38.73
Provision for warranty	13.44	(1.70)	15.14	(7.53)	22.67
Other Items	33.28	(19.37)	52.65	(3.85)	56.50
Net deferred tax assets/ (liabilities)	**24.52**	**(7.77)**	**32.29**	**(25.31)**	**57.60**

49 QUARTERLY STATEMENTS

The Company has filed quarterly statements with the banks in relation to the sanctioned working capital facilities, which are in agreement with the books of account other than those as set out below:

Quarter ended	Name of the bank	Amount as reported in the quarterly statement (A)	Amount as per books of account (B)	Amount of difference (A-B)	Reasons for material discrepancies
Trade Receivables:					
June 2025	HDFC Bank, ICICI Bank, Axis Bank and DBS Bank	1,639.88	1,447.24	192.64	The difference is mainly attributable to provision for expected credit loss, credit note accruals for trade schemes and period end reversals which were not included in the statement filed with the banks. Additionally, receivables were presented net off advance from customers in the statements filed with the banks.
September 2025		1,916.90	1,566.85	350.05	
December 2025		1,554.47	1,256.55	297.92	
March 2026		1,453.91	1,149.59	304.32	
Inventory:					
June 2025	HDFC Bank, ICICI Bank, Axis Bank and DBS Bank	3,554.84	3,721.88	(167.04)	The difference is mainly attributable to certain category of inventories and provision for obsolescence not considered in the statements filed with the banks.
September 2025		3,152.33	3,315.62	(163.29)	
December 2025		3,295.26	3,472.43	(177.17)	
March 2026		3,331.78	3,600.12	(268.34)	

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

50 In November 2023, the Income Tax Department carried out search operations at the Company's various business premises under Section 132 of the Income-tax Act, 1961. The Company made the necessary disclosures to the stock exchanges regarding the search operations.

Subsequently, the Company received notices under Section 148 of the Income Tax Act, 1961, for Assessment Years ("AY") 2019-20 and 2020-21. In response to the notice for AY 2020-21, the Company filed a revised return incorporating certain adjustments that do not materially impact the financial position or results. For AY 2019-20, the Company opted not to submit a revised return, as no changes to the previously reported information were anticipated.

Further, the Company received notices under Section 142(1) of the Income Tax Act, 1961, for the assessment years 2020-21, 2022-23 and 2023-24 for which the Company has responded. As on date, the Company has received assessment orders and demand notices for the assessment years 2019-20, 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25, out of which the assessment proceedings for AY 2019-20 and AY 2024-25 have been concluded with Nil demand. For the remaining assessment years, the Company has received orders under Section 143(3) and demand notices under Section 156 demanding additional tax aggregating to INR 24.53 million. Appeals for AY 2022-23 and AY 2023-24 have been filed and are currently pending with the Commissioner of Income Tax Appeals. Additionally, rectification requests for AY 2020-21 and AY 2021-22 have been submitted and are under consideration by the Deputy Commissioner of Income Tax. The management believes that the adjustments made are either erroneous or non-appreciative of submissions/evidence produced.

In the view of the Management, the search operations and the assessment/reassessment proceedings for various assessment years are not likely to have any material adverse impact on the Company's financial position as of March 31, 2026 and the performance for the year ended on that date.

51 ADDITIONAL REGULATORY INFORMATION

(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) Borrowing secured against current assets

The Company has borrowings from banks and financial institutions on the basis of security of current assets. Refer note 49 for reasons for the differences between the quarterly returns or statements of current assets filed by the Company with banks and financial institutions and the books of accounts.

(iii) Wilful defaulter

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

(iv) Relationship with struck off companies

The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(v) Compliance with number of layers of companies

The company does not have any subsidiaries and hence compliance with 2(87) of the Companies Act, 2013 read with Companies (Restriction on number of layers) Rules, 2017 ('Layering Rules') is not applicable.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

51 ADDITIONAL REGULATORY INFORMATION (CONTD.)

(vi) Compliance with approved scheme(s) of arrangements

The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(vii) Utilisation of borrowed funds and share premium

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 (whether recorded in writing or otherwise) that the Intermediary shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

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:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(viii) 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.

(ix) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(x) Valuation of Property, Plant and Equipment, intangible asset and investment property

The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets during the current or previous year.

(xi) Compliance with section 185 and 186 of the Act

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 of the Act.

(xii) Core investment companies (CIC)

The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. The Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CICs, which are part of the Group.

(xiii) 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), as disclosed in note 3 to the

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

51 ADDITIONAL REGULATORY INFORMATION (CONTD.)

financial statements, are held in the name of the Company/ erstwhile name of the Company (Stove Kraft Private Limited).

(xiv) 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.

(xv) Utilisation of borrowings availed from banks and financial institutions

The borrowings obtained by the company from banks and financial institutions have been applied for the purposes for which such loans were was taken.

52 SUMMARY OF OTHER ACCOUNTING POLICIES

Other than the Material Accounting Policies given, this note provides a list of other accounting policies adopted in the preparation of these financial statements. The Accounting Policies have been consistently applied to all the years presented, unless otherwise stated.

52.1 Property, Plant and Equipment

Historical cost includes expenditure that is directly attributable to the acquisition of the property, plant and equipment.

On transition to Ind AS as at April 1, 2017, the company elected to consider the fair value of all of its property, plant and equipment in its opening Ind AS Balance Sheet as deemed cost of property, plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

52.2 Leases

Lease liabilities include the net present value of the following lease payments:

- Fixed payments (including in -substance fixed payments), less any lease incentives receivable
- Variable lease payment that are based on an index or rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the Company under residual value guarantee
- the exercise price of a purchase option if the group is reasonably certain to exercise that option, and

Notes to Financial Statements
(Amount in Rupees Millions, unless otherwise stated)

52 SUMMARY OF OTHER ACCOUNTING POLICIES (CONTD.)

- payments of penalties for terminating the lease, if the lease term reflects the company exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

Lease payments are allocated between principal and finance cost. The finance cost is charged to the statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain asset of similar value to the right-to-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Company uses a build-up approach that starts with a risk-free interest rate adjusted for general credit risk for leases held by the Company.

52.3 Intangible Assets and Goodwill

On transition to Ind AS as at April 1, 2017, the company has elected to consider the fair value of all such intangible assets in its opening Ind AS Balance Sheet as deemed cost of intangible assets.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in statement of profit and loss when the asset is derecognised.

52.4 Financial Instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in statement of profit and loss.

52.5(A) Investments and other financial assets:

(i) Classification

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

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

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

52 SUMMARY OF OTHER ACCOUNTING POLICIES (CONTD.)

- those to be measured at amortized 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.

(ii) Recognition

Regular way purchases and sales of financial assets are recognised on trade-date, being the date on which the Company commits to purchase or sell the financial asset.

(iii) Measurement

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, 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 profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

The Company measures all equity investments at fair value. Where the management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(iv) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 36.3(ii) details how the Company determines whether there has been a significant increase in credit risk.

In accordance with Ind AS 109 - Financial Instruments, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivable.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

52 SUMMARY OF OTHER ACCOUNTING POLICIES (CONTD.)

For trade receivables, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(v) Derecognition of financial assets

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 the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, it 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 it 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.

(vi) Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting year.

For foreign currency denominated financial assets that are measured at amortised cost and fair value through profit and loss (“FVTPL”), the exchange difference are recognised in statement of profit and loss.

52.5(B) Financial liabilities and equity instruments

(i) Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

(ii) Equity Instrument

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the Company are recognised at the proceeds received net off direct issue cost.

(iii) Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

52 SUMMARY OF OTHER ACCOUNTING POLICIES (CONTD.)

(iv) Financial liabilities at FVTPL

Financial liabilities are designated at FVTPL where it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in the Statement of profit and loss.

(v) Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting year. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter year, to the net carrying amount on initial recognition.

