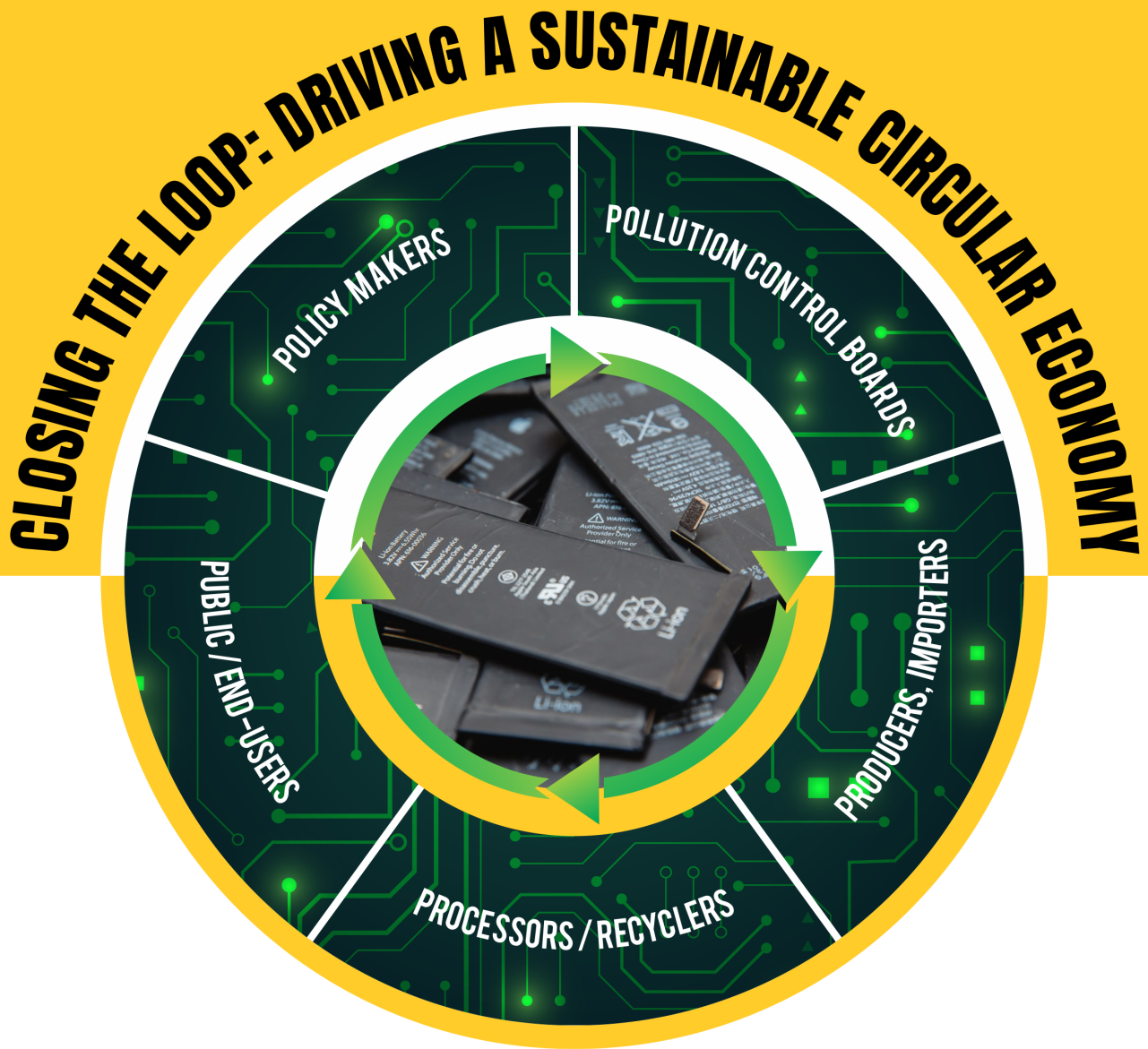




**Ecoreco®**  
Eco Recycling Limited



**Eco Recycling Limited**  
**ANNUAL REPORT**  
**2024 - 2025**

## *In Memoriam*



### **Late Srikrishna Bhamidipati**

Independent Director, Eco Recycling Limited  
(1972–2025)

**“A compassionate steward of sustainability, Mr. Bhamidipati built solutions - and a legacy - that drove purpose and progress.”**

It is with deep sorrow and profound respect that Eco Recycling Limited honors the memory of Mr. Srikrishna Bhamidipati, whose passing has left an enduring void across our company and the broader environmental stewardship community.

A visionary with decades of dedication to the cause of sustainability, Mr. Bhamidipati was associated with Ecoreco since 2003. Over the years, his value driven leadership helped shape Eco Recycling's strategic direction, enhance governance frameworks, and strengthen our commitment to environmental responsibility.

More than a Board Member, Mr. Bhamidipati was a deeply respected voice of wisdom and balance. His presence brought thoughtfulness to every discussion and clarity to complex decisions. Whether guiding us through regulatory shifts or evaluating long-term strategic goals, he offered perspective rooted in decades of experience and an unwavering commitment to ethical governance.

Mr. Bhamidipati championed innovation grounded in ethics. He was a steadfast advocate for eco-conscious design, resource-efficient processes, and equitable partnerships - values that continue to drive our mission forward.

### **Reflections**

**“His wisdom turned every challenge into an opportunity for sustainable impact.”**

**Mr. B K Soni, Founder & Managing Director**

We extend our deepest condolences to his family, loved ones and all whose lives were touched by his kindness and devotion.

His legacy - one of stewardship, integrity, and purpose driven leadership - remains woven into the fabric of Eco Recycling Limited.

**May his soul rest in eternal peace.**

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## Investor Information

Market Capitalisation	: Rs. 1295.48 Crores as on March 31, 2025
CIN	: L74120MH1994PLC079971
BSE Code	: 530643
Scrip Name	: ECORECO
ISIN	: INE316A01038
AGM Date	: September 30, 2025
AGM Mode	: Video Conferencing

## CORPORATE INFORMATION

### Board of Directors

- **Mr. B K Soni** (DIN 01274250)  
*Chairman & Managing Director*
- **Mrs. Aruna Soni** (DIN 01502649)  
*Whole-time Director*
- **Mr. Shashank Soni** (DIN 06572759)  
*Whole-time Director*
- **Mr. Giriraj Bhattar** (DIN 09067018)  
*Independent Director*
- **Dr. Sandip Chatterjee** (DIN 11203039)  
*Independent Director*
- **Dr. Yeshwant Sontakke** (DIN 11122800)  
*Independent Director*

### Key Managerial Personnel

- **Mr. Shashank Soni**  
*Chief Financial Officer*
- **Mr. Nihal Kare**  
*Company Secretary (w.e.f. May 30, 2025)*

### Committees of Board of Directors

- Audit Committee
- Stakeholder's Relationship Committee
- Nomination and Remuneration Committee
- Corporate Social Responsibility Committee

### Bankers

- HDFC Bank Limited
- Kotak Mahindra Bank

### Statutory Auditors

DMKH & Co, Chartered Accountant  
 803-804, Ashok Heights, NICCO Circle,  
 Near Bhuta School, Old Nagardas Lane  
 Gundavali, Andheri (East)  
 Mumbai - 400069

### Registered Office

422, The Summit Business Park  
 Near WEH Metro Station, Andheri-Kurla Road  
 Andheri (E), Mumbai - 400 093  
 Email: [info@ecoreco.com](mailto:info@ecoreco.com)  
 Website: [www.ecoreco.com](http://www.ecoreco.com)

### Recycling Facility

Eco House, S. No. 22, H. No.6 & 7  
 Bhoipada, Near Range Office  
 Sativali, Vasai (East), District: Palghar - 401 208

### Ecoreco House,

Sheetal Industrial Park, Building No 1  
 Plot No 4 & 5, Survey No. 30, Bhoidapada  
 Vasai (East), District Palghar – 401 208

### Registrar and Share Transfer Agent

Bigshare Services Private Limited  
 S6-2, 6<sup>th</sup> Floor, Pinnacle Business Park  
 Andheri (East), Mumbai - 400 093, India  
 Phone: 022 6263 8200  
 Email: [investor@bigshareonline.com](mailto:investor@bigshareonline.com)  
 Website: [www.bigshareonline.com](http://www.bigshareonline.com)



## CHAIRMAN'S MESSAGE



The E-waste Management industry received national attention when the Prime Minister talked about the importance of systematic recycling of e-waste in his 97th Mann Ki Baat on 29th January, 2023. The PM was very kind of mentioning Ecoreco's contribution in Circular Economy and its door-to-door e-waste collection mobile app BookMyJunk. We are extremely thankful to Shri Modiji for this greatest recognition and encouragement to Ecoreco's Team ”

Dear Shareholders,

The fiscal year 2024-25 marks a transformative chapter in India's journey towards building a formal, scalable, and sustainable electrical and electronic waste recycling ecosystem. The industry, which was given national visibility when the Hon'ble Prime Minister acknowledged e-waste management in Mann Ki Baat and appreciated Eco Recycling Ltd. for pioneering solutions like our Book My Junk mobile app, has now matured into a critical pillar of India's circular economy strategy.

### Industry and Policy Momentum

The implementation of the E-Waste Management Rules, 2022 and online EPR Compliance portal has significantly strengthened compliance across the value chain. Despite teething challenges in the early phases, the regulatory framework has now stabilized, offering recyclers like Ecoreco a transparent platform to support producers in meeting their Extended Producer Responsibility. The government's determination to curb non-compliance by imposing Environmental Compensation has further highlighted the importance of certified recyclers. These steps are encouraging formal investment, discouraging informal and unsafe practices, and aligning India's recycling practices with global standards.