(vi) Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting year, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in Statement of Profit and Loss.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting year. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in the Statement of profit and loss.

(vii) Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in statement of profit and loss.

(viii) Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

52.5(C) Derivative financial instruments

The Company enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

52 SUMMARY OF OTHER ACCOUNTING POLICIES (CONTD.)

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting year. The resulting gain or loss is recognised in the Statement of profit and loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in Statement of profit and loss depends on the nature of the hedging relationship and the nature of the hedged item. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

52.5(D) Embedded derivatives

Derivatives embedded in non-derivative host contracts that are not financial assets within the scope of Ind AS 109 are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVTPL.

52.6 Foreign Currency transactions and translations

(i) 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 financial statements are presented in Indian rupee (INR), which is Stove Kraft Limited’s functional and presentation currency.

(ii) 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 generally recognised in profit or loss.

Foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

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. For example, translation differences on non-monetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as at fair value through other comprehensive income are recognised in other comprehensive income.

52.7 Inventories

Cost of raw materials and traded goods comprises cost of purchases. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the basis of weighted average cost. 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. 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 costs of completion and the estimated costs necessary to make the sale.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

52 SUMMARY OF OTHER ACCOUNTING POLICIES (CONTD.)

52.8 Trade Receivables

Trade receivables are amounts due from customers for goods sold or services rendered 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.

52.9 Cash and cash equivalents

Cash and cash equivalents comprises cash on hand and at banks and short-term deposits with an original maturity 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.

52.10 Provisions and Contingent Liabilities

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made of the amount of obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting year, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent liabilities are not recognised but are disclosed in the Notes to the financial statements. Contingent assets are not recognised in the financial statements.

52.11 Impairment of non-financial assets

At the end of each reporting year, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of profit and loss.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

52 SUMMARY OF OTHER ACCOUNTING POLICIES (CONTD.)

52.12 Income Recognition

(i) Interest Income:

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Interest income from financial assets at fair value through profit or loss is disclosed as interest income within other income. Interest income on financial assets at amortised cost and financial assets at fair value through other comprehensive income is calculated using the effective interest method and is recognised in the statement of profit and 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).

(ii) Dividends:

Dividends are recognised as other income in profit or loss when the right to receive payment is established. This applies even if they are paid out of pre-acquisition profits, unless the dividend clearly represents a recovery of part of the cost of the investment.

(iii) Lease income:

Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature.

(iv) Foreign exchange gains and losses :

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting year. For foreign currency denominated financial assets that are measured at amortised cost and fair value through profit and loss (“”FVTPL””), the exchange difference are recognised in statement of profit and loss.

52.13 Employee benefits provision

A Short-term employee benefit obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

52 SUMMARY OF OTHER ACCOUNTING POLICIES (CONTD.)

B Long-term employee benefit obligations

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by the employees up to the reporting date.

(i) Share-based compensation

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting year, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in the statement of profit and loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

(ii) Gratuity obligations

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

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

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

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.

(iii) Defined Contribution Plan

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

Notes to Financial Statements

(Amount in Rupees Millions, unless otherwise stated)

52 SUMMARY OF OTHER ACCOUNTING POLICIES (CONTD.)

52.14 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company operates under single segment of 'Kitchen and Home Appliances'.

52.15 Earnings per share

Basic earnings per share is computed by dividing statement of profit and loss attributable to equity shareholders of the company by the weighted average number of equity shares outstanding during the reporting year.

Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date. Dilutive potential equity shares are determined independently for each year presented.

52.16 Rounding of Amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest million as per the requirement of Schedule III, unless otherwise stated. Amount mentioned as "0" in the financial statements denote amounts rounded off being less than INR five lakhs and the sign (-) indicates that the amounts are Nil.

53 Previous year's figures have been re-grouped / reclassified, wherever necessary, to conform to current year's classification / disclosure. However there have been no material regroupings / reclassifications.

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

Mohan Danivas S A
Partner
Membership Number: 209136

Place: Bengaluru
Date: May 12, 2026

For and on behalf of the Board of Directors

Rajendra Gandhi
Managing Director
DIN: 01646143

Neha Gandhi
Executive Director
DIN: 07623685

Ramakrishna Pendyala
Chief Financial Officer

Shrinivas P Harapanahalli
Company Secretary
Membership Number:A-26590

Place: Bengaluru
Date: May 12 2026

STOVE KRAFT LIMITED

Registered Office: #81/1, Medamaranahalli Village, Harohalli Hobli, Kanakapura Taluk, Ramanagara District, Karnataka, 562112, CIN: L29301KA1999PLC025387
Phone No.: +91 80-28016222 E-mail: cs@stovekraft.com Website: www.stovekraft.com

NOTICE OF THE 27TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 27th Annual General Meeting of Stove Kraft Limited will be held on Friday, 11 September 2026 at 11.00 A.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company and in this regard pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** the Audited Financial Statements of the Company consisting of Balance Sheet as at 31 March 2026, Profit and Loss Account and Cash Flow Statement for the financial year ended on that date including notes thereto together with the Reports of the Board of Directors and Auditors thereon, already circulated to the members and now submitted to this meeting be and are hereby received and adopted."

2. To declare Dividend on Equity Shares and in this regard pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** a Dividend of Rs. 3.50 per Equity Share of Rs. 10 each (i.e., 35%) for the financial year ended 31 March 2026, as recommended by the Board of Directors at its meeting held on 12 May 2026, be and is hereby declared."

3. To appoint a Director in place of Mrs. Neha Gandhi, Executive Director, who retires by rotation and being eligible has offered herself for reappointment and in this regard pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** Mrs. Neha Gandhi (DIN: 07623685) who retires in accordance with the provisions of the Companies Act, 2013 and has offered herself for reappointment be and is hereby reappointed as Director of the Company liable to retire by rotation."

4. To reappoint Price Waterhouse Chartered Accountants LLP (Firm Registration Number: 012754N/N500016) as Statutory Auditors of the Company for a further term of five years and in this regard pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED** that pursuant to Sections 139, 141, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder as amended from time to time Price Waterhouse Chartered Accountants LLP, Chartered Accountants (Firm Registration No.: 012754N/ N500016) be and are hereby reappointed as Statutory Auditors of the Company to hold office for a second term from the conclusion of 27th Annual General Meeting until the conclusion of 32nd Annual General Meeting (FY2026-27 to FY2030-31) on such remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditors, in connection with Audit of the accounts of the Company."

SPECIAL BUSINESS:

5. To ratify the remuneration payable to M/s. G S & Associates, Cost Accountants as Cost Auditors and in this regard pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), the Remuneration payable to M/s. G S & Associates (Firm Registration number:00301), appointed as Cost Auditors by the Board of Directors of the Company to conduct audit of cost records for the financial year ending 31 March 2027, amounting Rs.1,25,000 plus applicable taxes and reasonable out of the pocket expenses incurred for conducting the aforesaid audit, be and hereby ratified and confirmed".

6. To consider and approve modifications to Stove Kraft Employee Stock Option Plan 2018 and in this regard pass the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** in furtherance of and in partial modification of the Special Resolution passed by the Members at the Extraordinary General Meeting held on 10 September 2018 and subsequent ratification and modifications by way of Special Resolution passed at the Annual General Meeting held on 31 August 2021 and pursuant to the provisions of Section 62(1)(b), and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), and the Companies (Share Capital and Debenture) Rules, 2014 read with the provisions of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (the "SBEB Regulations"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), Foreign Exchange Management Act, 1999, ("FEMA") (including any statutory amendment(s), modification(s) or re-enactment(s) of the Act or the SBEB Regulations or Listing Regulations or FEMA, as the case may be, for the time being in force), the Memorandum and Articles of Association of the Company, and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India ("GOI"), Reserve Bank of India ("RBI"), Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India and subject to such approvals, consents, permissions and sanctions as may be necessary or required, from regulatory or other appropriate authorities, including but not limited to SEBI, BSE Limited and National Stock Exchange of India Limited ("Stock Exchanges"), to the extent applicable, consent of the Company be and is hereby accorded for amending the Stove Kraft Employee Stock Option Plan 2018 ("the Plan 2018") to increase the total quantum of options to be issued, offered and granted under the Plan 2018 from 813,000 stock options to 10,25,000 stock options, in one or more tranches, from time to time, and to make certain other amendments / modifications in Stove Kraft Employee Stock Option Plan 2018 ("the Plan") as per the draft submitted to this meeting.

   RESOLVED FURTHER THAT the new equity shares to be issued and allotted by the Company in the manner aforesaid shall rank pari passu in all respects with the existing equity shares of the Company;

   RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issue, bonus issue, split or consolidation of shares etc., of the Company, the number of above mentioned Options shall be appropriately adjusted;

   RESOLVED FURTHER THAT for the purpose of giving effect to any creation, offer, issue, allotment or listing of shares, the Board be and is hereby authorized, on behalf of the Company, to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, necessary or desirable for such purpose and with power to sign any documents, deeds, settle any issues, questions, difficulties or doubts that may arise in this regard;

   RESOLVED FURTHER THAT any of the Directors and/or Key Managerial Personnel of the Company, be and are hereby severally authorized to take necessary steps for obtaining In-principle Approval, Listing and Trading Approval from the Stock Exchanges, and to do all such acts, deeds, matters and things including the appointment of or authorizing the appointment of various intermediaries, experts, professionals, independent agencies, merchant banker and other advisors, valuers, consultants or representatives, being incidental to the effective implementation and administration of the Plan 2018, as it may, in its absolute discretion deem fit.

   RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein, to NRC, including the power to sign Stock Option Agreement/Issue grant letter(s), with power to further delegate to any directors/senior management personnel of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings, etc., as may be necessary in this regard."

7. To reappoint Mr. Anup Sanmukh Shah as an Independent Director of the Company and in this regard pass the following resolution as a **Special Resolution**:

   RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and other applicable provisions of the Companies Act, 2013, the Companies

(Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) or re-enactment thereof for the time being in force), Mr. Anup Sanmukh Shah (DIN: 00317300) who holds office as a Non-Executive Independent Director up to 01 November 2026 and being eligible, and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby reappointed as a Non-Executive Independent Director of the Company, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors at its meeting held on 03 August 2026, not liable to retire by rotation, for a second term of five years from 02 November 2026 to 01 November 2031."

8. To reappoint Mrs. Neha Gandhi as Executive Director of the Company and in this regard pass the following resolution as a **Special Resolution**:

   RESOLVED THAT pursuant to the provisions of Section 196,197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other Rules made thereunder and applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other law applicable to the Company for the time being in force, including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and in accordance with relevant provisions of the Articles of Association of the Company, and upon recommendations of Nomination and Remuneration Committee and Board of Directors of the Company (hereinafter referred to as the 'Board') and subject to such other approval(s), permission(s) and sanction(s) as may be required in this regard, consent of the members be and is hereby accorded for the reappointment of Mrs. Neha Gandhi (holding DIN: 07623685) as an Executive Director of the Company for a further period of five years from 30 September 2026, liable to retire by rotation, on such terms and conditions and at such remuneration, as detailed in the explanatory statement attached hereto.

   RESOLVED FURTHER THAT pursuant to Section II of Part II of Schedule V and other applicable provisions, if any, of the Act and subject to such approvals as may be necessary, the Company be and is hereby authorized to pay the remuneration as detailed in the Statement pursuant to Section 102 of the Act annexed hereto as minimum remuneration to Mrs. Neha Gandhi in any financial year, in which the Company has no profit or the profit is inadequate.

   RESOLVED FURTHER THAT the Company be and is hereby authorized to pay remuneration to Mrs. Neha Gandhi, as detailed in the Statement pursuant to Section 102 of the Act annexed hereto which may exceed the limits as specified in Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

   RESOLVED FURTHER THAT the Nomination and Remuneration Committee and the Board of Directors of the Company be and is hereby authorised, in accordance with the statutory limits/approvals as may be applicable for the time being in force, to revise and/or change the terms and conditions of the reappointment and remuneration of Mrs. Neha Gandhi from time to time as may be deemed appropriate.

   RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required, including filing of requisite forms / returns/ applications with the Registrar of Companies or other regulatory authorities and to approve the execution of all such documents, instruments and writings as may be necessary to give effect to this resolution.

9. To appoint Mr. Chandru Kalro as Non-Executive Non Independent Director of the Company and in this regard pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and 161 of the Companies Act, 2013 ("Act") and the Rules made thereunder and provisions of Regulations 17 of the of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereto, for the time being in force), pursuant to the recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Chandru Kalro (holding DIN 03474813), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 02 July 2026 and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of a Director of the Company, be and is hereby appointed as Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, expedient in order to give effect to this Resolution."

10. To approve payment of professional fees to Mr. Chandru Kalro, Non-Executive Director and in this regard to pass the following resolution as a **Special Resolution**:

    RESOLVED THAT pursuant to the provisions of Section 188(1)(f) and other applicable provisions of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its powers) Rules, 2014 and pursuant to the Regulation 17(6) and other applicable provisions, if any of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amend from to time), the Company's Policy on Materiality of Related Party Transactions and Procedure for dealing with Related Party Transactions and on recommendation of the Nomination and Remuneration Committee and approval of Audit Committee and Board of Directors of the Company, the approval of members of the Company be and is hereby accorded for Mr. Chandru Kalro (DIN: 03474813), Non-Executive Non-Independent Director to render professional services to the Company in his individual capacity and to hold an office or place of profit, and for payment of professional fees as detailed in the explanatory statement annexed hereto towards professional advisory services to be rendered by Mr. Kalro to the Company.

    RESOLVED FURTHER THAT the Board of Directors of the Company and or any person authorised by the Board be and is hereby authorised to finalise and execute the professional engagement and to do all such acts, deeds and things as may be necessary to give effect to this Resolution.

By Order of the Board

Shrinivas P Harapanahalli
Company Secretary &
Compliance Officer
(Membership No. A26590)

Place: Bangalore
Date: 03 August 2026

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Members of the Company at the 22nd Annual General Meeting held on 31 August 2021, appointed Price Waterhouse Chartered Accountants LLP (Firm Registration Number 012754N/N500016) as Statutory Auditors of the Company to hold office for a term of five consecutive years from the conclusion of 22nd Annual General Meeting until the conclusion of 27th Annual General Meeting.

Price Waterhouse Chartered Accountants LLP, Chartered Accountants, Firm Registration No. 012754N/ N500016, was established in the year 1991 and converted into a limited liability partnership in the year 2014. The registered office of the Firm is at New Delhi and operates out of 9 branches across India. The firm is a member entity of the Price Waterhouse & Affiliates network, which is registered with the Institute of Chartered Accountants of India. The Firm has more than 125 Assurance Partners as of December 2025. It has a valid peer review certificate and audits various companies listed on stock exchanges in India.

Price Waterhouse Chartered Accountants LLP are eligible for reappointment for a further term of five years. They have given their consent for reappointment as Statutory Auditors of the Company and have issued a certificate confirming that their proposed reappointment is within the limit prescribed under Section 139 of the Companies Act, 2013 ('the Act') and the rules made thereunder. Price Waterhouse Chartered Accountants LLP have confirmed that they are eligible for the proposed reappointment under the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder.

The Audit Committee after duly assessing their performance, effectiveness of statutory audit process and their independence, experience and expertise of lead partner, profile of members of audit team, involvement of the lead partner and process of audit planning and execution etc, has recommended the reappointment of Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditors of the Company for a second term of five consecutive years from conclusion of 27th AGM till the conclusion of 32nd AGM.