### Company Progress and Capacity Expansion

During the year, we successfully commissioned an additional 18,000 MTPA recycling capacity at our Vasai facility, taking our total capacity to 25,200 MTPA. This ₹50 crore investment, fully funded through internal accruals, reflects our ability to scale operations without leverage, maintaining our debt-free status. Alongside capacity growth, our focus has been on enhancing refurbishment, secure IT asset disposition, shredding, segregation, lamp recycling, and precious metal recovery. We are also building stronger linkages with producers and enterprises,

offering them not just compliance but a trusted, value-adding partnership.

### Outlook and Future Growth

Looking ahead, the demand for EPR certificates is expected to grow quarter-on-quarter, driven by expanding producer obligations and regulatory enforcement. This presents a multi-year growth opportunity for Ecoreco, not only in recycling volumes but also in higher-value activities like precious metal recovery, refurbishment, and remarketing of IT assets.

We believe the time is ripe for the government to complement its Production Linked Incentive (PLI) schemes with a Recycling Linked Incentive (RLI) policy. Such a step will attract capital, accelerate the adoption of advanced technologies, and help bridge the gap between formal and informal sectors. This will not only improve recovery yields but also strengthen India's supply security for critical materials.

### Commitment

Your company remains steadfast in its mission to transform waste into wealth responsibly, compliantly, and sustainably. We are confident that our blend of strong governance, robust balance sheet, technological investments, and global alignment will drive exceptional growth while reinforcing India's commitment to sustainable development.

Thank you for your continued trust and support.

**Two Decades of Foundation and Three Decades of Opportunity**

**B K Soni**  
Chairman

## FROM THE DESK OF THE CFO



Dear Shareholders,

FY 2024–25 was a year of strong performance and steady progress for Eco Recycling Ltd. We delivered solid growth across key financial metrics while staying true to our core values of sustainability, operational efficiency, and financial discipline.

The Company reported Total Revenue (Consolidated) of ₹ 43.96 crore, reflecting a 56.94% increase over the previous year; EBITDA (Standalone) of ₹ 33.56 crore, a growth of 59.05% year-on-year and Profit After Tax (Standalone) stood at ₹ 23.33 crore, up 44.01% from the previous year.

The financial performance in FY 2024–25 reflects the effectiveness of the Company's strategic focus, operational discipline, and consistent emphasis on sustainability. With no external debt on the books, the Company continued to strengthen its balance sheet by improving working capital efficiency and maintaining a lean operational structure.

People remain central to this performance. Focused upskilling and cross-functional exposure across logistics, refurbishment, recycling, and data destruction enabled the Company to build a more responsive and execution-driven workforce.

In line with its long-term growth vision, the Company expanded its processing capacity to 31,200 MTPA, including lithium-ion battery handling. This positions Eco Recycling Ltd to better meet compliance obligations and serve rising demand in India's evolving e-waste landscape. Backed by sound governance, financial prudence, and a growing operational footprint, the Company is well-prepared to sustain its growth momentum and capitalise on emerging opportunities in the circular economy.

Warm Regards,  
**Shashank Soni**  
CFO

## BOARD OF DIRECTORS



### **MR. B K SONI**

Chairman & Managing Director  
 DIN 01274250  
 B. Com & ICWA

Mr. B K Soni is an Executive Chairman of Eco Recycling Limited and Founder of Ecoreco Group. With his 3 decades of entrepreneurial experience, he has helped to shape the strategic vision of the Company and contribute to the larger purpose of uplifting environment & society. He has a vast experience of 20 years in the e-waste management industry. He is associated with day-to-day affairs of the Company and has expertise in legal, administration and management field. Mr. Soni has a unique way of integrating community with business which is one of the core reasons for the success in complex e-waste industry.

### **MRS. ARUNA SONI**

Executive Promoter Director  
 DIN 01502649  
 B.A.

Mrs. Aruna Soni has rich experience of 20 years in administration and management field. Her extensive experience, spanning over two decades, has been instrumental in building a people-centric and customer-focused organization. Mrs. Soni oversees the day-to-day operations of the Company.



**MR. SHASHANK SONI**

Executive Director & Chief Financial Officer

DIN 06572759

B. Com & Post Graduation in Business Administration from University of Cardiff, UK

Mr. Shashank Soni has experience of over 10 years in e-waste management industry. He has a sharp acumen and expertise in areas of Project Execution, Planning, Finance and Business Development with a firm passion for technology and operation excellency, he ensures the productivity and efficiency of the Company to reach new heights.

**MR. GIRIRAG BHATTAR**

Non-Executive Independent Director

DIN 09067018

B. Com & Chartered Accountant

Mr. Bhattar is a Chartered Accountant and has over 30 years of expertise in managing finance, accounts and taxation in large cement manufacturing companies. In his previous role, he had held leadership roles as Finance & Commercial in Ambuja Cements, Century (B K Birla Group) and Jaypee Cements.

He joined Ecoreco in February 2021 and has successfully contributed to various transformational strategic projects in areas of business finance, tax optimization, internal controls, financial reporting and compliances. Backed by strong leadership skills and experience in managing diverse people, he has managed operation comprising both scale and complexity.





### **DR. SANDIP CHATTERJEE**

Non-Executive Independent Director  
 DIN 11203039  
 M.Sc. & Ph.D.

Dr. Sandip Chatterjee is a seasoned policy expert and technocrat with over 35 years of experience in technology policy, research commercialization, and strategic innovation. He currently serves as Senior Advisor to Sustainable Electronics Recycling International (SERI), USA, and as an Adjunct Professor at IIT Mandi, specializing in sustainable electronics and circular economy.

He previously served as Senior Director & Group Coordinator at the Ministry of Electronics and Information Technology, Government of India, where he led key national initiatives in additive manufacturing, digital data protection, cyber law, and resource efficiency. He was instrumental in formulating India's policy roadmaps in these areas and has represented the country in various international forums including the UN, EU, and Wassenaar Arrangement.

Dr. Chatterjee has published 90+ research papers, holds 10+ patents, and has delivered over 5000 public lectures globally. He received the President's Award in 2013 for his contributions to science and technology policy.

### **DR. YESHWANT SONTAKKE**

Non-Executive Independent Director  
 DIN 11220800  
 M.Sc. & Ph.D.

Dr. Yeshwant Sontakke holds a Ph.D. in Environmental Toxicology and brings over 30 years of experience in environmental protection, specializing in water pollution control. He served with the Maharashtra Pollution Control Board from 1997 to 2023, retiring as Joint Director of the Water Pollution Control Division.

Dr. Sontakke has contributed to key environmental regulations in India, including E-Waste and Hazardous Waste Management Rules, and has represented Maharashtra in numerous national and international forums on pollution control and sustainable practices. He has published research on river pollution and environmental toxicology and participated in global workshops on e-waste and circular economy.

Currently, he serves as a technical expert on various government committees focused on water pollution, wetland conservation, and eco-friendly initiatives in Maharashtra.





## EXECUTIVE COMMITTEE



### **MR. ISHTIYAK SHAIKH**

Head – Functions & Operations

Mr. Ishtiyak is a well-seasoned executive with comprehensive insights into the complexities of the e-waste management industry. He brings over 15 years of rich and diverse experience in leading various strategic positions within the Ecoreco Group. He has proven proficiency in the areas of capacity exploitation, cost management, business growth and operational efficiency, new business development and management of large workforce and organization. He holds a bachelor's degree in Commerce.

He plays a pivotal role in day to day administrative and operational function. From handling business-critical IT tasks and improvements – enabling faster and smarter business processes and employee productivity to coordinating activities to ensuring efficiency and effectiveness in all operational aspects.

### **MR. ASHISH PANDEY**

Manager – Global Business Development

Mr. Ashish is a Business Administration graduate and has been associated with the Company since 2019. His key priorities include designing and driving the commercial and marketing strategies in line with global best practices and unlock value for the organization.

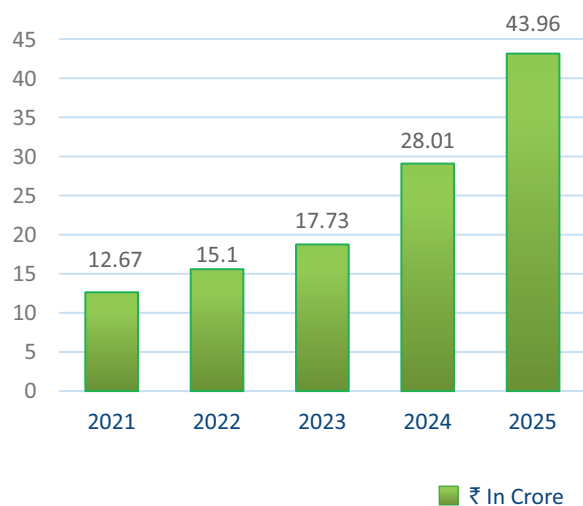
He brings 12 years of rich experience in business operations, customer services, Product & Brand management across different sector including e-waste management.