Based on the recommendation of the Audit Committee, the Board of Directors has proposed that the members may reappoint Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditors of the Company for a further term of five consecutive years i.e., from conclusion of 27th AGM till conclusion 32nd AGM for conducting statutory audits from FY2026-27 until FY2030-31, on such remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditors, in connection with Audit of the accounts of the Company in addition to reimbursement of applicable taxes and out of pocket expenses.

The Board may also alter and vary the terms and conditions of reappointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

The Board has recommended the resolution set out at Item No. 4 of the Notice for approval of the members at the ensuing AGM.

None of the directors / Key Managerial Personnel of the company / their relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

Item No 5:
Ratification of remuneration of the Cost Auditors

The Board of Directors of the Company on the recommendation of the Audit Committee, approved the reappointment and remuneration of M/s. G S & Associates, Cost Accountants as the Cost Auditors of the Company for the financial year 2026-27.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors during the financial year 2026-27 as set out in the Resolution for the aforesaid services to be rendered by them. The Board of Directors has recommended the resolution set out at Item No. 5 of the Notice for approval of the members at the ensuing AGM.

None of the directors / Key Managerial Personnel of the company / their relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

Item No 6:
Modification of Stove Kraft Employee Stock Option Plan 2018 (ESOP)

The Company has Stove Kraft Employee Stock Option Plan 2018 ('the Plan"), with the primary objective to reward the key employees for their association, dedication and contribution towards the goals of the Company. The Company is also using the Plan to attract, retain and motivate key talent by way of rewarding their performance and motivating them to contribute to the overall corporate growth and profitability. The Company views Employee Stock Options as long-term incentive tool that would enable the Employees not only to become co-owners, but also to create wealth out of such ownership in the future.

The shareholders of the Company at Extra-ordinary General Meeting and Annual General Meeting held on 10 September 2018 and 31 August 2021, respectively approved and modified the Plan and had authorized the Nomination and Remuneration Committee of the Company to grant options not exceeding 8,13,000 options to eligible employees in one or more tranches, from time to time.

Almost all of the grants in the ESOP Pool are exhausted. Therefore based on recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 12 May 2026 has approved increase of ESOP pool by additional 2,12,000 ESOPs, subject to approval of the shareholders. With this the aggregate Options under the Plan will increase from 813,000 options to 10,25,000 options. The Board also approved few other amendments to the Plan such as inclusion of vesting schedule, deletion of provisions relating to prior to listing, ESOPs to employees of subsidiary companies, if any, fair market value, certain other amendments.

A copy of the Plan together with modifications is available on website of the Company for perusal of members and the same is also available for perusal at the Registered Office of the Company during business hours on all working days up to and including the date of 27th AGM.

The Board recommends passing of the resolution as set out under Item No. 6 of the Notice for approval of the Members as a Special Resolution.

Except the employees who are eligible for ESOPs and their relatives, none of the other Directors or Key Managerial Personnel of the Company including their relatives is, in any way, concerned or interested, financially or otherwise, in the aforesaid special resolution.

Item No 7:
Reappointment of Mr. Anup Sanmukh Shah as a Non-Executive Independent Director

The shareholders of the Company at the AGM held on 12 September 2022 had appointed Mr. Anup Sanmukh Shah (DIN: 00317300) as a Non-Executive Independent Director for a tenure of five years from 02 November 2021 to 01 November 2026.

In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Mr. Anup Sanmukh Shah, being eligible, has offered himself for re-appointment.

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee and also on the basis of the outcome of his performance evaluation, at its meeting held on 03 August 2026, has reappointed Mr. Anup Sanmukh Shah as a Non-Executive Independent Director for a second term of five years from 02 November 2026 to 01 November 2031, subject to the approval of shareholders.

The Board is of view that Mr. Anup Sanmukh Shah has immensely contributed to the proceedings of the Board and its Committees, and further believes that his continued association would be of immense benefit to the Company. Therefore, it is desirable to continue to avail his services as a Non-Executive Independent Director for a second term. His skills, background and experience in the field of legal, compliance, corporate governance, finance, audit, risk management etc., are aligned to the role and capabilities identified by the Nomination & Remuneration Committee.

Mr. Anup Sanmukh Shah has given consent to act as a Non-Executive Independent Director of the Company and has also furnished a declaration to the Board of Directors that he continues to meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further as per his declaration, he is not disqualified to be appointed as a Director under Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mr. Anup Sanmukh Shah is independent of the management of the Company and he also fulfils the conditions specified under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his reappointment as a Non-Executive Independent Director. The Board also opines that Mr. Anup Sanmukh Shah possess the desired integrity, expertise, experience and proficiency that is required as a Non-Executive Independent Director.

Brief profile of Mr. Anup Sanmukh Shah is given below:

Mr. Anup Sanmukh Shah holds a Bachelor's degree in Commerce from HR College, Mumbai, and a Law degree from Government Law College, Mumbai. He brings over 39 years of law experience, particularly in real estate law. Since establishing his firm in 1993, he has advised developers, builders and foreign and domestic investors in structuring real estate transactions, leases, development agreements and joint ventures. His expertise lies in commercial and property documentation, corporate and commercial litigation, property-related issues, land laws, arbitration and alternative dispute resolutions. He is also the Founder Partner of ASLF Law Office, Bengaluru and serves on various Boards such as Puravankara Limited, Provident Housing Limited, Brigade Hotel Ventures Limited, Welspun One Investment Management Private Limited, Knowledge Realty Office Management Services Private Limited, Welspun One Private Limited and Soujanya Family Foundation.

The Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Anup Sanmukh Shah, for the office of Director of the Company. Draft of the letter of appointment to be issued to him setting out the terms and conditions of appointment is available for inspection at the Registered Office of the Company by any member during normal business hours of the Company on any working day. The same has also been posted on the website of the Company.

The Board of Directors has accordingly recommended the resolution set out at Item No. 7 of the Notice for approval of the members by way of Special Resolution at the ensuing AGM.

Mr. Anup Sanmukh Shah is not related to any Director or Key Managerial Personnel of the Company or their relatives. Except Mr. Anup Sanmukh Shah, none of the other Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed appointment. This explanatory statement may also be regarded as a disclosure pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meeting is set out as Annexure A to this notice.

Item No 8:

Reappointment of Mrs. Neha Gandhi as Executive Director

At the AGM held on 31 August 2021, Mrs. Neha Gandhi, (DIN: 07623685) was reappointed as the Executive Director of the Company for a period of five years with effect from 30 September 2021.

The Board of Directors on recommendation of Nomination and Remuneration Committee at its meeting held on 03 August 2026 has approved the reappointment and remuneration of Mrs. Neha Gandhi, as Executive Director for a further period of five years from 30 September 2026 to 29 September 2031, subject to the approval of shareholders at AGM.

Mrs. Neha Gandhi is a Promoter and Executive Director of the Company. She holds a Bachelor's degree in Business Administration from Christ University, Bengaluru, and a Postgraduate Certificate Programme in Sales and Marketing Management from MICA, Ahmedabad. She began her career as a Graduate Trainee at Viacom18 Media Private Limited. At StoveKraft, Mrs. Neha Gandhi currently oversees the People, Process, and Technology functions, spearheading strategic initiatives in organisational development, digital transformation, and operational excellence. In her earlier role, she successfully led the Brand & Communication function, building strong brand equity and driving consumer engagement.

The Board is of the opinion that Mrs. Neha Gandhi possesses the requisite expertise, experience and competency. Mrs. Neha Gandhi has given the consent and other declarations to the Company, affirming that she is not disqualified from being appointed as an Executive Director under the applicable provisions of the Companies Act, 2013 and is also not debarred from holding the office of Director pursuant to any order issued by the SEBI or any other authority.

The terms and conditions of Mrs. Neha Gandhi's remuneration effective from 30 September 2026 in accordance with the Nomination and Remuneration Policy of the Company are as under:

i) Basic Salary: Rs. 40,04,000 per annum. The annual increment, in accordance with the Nomination and Remuneration Policy of the Company, will be effective from 01 April 2027 and thereafter every year from 01 April.

ii) House Rent Allowance: Rs. 22,17,600 per annum

iii) Conveyance Allowance: Rs.12,40,812 per annum.

iv) Variable Pay: Rs. 15,40,000.

v) Perquisites & Allowances: As per the applicable policies or as may be agreed to between the Company and Mrs. Neha Gandhi.

v) Retirement benefits: Contribution to Provident Fund as per the Company's policy. Gratuity to be paid in accordance with Payment of Gratuity Act, 1972 and encashment of leave at the end of tenure.

The Board shall be entitled to add, alter or vary any of the foregoing terms of remuneration, benefits or perquisites of the Executive Director within the overall ceiling on managerial remuneration prescribed under the Companies Act, 2013, or any statutory modification or re-enactment thereof.

Minimum Remuneration: Where in any financial year during the term of the Executive Director, the Company has no profit or its profit is inadequate, the Company will pay remuneration specified herein above as minimum remuneration, subject to the requisite approvals, if any.

It is proposed to pass this resolution as a Special Resolution, in order to enable the Company to pay the above remuneration to Mrs. Neha Gandhi which may be in excess of the limits as specified in Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The statement as required under Section II, Part II of Schedule V of the Companies Act, 2013 with reference to aforesaid item is given below:

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE V OF THE COMPANIES ACT, 2013

I. General information:

(1) Nature of industry	Manufacturer of kitchen and home appliances
(2) Date of commencement of commercial production	28 June 1999
(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
(4) Financial performance based on given indicators	

Rs. in million

Particulars	FY2025-26	FY2024-25	FY2023-24
Revenue from Operations	16,074.24	14,498.17	13,643.30
Profit before interest and depreciation	1,577.58	1,510.62	1,188.67
Profit before tax	509.83	487.88	455.51
Net Profit	419.91	385.05	341.35

(5) Foreign investments or collaborations, if any.	Not Applicable

II. Information about the appointee:	
(1) Background details	Mrs. Neha Gandhi, is the Promoter and Executive director of the Company and has extensive experience in field of People, Process, and Technology functions, digital transformation and operational excellence.
(2) Past remuneration	The details of remuneration paid to Mrs. Neha Gandhi during the last three financial years were as under: FY2025-26: She was paid remuneration of Rs. 70,29,327/- during the financial year ended 31 March 2026. FY2024-25: She was paid remuneration of Rs. 61,08,612/- during the financial year ended 31 March 2025. FY2023-24: She was paid remuneration of Rs. 30,82,864/- during the financial year ended 31 March 2024.
(3) Recognition or awards	-
(4) Job profile and his suitability	Mrs. Neha Gandhi will continue to devote her full time and attention to the business of the Company and perform such duties as may be entrusted to her by the Board of Directors and Managing Director from time to time.
(5) Remuneration proposed	Details are given in the Explanatory Statement annexed hereto.
(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration payable to Mrs. Neha Gandhi has been benchmarked with remuneration being drawn by similar positions in the industry and has been approved by the Nomination and Remuneration Committee and the Board of Directors at its meeting held on 03 August 2026.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	Daughter of Mr. Rajendra Gandhi, Managing Director and Mrs. Sunita Rajendra Gandhi, Non-Executive Director.
(8) Directorships held in other public companies (excluding foreign companies and Section 8 Companies)/Limited liability partnership	Nil
(9) Memberships / Chairmanships of Committee of other Public companies (includes only Audit Committee and Stakeholders Relationship Committee)	Nil
(10) Shareholding in the Company as on 31 March 2026	1 (One) Share
III. Other information:	
(1) Reasons of loss or inadequate profits	Not Applicable
(2) Steps taken or proposed to be taken for improvement	Not Applicable
(3) Expected increase in productivity and profits in measurable terms	Not Applicable
Although the Company has shown growth and profit from its operations over the past years and is expected to consistently earn profits in the coming years also, it is proposed to pass the resolution given at Item No. 8 of this Notice as a Special Resolution, in order to enable the Company to pay the remuneration detailed above as minimum remuneration to Mrs. Neha Gandhi in the eventuality of loss/inadequacy of profits in any financial year during her tenure in terms of the provisions of Section II, Part II of Schedule V of the Companies Act, 2013.	
IV. Disclosures:	
The remuneration package of the managerial personnel has been described in the explanatory statement pursuant to section 102 of the Act and the same will also be provided in the Corporate Governance Reports of the subsequent years.	

The details as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meeting is set out as Annexure A to this notice.

The Board of Directors has accordingly recommended the resolution set out at Item No. 8 of the Notice for approval of the members by way of Special Resolution at the ensuing AGM.

Mrs. Neha Gandhi is not related to any other Director or Key Managerial Personnel of the Company or their relatives except her father Mr. Rajendra Gandhi, Managing Director and mother Mrs. Sunita Rajendra Gandhi, Non-Executive director.

None of the other Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed reappointment. This explanatory statement may also be regarded as a disclosure pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Item No. 9 & 10

Appointment of Mr. Chandru Kalro as a Non-Executive Non Independent Director and approval for payment of professional fees

The Board of Directors of the Company, on recommendation of Nomination and Remuneration Committee, at its meeting held on 02 July 2026 has appointed, Mr. Chandru Kalro (holding DIN 03474813) as an Additional Director in the category of Non-Executive Non Independent Director. He was also designated as Non Executive Vice Chairperson of the Company. The Company has received a Notice in writing from a member under Section 160 of the Act proposing candidature of Mr. Chandru Kalro for appointment as a Director by the members.

Pursuant to provisions of Regulation 17(1C) of Listing Regulations the approval of shareholders for appointment of a person on the Board of Directors needs to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. The Board of Directors has accordingly recommended the resolution set out at Item No. 9 of the Notice for approval of the members by way of Ordinary Resolution at the ensuing AGM.

Brief Profile of Mr. Chandru Kalro is given below:

Mr. Chandru Kalro (DIN: 03474813) is an engineer in Electronics and Communication and a distinguished business leader with over 35 years of experience in consumer durable industry.

He commenced his career with BPL Limited, where he spent seven years in various sales and marketing roles. In March 1993. He joined TTK Prestige Limited as a Product Manager and went on to hold several leadership positions across product management, sales, marketing and corporate strategy. He was appointed as the Managing Director of TTK Prestige in April 2015 and successfully led the Company until his retirement in the September 2024.

During his tenure as Managing Director, he played pivotal role in strengthening TTK Prestige's market leadership, driving business growth, expanding its product portfolio, enhancing brand equity and building strong Omni channel distribution network.

Mr. Kalro is an alumnus of Indian Institute of Management Ahmedabad (IIM Ahmedabad), having completed Executive Development Programme (EDP) on “Enhancing Shareholder Value”.

His rich experience in corporate strategy, brand building, product innovation, manufacturing, sales and distribution, and business transformation will be of significant value in his role as a Non-Executive Non Independent Director of Stove Kraft Limited.

Payment of Professional Fees to Mr. Chandru Kalro:

The Board of Directors of the Company at its held on 03 August 2026, has approved availing strategic advisory services from Mr. Kalro in relation to business affairs of the Company, subject to the prior approval of the Members of the Company.