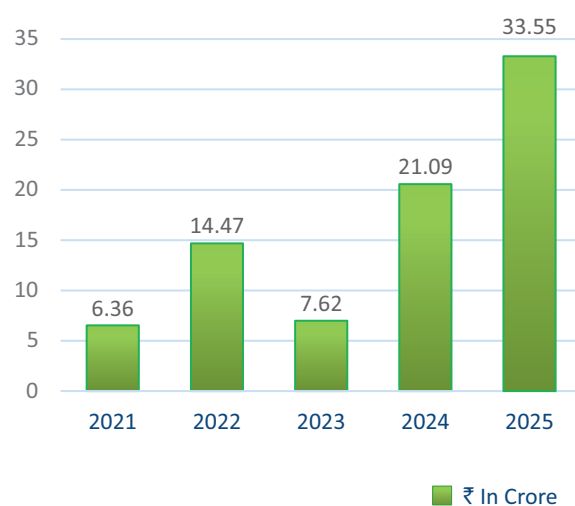
## FINANCIAL PERFORMANCE TRENDS



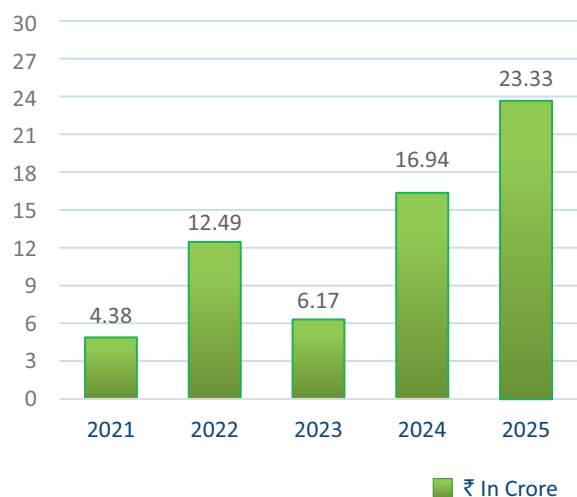
### REVENUE FROM OPERATIONS



### EBIDTA



### PROFIT AFTER TAX (PAT)



### PAT MARGIN



## NOTICE

The 31<sup>st</sup> Annual General Meeting of Eco Recycling Limited will be held on Tuesday, September 30, 2025 at 1:00 p.m. Indian Standard Time (IST), through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) facility to transact the following businesses.

### ORDINARY BUSINESS

1. **Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon**

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

RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be considered and adopted.

2. **Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Report of the Auditors thereon**

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

RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Report of the Auditors thereon, as circulated to the Members, be considered and adopted.

3. **Re-appointment of Mr. Brijkishor Soni (DIN 01274250), as a Director liable to retire by rotation**

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

RESOLVED that Mr. Brijkishor Soni (DIN 01274250), who retires by rotation and being eligible for re-appointment, be re-appointed as a Director of the Company.

### SPECIAL BUSINESS

4. **Appointment of Dr. Sandip Chatterjee (DIN 11203039) as an Independent Director**

To consider and if thought fit, to 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 Act), the Companies (Appointment and Qualifications 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) thereto or re-enactment(s) thereof for the time being in force], Dr. Sandip Chatterjee (DIN 11203039), who was appointed as an Additional Director (Independent and Non-Executive) of the Company, with effect from July 19, 2025 under section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing her candidature for the office of Director of the Company, being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from July 19, 2025 to July 18, 2030 (both days inclusive).

5. **Appointment of Dr. Yeshwant Sontakke (DIN 11122800) as an Independent Director**

To consider and if thought fit, to 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 Act), the Companies (Appointment and Qualifications 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) thereto or re-enactment(s) thereof for the time being in force], Dr. Yeshwant Sontakke (DIN 11122800), who was appointed as an Additional Director (Independent and Non-Executive) of the Company, with effect from August 26, 2025 under section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing her candidature for the office of Director of the Company, being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from August 26, 2025 to August 25, 2030 (both days inclusive).



## 6. Re - appointment of Mr. Brijkishor Soni (DIN 01274250) as Managing Director of the Company

To consider and if thought fit, to pass the following Resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of sections 196, 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approvals, permissions and sanctions, based on the recommendation of the Nomination and Remuneration Committee (NRC), Nomination and Remuneration Policy of the Company and approval of the Board of Directors of the Company (Board), approval of the Company be accorded to the re-appointment of Mr. Brijkishor Soni (DIN 01274250) as the Managing Director of the Company with effect from September 1, 2025 to August 31, 2030 (both days inclusive), liable to retire by rotation, on a basic salary in the scale of Rs. 6,00,000 per month;

RESOLVED FURTHER THAT approval of the Company be accorded to the Board (including any Committee thereof) to revise the basic salary payable to Mr. Brijkishor Soni, Managing Director of the Company (hereinafter referred to as the appointee) within the above-mentioned scale of salary;

RESOLVED FURTHER THAT in addition to the basic salary, the perquisites (including benefits and allowances) payable or allowable and performance pay, to the appointee be as follows:

### Perquisites:

In addition to the basic salary, the appointee shall also be entitled to Perquisites not exceeding 100% of the Annual Basic Salary which would include accommodation (furnished or otherwise) or house rent allowance in lieu thereof, soft furnishings, retention bonus, medical reimbursement, domiciliary expenses at actuals to cover self, spouse and children below the age of 25 years and leave travel concession for self and family, club subscription, use of Company cars (amount of car Lease, Fuel & Maintenance, Driver Reimbursement), Employer and Employee contribution to National Pension System,

medical and personal accident insurance, and such other allowances, benefits, amenities and facilities in accordance with the Rules of the Company. The value of the perquisites would be evaluated as per Income Tax Rules, 1962 wherever applicable and at cost in the absence of any such Rule.

### Performance Pay:

In addition to the salary and perquisites above, the appointee would be entitled to Performance Pay based on the performance of the appointee and the Company not exceeding 100% of the Annual Basic Salary.

Provided that any revision(s) in the remuneration, will be decided by the Board based on the recommendations of the NRC and the recommendation of NRC will be based on Company performance and individual performance.

Provided that the remuneration payable to the appointee (including the salary, perquisites and performance pay) does not exceed the limits laid down in section 197 and computed in the manner laid down in section 198 of the Act, including any statutory modifications or re-enactment thereof.

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of the appointee, the Company has no profits or its profits are inadequate, the Company may pay to the appointee, the above remuneration as the minimum remuneration by way of salary, perquisites, other allowances, benefits and Performance Pay as per the Schedule V of the Act, subject to receipt of the requisite approvals, if any;

RESOLVED FURTHER THAT approval of the Company be accorded to the Board (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.

## 7. Appointment of CS Neha Poddar, Practicing Company Secretary as Secretarial Auditor of the Company

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

RESOLVED THAT pursuant to the provisions of section 204 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and pursuant to the recommendations of the Audit Committee and Board of Directors of the Company, CS Neha Poddar, Membership Number of ICSI A 33026, Peer reviewed, be and are hereby appointed as the Secretarial Auditor of the Company for first term of 5 (five) consecutive years commencing from the Financial Year 2025-26 till the Financial Year 2029-30, at a remuneration to be determined by the Board of Directors of the Company in addition to out of pocket expenses as may be incurred by them during the course of the secretarial audit;

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be authorised on behalf of the Company, including but not limited to determine role and responsibilities/scope of work of the Secretarial Auditor, to negotiate, finalise, amend, sign, deliver and execute the terms of appointment, including any contract or document in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of

work, amendments to the Act or Listing Regulations and such other requirements without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for the purpose of giving effect to this Resolution and with power to the Board to settle all questions, difficulties or doubts that may arise in respect of the implementation of this Resolution.

By order of the Board of Directors,  
**Eco Recycling Limited**

**B K Soni**  
 Chairman & Managing Director  
 DIN 01274250  
 Mumbai, August 26, 2025

**Registered Office:**  
 422, The Summit Business Park  
 Near WEH Metro Station,  
 Andheri Kurla Road, Andheri (East)  
 Mumbai 400093  
 CIN L74120MH1994PLC079971  
 Email: [info@ecoreco.com](mailto:info@ecoreco.com)  
 Website: [www.ecoreco.com](http://www.ecoreco.com)



## Notes

1. The General Circular Nos. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020 and various subsequent Circulars latest being No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (collectively referred to as MCA Circulars) permitted the holding of the Meeting through Video Conferencing/Other Audio Visual Means (VC/OAVM), without the physical presence of the Shareholders at a common venue. In compliance with the provisions of the Companies Act, 2013 (the Act), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the MCA Circulars, the Annual General Meeting (AGM) of the Company is being held through VC/OAVM. The venue of AGM shall be deemed to be the Registered Office of the Company.
2. Accordingly, in compliance with the provisions of the Act read with the Circulars, the AGM of the Company is being held through VC / OAVM only. Further, in accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification dated 15th April, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.
3. Explanatory Statement pursuant to the provisions of Section 102 of the Act in respect of Special Business stating material facts and reasons for the proposed resolutions is annexed hereto and forms part of this notice.
4. Since this AGM is being held pursuant to the 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 and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
5. In line with the Circulars, Notice of the this AGM, inter alia, indicating the process and manner of e-voting is being sent by Email, to all the Members whose Email IDs are registered with the Company / Registrar and Share Transfer Agent or with the respective Depository Participant(s) for communication purposes to the Members and to all other persons so entitled and the same will also be available on the website of the Company at [www.ecoreco.com](http://www.ecoreco.com) and can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of Central Depository Services (India) Limited ("CDSL") at [www.evotingindia.com](http://www.evotingindia.com).
6. Institutional / Corporate Members (i.e. other than individuals/HUF, NRI etc.) are required to send a duly certified scanned copy (PDF/JPG Format) of its Board or governing body resolution /authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting, pursuant to Section 113 of the Act. The said Resolution/ Authorization shall be sent to the Company by email to [shareholders@.ecoreco.com](mailto:shareholders@.ecoreco.com). Institutional shareholders can also upload their Board Resolution / Power of Attorney / Authority Letter, etc., by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.
7. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
8. The SEBI has mandated the submission of the Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are requested to submit their PAN details to the Company's share transfer agent, Bigshare Services Private Limited ("RTA").
9. Those Shareholders whose email IDs are not registered can get their e-mail ID's registered as follows:
  - Members holding shares in demat form can get their e-mail ID registered by contacting their respective Depository Participant.
  - Members holding shares in the physical form can get their e-mail ID registered by contacting our RTA on their email id [investor@bigshareonline.com](mailto:investor@bigshareonline.com) or by sending the duly filled in e-communication registration form enclosed with this Notice to our RTA on their email id [investor@bigshareonline.com](mailto:investor@bigshareonline.com).
10. Those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated with their DP to enable servicing of notices/ documents/ Reports and other communications electronically to their e-mail address in future.
11. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors,

Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

12. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

13. In compliance with the provisions of Sections 108 and other applicable provisions of the Act, read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company is offering only e-voting facility to all the Members of the Company and the business will be transacted only through the electronic voting system. The Company has engaged the services of NSDL for facilitating e-voting to enable the Members to cast their votes electronically as well as for e-voting during the AGM. Resolution(s) passed by Members through e-voting are deemed to have been passed as if they have been passed at the AGM.

14. In terms of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 1, 2019 except in case of transmission or transposition of securities. In view of the above, members holding shares in physical form are advised to dematerialize the shares with their Depository Participant.

15. The Register maintained under Section 170 and Section 189 of the Act and the Certificate under the SEBI (Share Based Employee Benefits) Regulations, 2014, will be available electronically for inspection by the Members during the AGM.

Further, all the documents referred to in the Notice will also be available for electronic inspection by the members from the date of circulation of this Notice up to the date of AGM, i.e. Tuesday, September 30, 2025. Members seeking to inspect such documents can send an email to [shareholders@ecoreco.com](mailto:shareholders@ecoreco.com).

16. Members are provided with the facility for voting through voting system during the VC/ OAVM proceedings at the AGM and Members participating at the AGM, who have not already casted their vote by remote e-voting, are eligible to exercise their right to vote at the AGM.

17. Members who have already casted their vote by remote e-voting prior to the AGM will be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already casted the vote through remote e-voting.

18. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

19. Instructions for voting through electronic means:

The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	Thursday, September 25, 2025 (09:00 A.M. IST)
End of remote e-voting	Monday, September 29, 2025 (05:00 P.M. IST)

The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Tuesday, September 23, 2025 may cast their vote electronically. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 23, 2025.

#### 20. THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

i. The voting period begins on Thursday, September 25, 2025 (09:00 A.M. IST) and ends on Monday, September 29, 2025 (05:00 P.M. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday, September 23, 2025 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.



In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

A. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders:	Login Method:
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of <b>BIGSHARE</b> the e-Voting service provider and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. <b>BIGSHARE</b>, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</li> </ol>



Individual Shareholders holding securities in demat mode with NSDL

- 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- 2) If the user is not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select "Register Online for IDeAS" Portal or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
- 4) 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 with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-vote (E-voting website)** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details:
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022- 48867000.

**B. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "LOGIN" button under the 'INVESTOR LOGIN' section to Login on E-Voting Platform.
- Please enter you 'USER ID' (User id description is given below) and 'PASSWORD' which is shared separately on you register email id.
  - Shareholders holding shares in CDSL demat account should enter 16 Digit Beneficiary ID as user id.
  - Shareholders holding shares in NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID as user id.
  - Shareholders holding shares in physical form should enter Event No + Folio Number registered with the Company as user id.

**Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on I AM NOT A ROBOT (CAPTCHA) option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com>

and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on 'LOGIN' under 'INVESTOR LOGIN' tab and then Click on 'Forgot your password?'
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'Reset'.  
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

**Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, Bigshare E-voting system page will appear.
- Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "VOTE NOW" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "IN FAVOUR", "NOT IN FAVOUR" or "ABSTAIN" and click on "SUBMIT VOTE". 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.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered

email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.

- Shareholder can “CHANGE PASSWORD” or “VIEW/UPDATE PROFILE” under “PROFILE” option on investor portal.

#### C. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “REGISTER” under “CUSTODIAN LOGIN”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “User id and password will be sent via email on your registered email id”.

**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘LOGIN’ under ‘CUSTODIAN LOGIN’ tab and further Click on ‘Forgot your password?’
- Enter “User ID” and “Registered email ID” Click on I AM NOT A ROBOT (CAPTCHA) option and click on ‘RESET.  
(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

#### Voting method for Custodian on i-Vote E-voting portal:

- After successful login, Bigshare E-voting system page will appear.

#### Investor Mapping:

- First you need to map the investor with your

user ID under “DOCUMENTS” option on custodian portal.

- Click on “DOCUMENT TYPE” dropdown option and select document type power of attorney (POA).
- Click on upload document “CHOOSE FILE” and upload power of attorney (POA) or board resolution for respective investor and click on “UPLOAD”.

**Note:** The power of attorney (POA) or board resolution has to be named as the “InvestorID.pdf” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

#### Investor vote File Upload:

- To cast your vote select “VOTE FILE UPLOAD” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “UPLOAD”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “CHANGE PASSWORD” or “VIEW/UPDATE PROFILE” under “PROFILE” option on custodian portal.

#### Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 022-62638338



#### D. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘EVENTS’ option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

#### INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions (‘FAQs’) available at <https://ivote.bigshareonline.com>, under download section or you can email us to [ivote@bigshareonline.com](mailto:ivote@bigshareonline.com) or call us at: 1800 22 54 22, 022-62638338

#### 21. GENERAL GUIDELINES FOR MEMBERS

- (a) The Company has appointed Mr. Keshav Purohit (Membership No.: ACS-39702) from M/s. KPUB & Co., Company Secretaries (Firm Registration No.: P2015MH069000) as the Scrutinizer to scrutinize the remote e-voting process and voting during the AGM in a fair and transparent manner.
- (b) As per the provisions of Section 72 of the Act, facility for making nomination is available for the Members in respect of shares held by them. Members holding shares in electronic mode may contact their respective Depository Participants for availing this facility.
- (c) The Scrutinizer shall submit his consolidated report to the Chairman within two working days from the conclusion of the AGM. The results declared along with the Scrutinizer’s Report shall be communicated to the BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively, where the shares of the Company are listed and shall be placed on the Company’s website at [www.lloyds.in](http://www.lloyds.in) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after the result is declared by the Chairman or any other person authorised by the Chairman.
- (d) Members who have not registered their e-mail address so far are requested to register their e-mail for receiving all communications including Annual Report, Notices and Circulars etc. from the Company electronically.
- (e) Members are requested to notify any changes in their address / e-mail id’s to the Company’s Registrar & Share Transfer Agent, Bigshare Services Private Limited at, Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai - 400093.
- (f) To register your email address for all future correspondence and update the bank account details, please follow the below process:

- a. Physical Holding: Drop an email at investor@lloyds.in OR investor@bigshareonline.com and the Company/RTA shall assist with the process further.
- b. Demat Holding: Please contact your DP and follow the process advised by your DP.
- (g) Members must quote their Folio No. / Demat Account No. and contact details such as e-mail address, contact no. etc. in all their correspondence with the Company's Registrar and Share Transfer Agent.
- (h) A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
- (i) The voting rights of shareholder shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, September 23, 2025.
- (j) A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting, as well as voting at the AGM.
- (k) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-voting system for all those Members who are present during the AGM through VC/ OAVM but have not cast their votes by availing the remote e-voting facility. The remote e-voting module shall be disabled by CDSL for voting 15 minutes after the conclusion of the Meeting.



## ANNEXURE TO THE NOTICE

### STATEMENT ANNEXED TO THE NOTICE SETTING OUT THE MATERIAL FACTS CONCERNING EACH ITEM OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

#### A. EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013 (the "Act"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), the following Explanatory Statement sets out all material facts relating to the businesses mentioned under Items No. 4 to 7 of the accompanying Notice dated August 26, 2025:

##### Item No. 4 & 5

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company (Board) had appointed Dr. Sandip Chatterjee (DIN 11203039) and Dr. Yeshwant Sontakke (DIN 11122800) as Additional Directors (Non-Executive, Independent) of the Company for a first term of five (5) years effective from July 19, 2025 and August 26, 2025, not liable to retire by rotation, subject to approval of the shareholders of the Company.

Further, in terms of the amended Regulation 17(1C) of the SEBI Listing Regulations, effective from January 1, 2022, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Accordingly, approval of the shareholders is sought to comply with the SEBI Listing Regulations. The Company has received from Dr. Sandip Chatterjee and Dr. Yeshwant Sontakke (i) consents in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act and (iii) a declaration to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act and under SEBI Listing Regulations. They do not hold any equity shares of the Company.

The Company has also received a Notice under Section 160 of the Act from a member proposing candidature of Dr. Sandip Chatterjee and Dr. Yeshwant Sontakke for the office of Directors of the Company.

#### Brief profile of Dr. Sandip Chatterjee is as under:

Dr. Sandip Chatterjee is a seasoned policy expert and technocrat with over 35 years of experience in technology policy, research commercialization, and strategic innovation. He currently serves as Senior Advisor to Sustainable Electronics Recycling International (SERI), USA, and as an Adjunct Professor at IIT Mandi, specializing in sustainable electronics and circular economy.

He previously served as Senior Director & Group Coordinator at the Ministry of Electronics and Information Technology, Government of India, where he led key national initiatives in additive manufacturing, digital data protection, cyber law, and resource efficiency. He was instrumental in formulating India's policy roadmaps in these areas and has represented the country in various international forums including the UN, EU, and Wassenaar Arrangement.