Mr. Kalro will be providing advisory services including but not limited to in the field of sales, Marketing, Product Management, Customer Service, Talent Acquisition & Leadership Development, Technology & Digital Transformation, Investor & Stakeholder Relations and such other strategic matters as may be assigned by the Board (hereinafter referred to an Advisory Services or Professional Services)

For availing the said services it is proposed to enter into a separate Strategic Advisory Retainership Agreement (hereinafter referred to as ‘Agreement’) with Mr. Chandru Kalro, setting out the terms and conditions governing such services. The agreement will be for five years from 11 September 2026 to 10 September 2031 (hereinafter referred to as ‘Term’). However initial term shall be from 11th September 2026 to 31st March 2027. Subject to compliance with the provisions of the Companies Act, 2013 and Rules made thereunder as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Agreement may be renewed subsequently every financial year (for twelve months from 01 April to 31 March), by obtaining the approval of shareholders before the beginning of every financial year, unless terminated earlier in accordance with Clause 8 of the aforesaid agreement. For such services he may be paid a fee which is as under:

Retainer fee: Rs.2,00,00,000 per annum, plus applicable taxes, payable equitably, monthly; and onetime milestone-linked incentive payments of Rs. 3,00,00,000 plus applicable taxes shall be payable only upon the achievement of both of the following performance milestones for FY2029 and Rs. 5,00,00,000 plus applicable taxes only upon achievement of both of the following performance milestones for FY2031, as mentioned below

Milestone	Revenue Target	EBITDA Target
FY2029	₹ 3,000 Crores	14%
FY2031	₹ 5,000 Crores	14%

The quantum of fee payable to Mr. Kalro has been determined considering the scope and complexity of business, his experience and experience in kitchen and home appliances industry and time that needs to be spent on providing the services. Mr. Kalro possesses the requisite experience, expertise and qualification to render the said services and availing the aforesaid professional services from Mr. Kalro would be in the interest of the Company.

The proposed agreement will be a related party transaction pursuant to Section 2(76) of the Companies Act, 2013. The Audit Committee has reviewed the proposed engagement and approved the same in accordance with Section 177, 188 of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (the Listing Regulations') and the Company's Policy on Materiality of Related Party Transactions and Procedure for dealing with Related Party Transactions. The proposed transaction with Mr. Kalro is not a material Related Party Transaction as per Regulation 23(1) of Listing Regulations.

In terms of provisions of Section 188 of the Companies Act, 2013, holding of any position in the Company by a Director shall be termed as "Office and Place of Profit" and shall be treated as a related party transaction. Further, if the remuneration drawn by the Director from such Office and Place of Profit is more than prescribed limit, approval of shareholders is also required.

Further as per Regulation 17(6)(ca) of Listing Regulations approval of the shareholders by way of a Special Resolution is required every financial year, where the annual remuneration payable to a single Non-Executive Director exceeds fifty per cent of the total annual remuneration payable to all the Non-Executive Directors of the Company. The fee payable to Mr. Kalro for his professional services will be in excess of 50% of the total remuneration of all the Non-Executive Directors and hence requires approval of shareholders by way of special resolution every financial year.

Further as per Clause 51(d) of Articles of Association of the Company, all fees/compensation to be paid to non-executive Directors including Independent Directors shall be as fixed by the Board and shall require the prior approval of the Shareholders in a General meeting.

The draft of the proposed Consultancy Agreement is Here available for inspection on the Company's website https://stovekraft.com/investors/ and shall also be available for inspection by the members at the Registered Office of the Company on any working day of the Company between 3:00 P.M. to 5:00 P.M. till the last day for e-Voting i.e., 10 September 2026.

The details as required to be provided pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Circular nos. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26 June 2025 and SEBI/HO/CFD/CFDPoD-2/P/CIR/2025/135 dated 13 October 2025 on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are enclosed as Annexure B.

The Board recommends the resolution set forth in the Notice under item no. 10 as a Special resolution, for approval of the shareholders of the Company.

Except Mr. Chandru Kalro and his relatives, none of the Promoters, Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the proposed Special Resolution.

Annexure - A (Item No. 3,7,8 & 9)

Details of Director seeking appointment/reappointment at the forthcoming AGM [as per provisions of Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard- 2 on General Meetings.

Name of the Director	Mrs. Neha Gandhi	Mr. Anup Sanmukh Shah	Mr. Chandru Kalro
DIN	07623685	00317300	03474813
Age (years)	33	69	62
Nationality	Indian	Indian	Indian
Date of appointment on the Board	30 September 2016	02 November 2021	02 July 2026
Qualifications	• Bachelor's degree in Business administration from Christ University. • Post graduate certificate Programme in Sales and Marketing Management from MICA (formerly Mudra Institute of Communications, Ahmedabad)	• Bachelor's degree in Commerce from HR College, Mumbai • Degree in law from Government law College	• Engineer in Electronics and Communication • EDP programme on "Enhancing Shareholder Value" at IIM Ahmedabad
Expertise in specific functional area	Specialization in Sales and Marketing	• Specialization in real estate law including advisory services on structuring real estate transactions, leases, development agreements and joint ventures. • Expertise in commercial and property documentation, corporate and commercial litigation, property-related issues, land laws and arbitration and alternative dispute resolutions.	Rich experience in corporate strategy, brand building, product innovation, manufacturing, sales and distribution, and business transformation.
Number of shares held in the Company including Shareholding as beneficial owner	1	285	Nil
Directorships held in other public companies (excluding foreign companies and Section 8 companies) / Limited Liability Partnership.	Nil	• Puravankara Limited, • Provident Housing Limited, • Brigade Hotel Ventures Limited.	Nil
Number of Board Meetings attended during the year 2025-26	5/5	5/5	Not Applicable
Memberships / Chairmanships of committees of other public companies along with Listed Entities from which the person has resigned in the past three years	Nil	He is a Chairman of Audit Committee of Purvankara Limited and Provident Housing Limited. He is also a member of Stakeholders Relationship Committee and Audit Committee of Brigade Hotel Ventures Limited. He resigned from position of Director from Sobha Limited and Bhoruka Power Corporation Limited w.e.f. 08 August 2024 and 28 October 2024 respectively.	Nil
Relationships between Directors inter-se	Daughter of Mr. Rajendra Gandhi and Mrs. Sunita Rajendra Gandhi.	None	None

Name of the Director	Mrs. Neha Gandhi	Mr. Anup Sanmukh Shah	Mr. Chandru Kalro
Terms and Conditions of Appointment	As per resolution to be passed by the shareholders at the AGM scheduled on 11 September 2026, read with explanatory statement annexed hereto.		
Remuneration details last drawn	Please refer Corporate Governance Report.		Not applicable
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	The Nomination and Remuneration Committee and the Board of Directors has evaluated the profile of Mr. Anup Sanmkukh Shah. Considering his experience, expertise and contributions during meetings of the Company, has opined that he possess the relevant skill and capabilities to discharge the role of Independent Director.	Not Applicable

ANNEXURE B

SL No.	Particulars of Information	Information provided by the Management for Mr. Chandru Kalro
1	Name of the Related Party	Mr. Chandru Kalro
2	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Mr. Chandru Kalro, is a Director himself and a Related party. None of the other Directors or Key Managerial Personnel of the Company are related to him. Mr. Kalro will be providing advisory services to the Company at a fee as mentioned in the explanatory statement annexed hereto.
3	Details including Nature, Specific Type, material terms and particulars of the proposed transaction	The advisory services Mr. Chandru Kalro will be providing and material terms of engagement including the proposed consultancy fees is as mentioned in the explanatory statement and also as per the draft Agreement.
4	Tenure of the proposed transaction (particular tenure shall be specified)/ indicative date / timeline for undertaking the transaction	Five years as from 11 September 2026 to 10 September 2031. However initial term shall be from 11th September 2026 to 31st March 2027. Subject to compliance with the provisions of the Companies Act, 2013 and Rules made thereunder as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Agreement may be renewed subsequently every financial year (for twelve months from 01 April to 31 March), by obtaining the approval of shareholders before the beginning of every financial year, unless terminated earlier in accordance with Clause 8 of the agreement.
5	Value of the proposed transaction;	As provided in the Explanatory Statement
6	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	0.12% (Based on the turnover for the FY2025-26)
7	Justification as to why the RPT is in the interest of the listed entity	Considering the experience and expertise of Mr. Chandru Kalro in the related Industry, availing his professional advisory services would be highly beneficial to the Company.
8	Details of shareholding (more than 2%) of the director(s) / key managerial personnel / partner(s) of the related party, directly or indirectly, in the listed entity.	Not applicable
9	A copy of the valuation or other external party report, if any such report has been relied upon;	Not Applicable
10	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	Not Applicable
11	Any other information that may be relevant	Not Applicable

Notes:-

1. In accordance with General Circular Nos.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, September 25, 2023, September 19, 2024 and 22 September 2025 and all other relevant circulars issued by Ministry of Corporate Affairs, (collectively called as the 'MCA Circulars') and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 27th AGM of the Company is being conducted through Video Conference (VC) / Other Audio Visual Means (OAVM), without the physical presence of Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company. Since the AGM will be held through VC, the Route Map is not annexed to this Notice.

2. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 (the "Act"), in respect of the Special Business to be transacted at AGM is annexed. The details as required under Regulation 36 of the Listing Regulations and Secretarial Standard on General Meeting (SS-2) in respect of the Directors seeking appointment / re-appointment at this AGM is annexed to notice.

3. Pursuant to provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

4. Participation of Members through VC / OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.

5. KFin Technologies Limited, Registrar & Share Transfer Agents of the Company ("RTA"), will provide the facility for e-voting and attending the AGM through VC. Members may note that the VC facility provided by RTA allows participation of up to 1,000 members on a first-come-first-serve basis. The members (holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, scrutinizers etc., can attend the AGM without any restriction on first-come-first-serve principle. Members can login and join 15 (fifteen) minutes prior to the scheduled time of meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. The detailed instructions for remote e-voting, participation in the AGM through VC and for e-voting during the AGM are provided in annexure enclosed hereto.

6. Members of the Company under the category of Institutional Investors are encouraged to attend and cast vote at the AGM held through VC. Corporate Members intending to authorise their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Company or upload the same on the VC portal / e-voting portal provided by RTA.

7. In case of joint holders attending the Meeting, only first holder will be entitled to vote.

8. Dividend:

   (a) The Dividend on equity shares, if declared, at the AGM will be credited / despatched within thirty days from the date of AGM to those members whose names appear on the Company's Register of Members as on record date i.e., 04 September 2026. In respect of the shares held in dematerialised form the dividend will be paid to the members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on record date i.e., 04 September 2026. In case of joint holders only the first holder will be entitled to receive dividend.

   (b) Members holding shares in electronic form may note that the bank particulars registered against their respective demat accounts will be used by the Company for payment of dividend. The Company or RTA cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes need to be advised by the members directly to the Depository Participants (DPs) with whom they are maintaining a demat account.

(c) Non-Resident Indian (NRI) members are requested to inform their DPs immediately about:

- Change in their residential status on return to India for permanent settlement.
- Particulars of their PAN and bank account maintained in India with complete name, branch, account type, account number, IFSC Code and address of the bank with pin code number, if not furnished earlier, to facilitate payment of dividend.

(d) The members may note that in case their dividend remains unclaimed / unpaid for seven consecutive years then not only such unclaimed / unpaid dividend amount but also the underlying shares will be liable for transfer to Investor Education and Protection Fund constituted by Government of India in this regard.

(e) **Tax on Dividend:** Pursuant to Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f., 01 April 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with their DPs.

A Resident individual shareholder holding PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non – deduction of tax at source by email to einward.ris@kfintech.com copy marked to cs@stovekraft.com by 04 September 2026. Shareholders are requested to note that in case their PAN is not registered with the Company, the tax will be deducted at such higher rate as may be prescribed by Income Tax department.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to einward.ris@kfintech.com and cs@stovekraft.com. The aforesaid declarations and documents need to be submitted by the shareholders by 04 September 2026.

9. The Company has appointed BMP & Co. LLP, Mr. Pramod S M, Company Secretary in Practice (MNo. FCS7834, CPNo.13784) and failing him Mr. Biswajit Ghosh (MNo. FCS8750, CPNo. 8239), Partners of BMP & Co. LLP, Company Secretaries, to act as the Scrutinizer to scrutinize the voting during AGM and remote e-voting process in a fair and transparent manner.

10. **Voting:** All persons whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date 04 September 2026, shall only be entitled to avail the facility of remote e-voting or vote at AGM.

11. In compliance with the aforesaid MCA Circulars and Listing Regulations, the Notice of the 27th AGM and other documents are being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories.

    Therefore, those members, whose email addresses are not updated / registered with their respective DPs, and who wish to receive the Notice of the AGM and the Annual Report for the year 2025-26 and all other communication sent by the Company, from time to time, can get their email address updated / registered by contacting their respective DPs.

12. Members may also note that the Notice of this AGM and the Annual Report for the year 2025-26 will also be available on the Company's website www.stovekraft.com for download. The same will also be available on the websites of the Stock Exchanges i.e., BSE Limited and National Stock

Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of RTA at https://evoting.kfintech.com/.

13. The Register of Directors and Key Managerial Personnel and their shareholding and the Register of Contracts or Arrangements in which the Directors are interested will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e., 11 September 2026. Members seeking to inspect such documents can send an email to cs@stovekraft.com.

14. Members seeking any information with regard to accounts or operations are required to write to the Company at least seven days prior to the date of Meeting, so as to enable the Investors Relations team to keep the information ready.

15. **Green Initiative:** To support the Green Initiative, Members who have not registered their e-mail address are requested to register their e-mail address with their respective DPs for receiving all communication including Annual Report, Notices, and Circulars etc., from the Company electronically.

16. Members holding shares in Demat mode are requested to update any change in their residential address, Bank A/c details and/or email address immediately to their respective DPs.

17. **Shareholders' Communication:** Members are requested to send all communications relating to shares, to the Registrar and Share Transfer Agents at the following address:

KFin Technologies Ltd.

Selenium, Tower B Plot No. 31-32,

Financial District Nanakramguda,

Srilingampally, Rengareddi, Hyderabad, Telangana, 500032,

Toll Free No : 1-800-309-4001

Detailed instructions for remote e-voting, the process to receive notice and login credentials by the persons who become members after the cut-off date, participation in the AGM through VC, and for e-voting during the AGM

1. Any person who becomes a Member of the Company after sending this Notice of AGM but on or before the cut-off date viz., 04 September 2026 can access the notice of AGM along with the Annual report for the financial year 2025-26 on the website of the Company www.stovekraft.com and website of stock exchanges i.e., BSE Limited https://www.bseindia.com/ and National Stock Exchange of India Limited https://www.nseindia.com/ and on the website of RTA at https://evoting.kfintech.com/.

2. Members who have not registered their email address as a consequence of which the Annual Report, Notice of AGM, and e-voting instructions could not be served or who have become members post sending of this Notice of AGM, may temporarily get their email address and mobile number updated with the Company's RTA, by clicking the link: https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx

   Members are requested to follow the process as guided in the above-mentioned link to capture the email address and mobile number for sending the soft copy of the Notice and e-voting instructions along with the User ID and Password. In case of any queries, please write to einward.ris@kfintech.com.

3. **INSTRUCTIONS FOR REMOTE E-VOTING**

   Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the Listing Regulations and applicable Circulars, the Company is offering the facility of remote e-voting to its Members. The facility of casting votes by a Member using a remote e-voting system before the AGM as well as during the AGM will be provided by Company's RTA –KFin Technologies Ltd.

   i. The details of the process and manner for remote e-Voting are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFin e-Voting system in case of non-individual shareholders in demat mode.