Dr. Chatterjee has published 90+ research papers, holds 10+ patents, and has delivered over 5000 public lectures globally. He received the President's Award in 2013 for his contributions to science and technology policy.

He holds an M.Sc. in Physics from the University of Calcutta and a Ph.D. from the University of Delhi, with research at the National Physical Laboratory, New Delhi.

#### Brief profile of Dr. Yeshwant Sontakke is as under:

Dr. Yeshwant Sontakke is a distinguished environmental professional with over 30 years of experience, primarily focused on Water Pollution Control. He served in the Maharashtra Pollution Control Board (MPCB) from 1997 to 2023, retiring as Joint Director, Water Pollution Control Division. He holds a Ph.D. in Environmental Toxicology (1992) and has contributed significantly to environmental policy, regulatory frameworks, and enforcement strategies in Maharashtra.

During his tenure, Dr. Sontakke was instrumental in drafting and implementing several key environmental legislations and guidelines, including the Hazardous Waste Rules, E-Waste Rules, Plastic Waste Management Rules, and State River Conservation Policy. He represented Maharashtra in various national and international forums, including conferences and study visits in Europe, Australia, and the UAE, gaining

global insights into waste management, oil spill response, and circular economy practices. He also coordinated the preparation of India's National Oil Spill Disaster Contingency Plan (NOSDCP) in collaboration with central agencies.

Currently, Dr. Sontakke serves as President of M/s. Green Eco Management, a consultancy firm offering expert advice on environmental protection and regulatory compliance. He continues to serve on multiple expert committees constituted by the Government of Maharashtra, focusing on eco-friendly initiatives, wetland conservation, and river rejuvenation. Widely recognized for his deep knowledge and commitment, Dr. Sontakke remains an influential voice in shaping sustainable environmental practices in India.

## Item No. 6

### Proposal

The Shareholders of the Company had at the 26th Annual General Meeting held on August 24, 2020 appointed Mr. Brijkishor Soni as a Managing Director of the Company with effect from September 1, 2020 till August 31, 2025 (both days inclusive).

The impressive performance of the Company under Mr. Soni's leadership reflects a cohesive strategy, innovative thinking, and effective execution. His vision and guidance have undoubtedly played a crucial role in steering the Company towards success amidst ever-changing market dynamics. Basis this, the Nomination and Remuneration Committee (NRC) and the Board of Directors at their meetings held on July 19, 2025 and July 28, 2025 respectively, have recommended the re-appointment of Mr. Soni (DIN 01274250) as the Managing Director of the Company for a further period of 5 years i.e. from September 1, 2025 to August 31, 2030 on the terms and conditions including remuneration, as contained in this explanatory statement.

The key factors considered by the NRC and Board about Mr. Soni while recommending his re-appointment including the terms and conditions of his remuneration are given below:

- Bringing in investment partners into new businesses and making the Company leaner and more focused on its core businesses.
- Formulation of a plan with focus on financial discipline to create a strong value proposition with an ability to meet certain financial milestones that provide a right set of return to investors.

- Infused the Environmental, Social, and Governance (ESG) initiatives of the Company with a strategic focus and unwavering energy. His commitment to sustainability and responsible corporate practices is evident through his active involvement on the CSR Committee of Directors and his leadership role in spearheading the Company's Sustainability goal. He is instrumental in driving the Company towards sustainable growth while mitigating risks and enhancing resilience.

In light of the factors discussed, it becomes imperative to prioritize the continuity and stability of our current leadership. By doing so, the best interests of the Company and its stakeholders are effectively safeguarded. Maintaining a steady hand at the helm ensures consistency in strategic direction and operational execution, which in turn fosters confidence and trust among stakeholders of the Company.

Considering the above and in accordance with the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, the Board of Directors, based on the recommendation of the NRC and subject to the approval of the Members, approved the re-appointment of Mr. Brijkishor Soni as the Managing Director of the Company for a period of five (5) years commencing from September 1, 2025 to August 31, 2030 and the remuneration payable to him.

The Explanatory Statement may be considered as a written Memorandum setting out terms, conditions and limits of remuneration of Mr. Brijkishor Soni as Managing Director of the Company in terms of section 190 of the Act.

Pursuant to sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Listing Regulations [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] read with Schedule V of the Act, the proposal for re-appointment and remuneration payable to Mr. Soni is now being placed before the Members at the Annual General Meeting for their approval by way of Special Resolution.

The following additional information as required by Schedule V to the Companies Act, 2013 is given below:



## I. General Information:

- (i) **Nature of Industry:** The Company is, inter alia, in the business of e-waste management.
- (ii) **Date or expected date of commencement of commercial production:** The Company was incorporated on August 1, 1984.
- (iii) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable
- (iv) **Financial performance based on given indicators – as per audited financial results for the year ended March 31, 2025:**

Particulars	Rs. in crores
Gross Turnover & Income	46.57
Net Profit as per Statement of Profit & Loss (After Tax)	23.34
Computation of Net Profit in accordance with Section 198 of the Companies Act, 2013	28.42
Net Worth	88.25

- (v) **Foreign investments or collaborators, if any:** Not Applicable.

## II. Information about the appointee:

- (i) **Background details:** Refer profile Section of the additional information of Item No. 4, 5 & 6 of this Notice.
- (ii) **Past remuneration during the financial year ended March 31, 2025:** Rs. 60 lakhs.
- (iii) **Recognition or awards:** Refer profile Section of the additional information of Item No. 4, 5 & 6 of this Notice.
- (iv) **Job Profile and his suitability:** Refer proposal Section stated above.
- (v) **Remuneration proposed:**  
Scale of Salary: Basic Salary in the scale of Rs. 6,00,000 per month.

Perquisites and Performance Pay: As stated in Resolution No. 6.

- (vi) **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:**

Taking into consideration the size of the Company, the profile of Mr. Soni, the responsibilities shouldered by him, growth in turnover and profits of the Company and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies.

- (vii) **Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:**

Besides the remuneration proposed to be paid to him, Mr. Soni does not have any other pecuniary relationship with the Company or relationship with the managerial personnel.

## III. Other Information:

- (i) **Reasons of loss or inadequate profits:** Not applicable, as the Company has posted a net profit after tax of Rs. 23.34 crores during the year ended March 31, 2025.
- (ii) **Steps taken or proposed to be taken for improvement and**
- (iii) **Expected increase in productivity and profits in measurable terms:**

Not applicable as the Company has adequate profits.

## IV. Disclosures:

The information and disclosures of the remuneration package of all Directors for FY 2024-25 have been mentioned in the Corporate Governance Report forming part of the Annual Report under the Heading "Remuneration to Directors" as per the requirements of Section II of Part II of Schedule V of the Act. Mr. Soni has not received any remuneration or commission from any of the subsidiaries of the Company

Mr. Soni satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section 3 of section 196 of the Act for being eligible for his re-appointment. Mr. Soni is not disqualified from being appointed as a Director in terms of section 164 of the Act and has given his consent to act as a Director. Mr. Soni is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India ("SEBI") or any other authority and has given all the necessary declarations and confirmation including his consent to be re-appointed as a Managing Director of the Company.

Further, the Company has received a notice from a Member under Section 160 of the Act proposing the re-appointment of Mr. Brijkishor Soni as the Managing Director.

The Board is of the view that Mr. Soni's knowledge and experience will be of immense benefit and value to the Company and pursuant to the recommendation of NRC, recommends his appointment to the Members.

Mr. Soni possesses the core skills/expertise/competencies identified in the Company's business and sectors for it to function effectively. Details of the skills possessed by him forms part of the Corporate Governance Report.

The Articles of Association of the Company are available for inspection by the Members in electronic form as per the instructions provided in the Note No. 6 of this Notice.

Save and except Mr. Soni, and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 6 of the Notice. Mr. Soni is not related to any other Director/ KMP of the Company.

The Board recommends the Special Resolution at Item No. 6 of the Notice for approval of the shareholders.

#### Item No. 7

As per section 204 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company is required to annex with its Board of Directors Report, a secretarial audit report, issued by a Practising Company Secretary.

Further, Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), requires every listed entity to undertake secretarial audit by a secretarial auditor who shall be a peer reviewed company secretary and shall annex a secretarial audit report with the annual report of the listed entity.

Under the Listing Regulations, every listed entity shall basis recommendation of the Board of Directors appoint / re-appoint an individual as a secretarial auditor for not more than one term of five consecutive years or a secretarial audit firm as secretarial auditor for not more than two terms of five consecutive years, subject to shareholders' approval at the Annual General Meeting. Further, the secretarial auditor should not have incurred any of the disqualifications as specified by the Securities and Exchange Board of India (SEBI).

Basis the recommendation of the Audit Committee, the Board of Directors of the Company at its Meeting held on August 26, 2025, has approved the appointment of CS Neha Poddar, peer reviewed Practising Company Secretary, as Secretarial Auditor of the Company to hold the office for first term of five (5) consecutive years commencing from the Financial Year 2025-26 till the Financial Year 2029-30, subject to approval of the Members of the Company at this Annual General Meeting.

CS Neha Poddar is well established Practising Company Secretary and based in Kolkata. She has overall experience of more than 10 years in providing comprehensive professional services in corporate law, SEBI regulations, FEMA compliance, and allied fields, delivering strategic solutions to ensure regulatory adherence and operational efficiency.

She has no past association with the Company and has confirmed that she is not disqualified and is eligible to be appointed as Secretarial Auditor of the Company under the Act, Listing Regulations and Circular(s) issued by SEBI in this regard and have given her consent for her appointment as Secretarial Auditor of the Company.

The remuneration proposed to be paid to the Secretarial Auditor for the Financial Year 2026-27 till the Financial Year 2029-30 will be determined by the Board of Directors of the Company, basis the recommendation of the Audit Committee and in consultation with the Secretarial Auditor, which will be commensurate with the scope of work and other requirements as mutually agreed. The Company may also obtain the Annual Secretarial Compliance Report and

such other certifications as may be mandatory or permitted to be sought from Secretarial Auditor under the applicable laws and engage with her on the other services which are not prohibited by SEBI or any other authority.

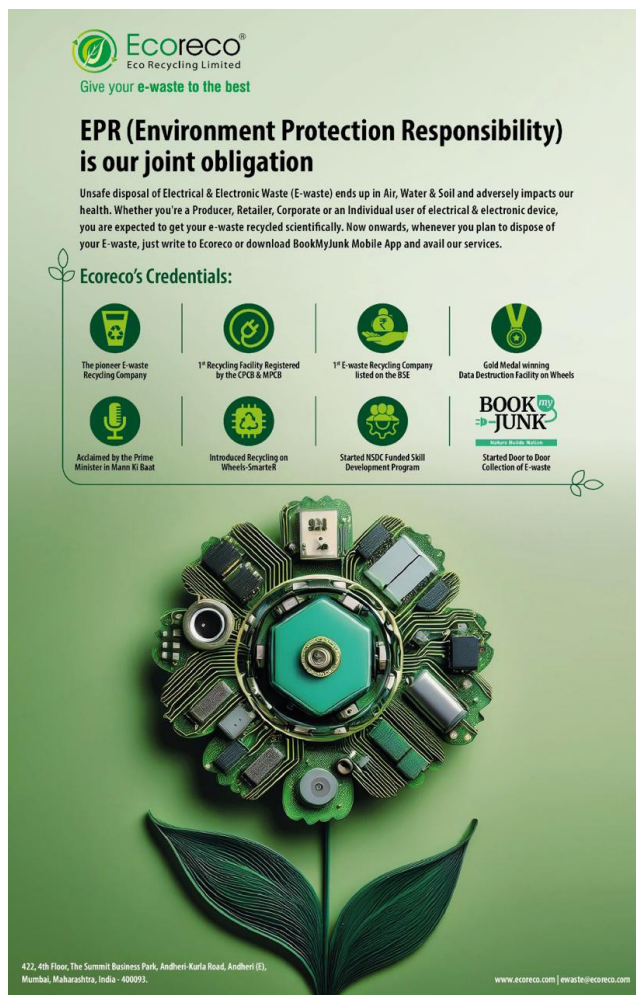
None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice except to the extent of their shareholding, if any, in the Company.

The Board recommends the Ordinary Resolution set out at Item No. 7 the Notice for approval of the shareholders.

By order of the Board of Directors  
For Eco Recycling Limited

**B K Soni**  
Chairman & Managing Director  
DIN 01274250  
Mumbai, August 26, 2025

**Registered Office:**  
422, The Summit Business Park  
Near WEH Metro Station,  
Andheri Kurla Road, Andheri (East)  
Mumbai 400093  
CIN L74120MH1994PLC079971  
Email: [info@ecoreco.com](mailto:info@ecoreco.com)  
Website: [www.ecoreco.com](http://www.ecoreco.com)



**Ecoreco®**  
Eco Recycling Limited  
Give your e-waste to the best

**EPR (Environment Protection Responsibility) is our joint obligation**

Unsafe disposal of Electrical & Electronic Waste (E-waste) ends up in Air, Water & Soil and adversely impacts our health. Whether you're a Producer, Retailer, Corporate or an individual user of electrical & electronic device, you are expected to get your e-waste recycled scientifically. Now onwards, whenever you plan to dispose of your E-waste, just write to Ecoreco or download BookMyJunk Mobile App and avail our services.

**Ecoreco's Credentials:**

- The pioneer E-waste Recycling Company
- 1<sup>st</sup> Recycling Facility Registered by the CPCB & MPCB
- 1<sup>st</sup> E-waste Recycling Company listed on the BSE
- Gold Medal winning Data Destruction Facility on Wheels
- Acclaimed by the Prime Minister in Mann Ki Baat
- Introduced Recycling on Wheels-SmartE
- Started NSDC Funded Skill Development Program
- BOOK my JUNK** - Mobile App
- Started Door to Door Collection of E-waste

422, 4th Floor, The Summit Business Park, Andheri-Kurla Road, Andheri (E), Mumbai, Maharashtra, India - 400093.  
[www.ecoreco.com](http://www.ecoreco.com) | [ewaste@ecoreco.com](mailto:ewaste@ecoreco.com)



**B. DISCLOSURE UNDER REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS**

<b>Name of the Director</b>	<b>Mr. Brijkishor Soni</b>	<b>Dr. Sandip Chatterjee</b>	<b>Dr. Yeshwant Sontakke</b>
DIN	01274250	11203039	11122800
Date of Birth	March 17, 1959	June 22, 1964	March 3, 1965
Date of Appointment (Initial appointment)	August 1, 1984	July 19, 2025 - Appointed as an Additional Non-Executive Independent Director	August 26, 2025 - Appointed as an Additional Non-Executive Independent Director
Qualification	Bachelor's degree in Commerce and FCWA	M.Sc. in Physics and Ph.D. in Physics	M.S. (Environment), Ph.D. and D.I.S.
Expertise in specific functional areas	Mr. Brijkishore Soni is a pioneer in e-waste management and circular economy solutions in India. As Founder and CMD of Eco Recycling Ltd. (Ecoreco), he has led the company to become India's first R2v3-certified recycler, introducing innovative models like Recycling on Wheels, Data Destruction on Wheels, and the BookMyJunk app. With over two decades of industry leadership, he has received multiple national and international recognitions for driving sustainable recycling practices. His appointment to the Technical Advisory Committee of SERI (USA) reflects his influence in shaping global standards in responsible electronics recycling.	Dr. Sandip Chatterjee is a globally recognized expert in sustainable electronics, circular economy, e-waste management, and materials innovation, with over 35 years of experience in technology policy, R&D commercialization, and international negotiations. He has led the formulation of national policies on additive manufacturing, resource efficiency, and digital data protection, and established 22+ Centres of Excellence in emerging technologies across India.  As Senior Advisor at SERI (USA) and Adjunct Professor at IIT Mandi, he actively promotes global best practices in e-waste recycling, ITAD, and data sanitization. A recipient of the President's Award (2013), he has over 90 publications, 10 patents, and extensive international representation including at the UN, EU, and bilateral forums, making him a key voice in sustainable technology and policy innovation.	Dr. Yeshwant Sontakke, is a distinguished environmental professional with over 30 years of experience, primarily focused on Water Pollution Control. He and has contributed significantly to environmental policy, regulatory frameworks, and enforcement strategies in Maharashtra.  During his tenure as Joint Director, Water Pollution Control Division, he was instrumental in drafting and implementing several key environmental legislations and guidelines, including the Hazardous Waste Rules, E-Waste Rules, Plastic Waste Management Rules, and State River Conservation Policy.
Number of meetings of the board attended during the year	Attended 4 out of 5 meetings of the board held during the year	Not Applicable	Not Applicable



Name of the Director	Mr. Brijkishor Soni	Dr. Sandip Chatterjee	Dr. Yeshwant Sontakke
Directorships in other companies	1. Ecoreco Ventures Private Limited 2. Ecoreco Enviro Education Private Limited 3. Ecoreco Park Pvt Ltd 4. EPR Compliance Pvt Ltd 5. Ecoreco Enviro Education P. Ltd 6. ELV Recycling Private Limited 7. Material Recycling Association of India	Nil	Nil
Memberships in board committees of other companies (includes membership details of all committees)	Nil	Nil	Nil
Listed entities from which the director has resigned from directorship in the past three years	Nil	Nil	Nil
Number of shares held in the Company	2,683,216 equity shares	Nil	Nil
Inter-se relationship with any other Directors or KMP of the Company	1. Father of Mr. Shashank Soni, Executive Director & CFO 2. Husband of Mrs. Aruna Soni, Executive Director	Nil	Nil
Details of remuneration sought to be paid	Rs. 72,00,000/- per annum	He is entitled to sitting fees for attending Meetings of Board of Directors & Committees.	He is entitled to sitting fees for attending Meetings of Board of Directors & Committees.
Details of remuneration last drawn	Rs. 72,00,000/- per annum	Not applicable	Not applicable

By order of the Board of Directors,  
**Eco Recycling Limited**

**Registered Office:**  
 422, The Summit Business Park  
 Near WEH Metro Station,  
 Andheri Kurla Road, Andheri (East)  
 Mumbai 4000093  
 CIN L74120MH1994PLC079971  
 Email: [info@ecoreco.com](mailto:info@ecoreco.com)  
 Website: [www.ecoreco.com](http://www.ecoreco.com)

**B K Soni**  
 Chairman & Managing Director  
 DIN 01274250  
 Mumbai, August 26, 2025



## BOARD REPORT

Dear Members,

The Directors are pleased to present the 31<sup>st</sup> Annual Report along with the Audited Financial Statements of your Company for the Financial Year ended March 31, 2025.