I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

Individual Members holding securities in demat mode with NSDL	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on the company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. **Existing Internet-based Demat Account Statement ("IDeAS") facility Users:** i. Visit the e-services website of NSDL https://eservices.nsdl.com either on a personal computer or on a mobile. ii. On the e-services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. Thereafter enter the existing user id and password. iii. After successful authentication, Members will be able to see e-voting services under 'Value Added Services'. Please click on "Access to e-voting" under e-voting services, after which the e-voting page will be displayed. iv. Click on company name i.e. Stove Kraft Limited or ESP i.e. KFin. v. Members will be re-directed to KFin's website for casting their vote during the remote e-voting period. 3. **Those not registered under IDeAS:** i. Visit https://eservices.nsdl.com for registering. ii. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii. Visit the e-voting website of NSDL HYPERLINK "https://www.evoting.nsdl.com/" https://www.evoting.nsdl.com.

iv. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' section. A new screen will open.

v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.

vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.

vii. Click on company name i.e 'Stove Kraft Limited' or ESP name i.e KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period.

viii. Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

App Store   Google Play

Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	**1. Existing user who have opted for Electronic Access To Securities Information ("Easi/ Easiest") facility:** i. Visithttps://web.cdslindia.com/myeasitoken/Home/Loginorwww.cdslindia.com. ii. Click on New System Myeasi. iii. Login to Myeasi option under quick login. iv. Login with the registered user ID and password. v. Members will be able to view the e-voting Menu. vi. The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication. **2. User not registered for Easi/ Easiest** i. Visit https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration for registering. ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc. iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote. **3. Alternatively, by directly accessing the e-voting website of CDSL** i. Visit www.cdslindia.com. ii. Provide demat account number and PAN. iii. System will authenticate user by sending OTP on registered Mobile and email as recorded in the demat Account.
Individual Members login through their demat accounts / website of DPs	iv. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. Stove Kraft Limited or select KFin. v. Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 102 0990 and 1800 22 4430
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-62343625, 022-62343626, 022-62343259

Instructions for institutional members holding shares in demat mode

- Initial password is provided in the body of the email.
- Launch internet browser and type the URL: https://evoting.kfintech.com in the address bar.
- Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./ DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.
- After entering the details appropriately, click on LOGIN.
- You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- You need to login again with the new credentials.
- On successful login, the system will prompt you to select the EVENT i.e. Stove Kraft Limited.
- On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting / dissenting to the resolution, enter all shares and click 'FOR'/ 'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/ or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
- Members holding multiple folios/ demat accounts shall choose the voting process separately for each folio / demat account.
- Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- Corporate/ institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/ JPG format) of certified true copy of relevant board resolution / authority letter etc. together with attested specimen signature of the duly authorised signatory (ies) who is/ are authorised to vote, to the Scrutinizer through e-mail at pramod@bmpandco.com and biswajit@bmpandco.com with a copy marked to einward.ris@kfintech.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'CLIENT EVENT No.'

In case of any query on e-voting, members may refer to the "Help" and "FAQs" sections/ E-voting user manual available through a dropdown menu in the "Downloads" section of KFintech's website for evoting: https://evoting.kfintech.com or contact KFintech as per the details given below:

Mr. Shyam Kumar,
Senior Manager - Corporate Registry
KFin Technologies Limited
(Formerly KFin Technologies Private Limited)
Unit: Stove Kraft Limited
Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda,
Hyderabad – 500 032,
Contact No.: 040-6716 2222 /
Toll Free No.: 1-800-3094-001
E-mail: Einward.ris@kfintech.com

OTHER GENERAL INSTRUCTIONS FOR REMOTE E-VOTING:

a) The remote e-voting facility will be available during the following period:

Start date and time	08 September 2026, 9.00AM
End date and time	10 September 2026, 5.00PM

b) The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled/blocked by RTA upon expiry of the aforesaid period. Once the vote on a resolution is cast by the Member(s), they shall not be allowed to change it subsequently or cast the vote again.

c) In case of any query pertaining to e-voting, please refer Help' or 'FAQs' and 'User Manual for shareholders' available at the 'Download' section on the website (bottom corner) of our RTA at https://evoting.kfintech.com/. Members may also call RTA at toll free number 1-800-3094-001 or send an e-mail request to einward.ris@kfintech.com for all e-voting related matters.

INSTRUCTIONS FOR E-VOTING AT AGM

a) Only those members who will be present in the AGM through video conference facility and have not cast their vote earlier through remote e-voting are eligible to vote through e-voting during the AGM.

b) Members who have cast their votes by remote e-voting prior to the meeting may attend the meeting but shall not be entitled to cast their vote again.

c) Upon declaration by the Chairperson about the commencement of e-voting at AGM, Members shall click on the "Vote" sign on the left-hand bottom corner of their video screen for voting at the AGM, which will take them to the 'Instapoll' page.

d) Members to click on the "Instapoll" icon to reach the resolution page and follow the instructions to vote on the resolutions.

e) The facility of Instapoll will be available during the time not exceeding 15 minutes from the commencement of e-voting as declared by the Chairperson at AGM and can be used for voting only by those Members who hold shares as on the cut-off date viz., 04 September 2026 and who are attending the meeting and who have not already cast their vote(s) through remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM:

a) Members will be able to attend the AGM through VC / OAVM provided by RTA at https://emeetings.kfintech.com/ by clicking on the tab 'video conference' and using their remote e-voting login credentials shared through email. The link for AGM will be available in the Member's login where the event and the name of the Company can be selected. Members who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the instructions mentioned above.

b) Members are encouraged to join the meeting through Laptops with Google Chrome for a better experience.

c) Further, members will be required to use the camera, if any, and hence it is recommended to use the internet with good speed to avoid any disturbance / glitch / garbling etc. during the meeting.

d) While all efforts would be made to make the VC / OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may at times experience audio / video loss due to fluctuation in their respective networks. The use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.

e) Members, who would like to express their views or ask questions during the AGM will have to register themselves as a speaker by visiting the URL https://emeetings.kfintech.com/ and clicking on the tab 'Speaker Registration' and mentioning their registered e-mail id, mobile number, and city, during the period starting from 06 September 2026 at 09.00 a.m. IST up to 09 September 2026 at 05.00 p.m. IST. Only those members who have registered themselves as a speaker will be allowed to express their views / ask questions during the AGM and the maximum time per speaker will be restricted to 3 minutes.

The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Please note that questions of only those Members will be entertained / considered who are holding shares of Company as on the cut-off date i.e., 04 September 2026.

f) A video guide assisting the members attending AGM either as a speaker or participant is available for quick reference at URL https://cruat04.kfintech.com/emeetings/video/howitworks.aspx

g) Members who need technical or other assistance before or during the AGM can contact RTA by sending email to emeetings@kfintech.com or call at Helpline: 1800 3094 001 (toll-free).

h) Due to limitations of transmission and coordination during the Q&A session, the Company may dispense with the speaker registration during the AGM.

GENERAL INSTRUCTIONS FOR MEMBERS

a) The Chairperson shall formally propose to the Members participating through VC / OAVM facility to vote on the resolutions as set out in this Notice of 27th AGM and shall also announce the start of the casting of the vote at AGM through the e-voting platform of our RTA - KFin Technologies Ltd and thereafter the e-voting at AGM will commence.

b) The Scrutiniser shall, immediately after the conclusion of e-voting at the AGM, first count the votes cast during the meeting, thereafter unlock the votes cast through remote e-voting and make a consolidated Scrutiniser's report of the total votes cast in favour or against, if any, and submit the report to the Chairperson of the Company or any person authorized in that respect, who shall countersign the same and thereafter announce the results of the e-voting. The results declared along with the scrutinizer's report shall be placed on the Company's website at www.stovekraft.com/investors and the website of RTA at https://evoting.kfintech.com/ and shall also be communicated to the stock exchanges viz BSE Limited & National Stock Exchange of India Ltd. where the shares of the Company are listed. The resolutions, if passed, shall be deemed to be passed at the AGM.

By Order of the Board

Shrinivas P Harapanahalli
Company Secretary &
Compliance Officer
(Membership No. A26590)

Place: Bangalore
Date: 03 August 2026

REGISTERED OFFICE
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