### COMPANY PERFORMANCE

#### A. Financial Highlights

The standalone and consolidated financial highlights of the Company for the financial year ended March 31, 2025 is summarised as follows:

Particulars	Standalone		Consolidated	
	2024-25	2023-24	2024-25	2023-24
Revenue from operations	439,592	280,146	439,592	280,146
Other Income	25,964	46,141	23,408	72,641
Profit before Interest, Depreciation, Tax and Exceptional items	335,559	210,909	333,835	237,045
Less: Finance Cost	6,446	6,969	7,088	6,969
Depreciation and Amortisation expense	10,025	7,970	10,093	8,038
Add: Exceptional items	-	-	-	-
Profit/(Loss) before Tax	319,088	195,970	316,654	222,038
Less: Tax expense	85,718	34,026	82,865	39,807
Profit/(Loss) after Tax	233,370	-	233,788	182,231
Other comprehensive income (net of tax)	(4,554)	12,776	(4,307)	12,776
Total comprehensive income of the year (net of tax)	228,816	174,720	229,482	195,007
Earnings per share	-	-	-	-
Basic	12.09	8.39	12.12	9.44
Diluted	12.09	8.39	12.12	9.44

#### Performance review for the year and Outlook

Please refer to the Management Discussion and Analysis section which forms a part of this Annual Report for details of the performance and operations review and the Company's strategies for growth.

#### Business Highlights

##### Business Model & Strategy

Ecoreco's integrated business model covers every stage of the e-waste value chain-collection, secure data destruction, refurbishment, material recovery, and remarketing. This model unlocks multiple value streams from end-of-life electronics and lithium-ion batteries.

Our state-of-the-art recycling facilities, certified by the CPCB/MPCB and aligned with R2v3 international standards, have an installed capacity of 31,200 MT per annum. This positions Ecoreco to meet India's rapidly increasing demand for environmentally responsible recycling, while ensuring compliance, transparency, and operational scalability.

#### Market & Industry Outlook

India's e-waste generation is projected to grow at double-digit rates, fuelled by rapid digitalisation, shorter product life cycles, and stricter enforcement of the E-Waste Management Rules, 2022 and EPR Guidelines. On a global scale, demand for critical and precious metals is intensifying as industries seek secure, sustainable supply chains. Ecoreco's technology-driven, compliant, and scalable operations make it a natural partner for governments, OEMs, and corporates navigating this evolving landscape.

#### Report on performance of Subsidiaries

The performance and financial position of each subsidiary for the year ended March 31, 2025, in the prescribed Form AOC-1 is appended as Annexure I to this report.

In accordance with Section 136 of the Companies Act, 2013, the audited Financial Statement, including the Consolidated Financial Statement and related information of the Company and audited accounts of each of its subsidiaries, are available on the Company's website [www.ecoreco.com](http://www.ecoreco.com).

These documents will also be available for inspection during business hours at the Registered Office of the Company.

The Policy for determining Material Subsidiaries may be accessed on the Company's website [www.ecoreco.com](http://www.ecoreco.com).

## B. SUSTAINABILITY AND SOCIAL RESPONSIBILITY

### Corporate Social Responsibility Policy

Your Company has committed itself towards reaching out and giving back to its communities. Creating an ecosystem of development through planned interventions. The Company is ensuring that its vision for the development of the nation reaches the farthest geographies.

With a consistent focus on bringing a transformational change in its communities, Ecoreco is implementing sustainable and inclusive growth and has reached out to 3000 plus beneficiaries across Mumbai in FY 2024-25.

Furthermore, to accelerate social growth and development, with a well-defined roadmap and a commitment to invest Rs. 19.07 lakhs into Ecoreco Foundation, the philanthropic arm of the Company aims to take the mission of creating an ecosystem free of e-waste.

### Energy Conservation, Technology Absorption and Foreign Exchange Earnings & Outgo

The information as stipulated under section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption:

#### Conservation of energy:

Your Company remains committed to sustainable business practices and environmental stewardship. Energy conservation is regarded as a key pillar in our efforts to preserve natural resources and reduce our overall carbon footprint.

While the Company operates a recycling plant, and certain processes involve energy use, overall energy consumption across our operations remains relatively low. Nonetheless, we have adopted several energy-efficient practices within the recycling facility and other areas of operation to reduce usage wherever possible. These initiatives support our broader sustainability goals while also contributing to operational efficiency and long-term cost savings.

#### Technology absorption:

Your Company remains committed to adopting relevant technologies that enhance operational efficiency and support business growth.

During the year under review, the Company focused on upgrading existing technologies and strengthening internal capabilities to keep pace with evolving industry standards. These efforts were directed toward improving productivity, ensuring compliance, and supporting the long-term sustainability of our operations.

### The details of the Foreign Exchange Earnings and Outgo are as follows:

(₹ in '000)		
Particulars	FY 2024-25	FY 2023-24
Foreign Currency Earnings	35,699	49,546
Foreign Exchange Outgo	1,405	5,307

## C. HUMAN RESOURCE MANAGEMENT

### People and Culture

Our people are our greatest asset. We are committed to fostering a workplace culture that upholds the highest standards in safety, environmental stewardship, and sustainability. Our culture is grounded in our core values and reflects our dedication to innovation, inclusivity, and continuous improvement. We prioritise providing a safe, healthy, and supportive environment where all employees can thrive.

### Managerial Remuneration, Employee Information and Related Disclosure

The remuneration paid to Directors and Key Managerial Personnel during the FY 2024-25 was in accordance with the NRC Policy of the Company.

Disclosures under section 197 of the Act and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, relating to the remuneration and other details as required are appended as Annexure III to this Report.

In terms of the provision of Section 136 of the Act and Rule 5(2), the Report and the Financial Statements are being sent to the Members of the Company excluding the statement of particulars of employees as prescribed under Rule 5(2) of the Rules. The said information is available for inspection through electronic mode. Any Member interested in obtaining a copy of the said statement may write to the Company Secretary and the same will be furnished upon such request.

### Prevention of Sexual Harassment at Workplace

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line

with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder for prevention and redressal of complaints of sexual harassment at workplace.

Your Company is an equal opportunity employer and believes in providing opportunity and key positions to women professional. During the year under review, there were no cases filed pursuant to the Sexual Harassment.

#### D. INVESTOR RELATIONS

Your Company prioritises transparent communication and active engagement with its investor community. Ecoreco maintains a dynamic Investor Relations (IR) function that engages both domestic and international shareholders, actively seeking their insights and feedback. The IR team is committed not only to meeting but exceeding industry best practices, effectively communicating the Company's unique investment proposition and long-term value creation potential to the capital markets. This ensures that Ecoreco's shares are fairly valued and well understood.

**Shareholders Engagement:** Our investor relations team connects with shareholders via diverse channels such as personal meetings, conferences and investor and analyst gatherings, conveying the Company's strategic vision, potential risk and opportunities as well as new microeconomic and company specific developments. Our engagement initiatives span quarterly earnings discussions, Investors/Analyst meetings, site tour of principal operations, individual and group meetings. These interactions are graced by the Chairman & Managing Director of the Company, earning high regard from the shareholders and analysts alike.

**Shareholders Communication:** Shareholders are encouraged to reach out to us anytime via the contact details provided on our website for any queries, concerns, inquiries, or feedback for the Company. This continuous dialogue empowers our Board and senior management to deeply understand shareholder perspectives and address their concern effectively.

#### E. RISK MANAGEMENT

The businesses are exposed to a variety of risks, which are inherent to Company's operations. Your Company has a well-defined risk management framework in place. The risk management framework works at various levels across the enterprise. These levels form the strategic defense cover of the Company's risk management. The Company has a robust organizational structure for managing and reporting on risks.

The Audit Committee aids the Board in the risk management process by identification and assessment of any changes

in risk exposure, review of risk control measures and by approval of remedial actions, where appropriate.

#### Internal Financial Controls and their adequacy

Your Board has devised systems, policies, and procedures/frameworks, which are currently operational within the Company for ensuring the orderly and efficient conduct of its business, which includes adherence to policies, safeguarding its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information.

In line with best practices, the Audit & Risk Management Committee and the Board reviews these internal control systems to ensure they remain effective and are achieving their intended purpose. Where weaknesses, if any, are identified as a result of the reviews, new procedures are put in place to strengthen controls. These controls are in turn reviewed at regular intervals.

#### Vigil Mechanism

The Company has in place a robust vigil mechanism for reporting genuine concerns through the Company's Whistle-Blower Policy. The Whistle-Blower Policy of your Company is available on the Company's website and can be accessed at [www.ecoreco.com](http://www.ecoreco.com).

It enables the Directors, employees and all stakeholders of the Company to report genuine concerns (about unethical behavior, actual or suspected fraud, or violation of the Code) and provides for adequate safeguards against victimization of persons who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee.

#### Management Discussion and Analysis

The Management Discussion and Analysis Report for the year under review, as specified under Regulation 34 read with Schedule V of Listing Regulations is presented in a separate section, forming part of this Annual Report.

#### F. CORPORATE GOVERNANCE

##### Report on Corporate Governance

The essence of Corporate Governance is about maintaining the right balance between economic, social, individual and community goals. Your Company is committed in maintaining the highest standards of corporate governance in the management of its affairs and ensuring its activities reflect the culture we wish to nurture with our stakeholders.

As a Company with a strong sense of values and commitment, we believe that profitability must go hand in hand with a sense of responsibility towards all stakeholders. We believe Corporate Governance is not just a destination, but a journey to



constantly improve sustainable value creation. Our disclosures seek to attain the best practices in international corporate governance, and we constantly endeavor to enhance long-term shareholder value. Our Corporate Governance Report for FY 2024-25 forms part of this Annual Report.

### Directors and Key Managerial Personnel

The Board of Directors is the apex body constituted by shareholders for overseeing the Company's overall functioning. The Board provides strategic direction and leadership and oversees the management policies and their effectiveness looking at long-term interests of shareholders and other stakeholders.

### Directors

#### Appointments

Pursuant to the recommendation of the NRC, the Board approved the below appointments during the period:

- Dr. Yeshwant Babarao Sontakke (DIN 11220800) was appointed as a Non-Executive Independent Director for a term of 5 years effective from May 16, 2025 to May 15, 2030 (both days inclusive).
- Dr. Sandip Chatterjee (DIN 11203039) as a Non-Executive Independent Director for a term of 5 years effective from July 19, 2025 to July 18, 2030 (both days inclusive).
- Mr. Brijkishor Soni (DIN 01274250) was re-appointed as the Managing Director for a term of five years effective from September 1, 2025 to August 31, 2030 (both days inclusive).

The above appointments forms part of the Notice of the forthcoming AGM, and the Resolutions are recommended for shareholders approval.

Details of re-appointment as required under Listing Regulations, are provided in the AGM Notice.

#### Cessation

Mr. Dattatarya Devale (DIN 07186290) ceased to be the Independent Director of the Company due to completion of his second tenure as an Independent Director of the Company w.e.f. July 16, 2025.

Mr. Srikrishna Bhamidipati (DIN 02083384) ceased to be an Independent Director of the Company due to his sudden demise on July 1, 2025.

Dr. Yeshwant Baabrarao Sontakke (DIN 11220800) ceased to be an Independent Director of the Company with effect from July 19, 2025.

### Key Managerial Personnel Appointment/ Cessations

Pursuant to the recommendation of the NRC and approval of Board, Mr. Nihal Kare was appointed as the Company Secretary and Compliance Officer and was designated as Key Managerial Personnel with effect from May 30, 2025.

Ms. Maneesha Jena tendered her resignation from the position of Company Secretary & KMP of the Company from the close of business hours on March 1, 2025.

### Director Retire by Rotation

In accordance with the provisions of the Act and the Articles of Association of the Company Mr. Brijkishor Soni (DIN 01274250) Managing Director of the Company, is liable to retire by rotation at the ensuing AGM, and being eligible, offers himself for re-appointment. Based on the performance evaluation and recommendation of the NRC, Board recommends his re-appointment.

As per the terms of his appointment as approved by the members, his re-appointment at the ensuing AGM as a director retiring by rotation would not constitute break in his appointment as a Managing Director.

Details of re-appointment as required under Listing Regulations, are provided in the AGM Notice.

### Board and Committee

The Board is supported by the activities of each of the Board Committees which ensure the right level of attention and consideration are given to specific matters. Accordingly, the Committees focus on specific areas and take informed decisions within the framework designed by the Board and make specific recommendations to the Board on matters in their areas or purview. Each of the Committees has terms of reference under which authority is delegated by the Board. At present, the Company has the following Board Committees which ensures greater focus on specific aspects of Corporate Governance and expeditious resolution of issues of governance as and when they arise.

### Statutory Board Committees

- Audit Committee
- Nomination & Remuneration Committee
- Stakeholders' Relationship Committee
- Corporate Social Responsibility Committee

A detailed update on the Board, its committees, terms and reference, meeting held during the year 2024-25 and the attendance of each member is detailed in the Corporate Governance Report.

## Board Effectiveness

### Familiarization Program for Board Members

Your Company has a structured program for the Board members so as to enable them to understand the nature of the industry Company operates, its management and its operations. They are also familiarized with Company's organizational and governance structure, governance philosophy/principles, code of conduct & key policies, Board's way of working & procedures, formal information sharing protocol between the Board and the management, Directors' roles and responsibilities and disclosure obligations.

The details of familiarization program and process followed are provided in the Corporate Governance Report forming part of this Annual Report and can also be accessed on the website of the Company at [www.ecoreco.com](http://www.ecoreco.com).

### Annual Board Evaluation

The Board of your Company is highly committed to ensure transparency in assessing the performance of Directors. Pursuant to the provisions of the Act and the Listing Regulations, the annual evaluation of the performance of the Board of Directors, its Committees, Chairman, Directors, and the governance processes that support the Board's work was conducted. The evaluation parameters and the process have been explained in the Corporate Governance Report.

### Policy on Directors' Appointment and Remuneration

The Nomination and Remuneration Policy adopted by the Board on the recommendation of NRC enumerates the criteria for assessment and appointment/re-appointment of Directors, KMP and SMP on the basis of their qualifications, knowledge, skill, industrial orientation, independence, professional and functional expertise among other parameters.

With your Company continuing to comply with the Policy in true letter and spirit, the complete Policy is reproduced in full on our website at [www.ecoreco.com](http://www.ecoreco.com) and a snapshot of the Policy is elucidated in the Corporate Governance Report.

### Observance of the Secretarial Standards

The Directors state that proper systems have been devised to ensure compliance with the applicable laws. Pursuant to the provisions of section 118 of the Act, during FY 2024-25, the Company has adhered with the applicable provisions of the Secretarial Standards ("SS-1 and SS-2") relating to 'Meetings of the Board of Directors' and 'General Meetings' issued by the Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.

## Independent Directors' Statement

The Company has received declarations from all the Independent Directors confirming that they continue to meet the criteria of independence as prescribed under the Act and Listing Regulations and comply with the Code for Independent Directors as specified under Schedule IV of the Act.

The Directors have also confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

In terms of Section 150 of the Act read with Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have confirmed that they have registered themselves with the databank maintained by the Indian Institute of Corporate Affairs.

### Annual Return

In terms of provisions of section 92(3), 134(3)(a) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return in Form MGT-7 for the FY 2024-25 is placed on the website of the Company and can be accessed at [www.ecoreco.com](http://www.ecoreco.com).

## G AUDIT REPORT AND AUDITORS

### Audit Reports:

The Statutory Auditors have issued unmodified opinion on the financial statements of the Company for the year ended March 31, 2025.

- The Statutory Auditors' Report for FY 2024-25 does not contain any qualification, reservation or adverse remarks which calls for any explanation from the Board of Directors. The Auditors' report is enclosed with the financial statements in the annual report.
- The Secretarial Auditors' Report for FY 2024-25 does not contain any qualification, reservation or adverse remark. The Report in Form MR-3 is enclosed as Annexure II to the Directors' Report.

### Auditors' Certificates:

- As per the Listing Regulations, the auditors' certificate on corporate governance is enclosed as an Annexure to the Corporate Governance Report forming part of the Annual Report. The Certificate does not contain any other qualification, reservation, or adverse remark except as mentioned in the report.

- A certificate from Company Secretary in Practice 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 forms part of the Corporate Governance Report.

#### Auditors:

##### Statutory Auditors

- M/s DMKH & Co., Chartered Accountants (ICAI Registration No.: 116886W), were appointed as the Statutory Auditors of the Company in the 30th AGM of the Company to hold office for a period of five (5) years till the conclusion of 35th AGM.
- M/s RMR & Co., Chartered Accountants (ICAI Registration No.: 106467W) tendered their resignation due to their pre-occupancy with effect from August 12, 2024.
- The Auditors have confirmed that they are not disqualified from being re-appointed as Statutory Auditors of the Company.
- The report of the Statutory Auditors along with notes to financial statements is enclosed to this Report. The Notes on financial statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments.
- The auditors have also furnished a declaration confirming their independence as well as their arm's length relationship with the Company. The Audit Committee reviews the independence and objectivity of the auditors and the effectiveness of the audit process.
- The Statutory Auditors were present at the last AGM of the Company.

##### Secretarial Auditors

- CS Neha Poddar, Practicing Company Secretary had been appointed by the Board to conduct the secretarial audit of the Company for FY 2024-25.
- The Company had received a certificate confirming the eligibility and consent to act as the Auditor.
- The Secretarial Audit Report for FY 2024-25 forms part of this report and confirms that the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines and that there were no deviations or non-compliances.

- Pursuant to SEBI circular no. CIR/CFD/CMO1/27/2019 dated February 8, 2019, the Company has also undertaken an audit for all applicable compliances as per the Listing Regulations and circular guidelines issued thereunder. The Annual Secretarial Compliance Report for FY 2024-25 has also been submitted to the Stock Exchanges.
- The Secretarial Auditors were also present at the last AGM of the Company.

##### Internal Auditors

- M/s L J Kothari & Co, Chartered Accountants, had been appointed as the Internal Auditors of the Company for FY 2024-25 to conduct the internal Audit on the basis of detailed Internal Audit Plan.
- The Company has an in-house team to manage the Group's internal audit activity and that functionally reports to the Audit Committee.

##### Reporting of Fraud by Auditors

During the reporting year, under Section 143(12) of Act, none of the Auditors of the Company have reported to the Audit Committee of the Board any instances of fraud by the Company or material fraud on the Company by its officers or employees.

## H OTHER MATERIAL DISCLOSURES

##### Qualified Institutional Placement

During the year under review, the Company obtained approval from its shareholders through a special resolution passed on January 22, 2025 through Postal Ballot to raise funds through a Qualified Institutional Placement (QIP) in accordance with applicable laws and regulations.

The QIP process is currently ongoing, and as of the date of this report, no funds have been raised. The Company will proceed with the issuance at an appropriate time, depending on market conditions and business requirements.

This initiative reflects the Company's proactive approach to strengthening its financial position and supporting future strategic growth initiatives.

##### Share Capital

##### Authorised Share Capital

As on March 31, 2025, the authorised share capital of the Company was Rs. 30,00,00,000/- comprising of 3,00,00,000 Equity Shares of Rs. 10/- each.



### **Paid-up Share Capital**

As on March 31, 2025, the paid-up share capital of the Company was Rs. 19,29,67,500/- comprising of 1,92,96,750 Equity Shares of Rs. 10/- each.

There was no change in the capital structure of the Company during the period under review.

### **Transfer to Reserves**

The Company proposes Nil transfer to General Reserves out of its total profit of Rs. 23 Crore for the financial year.

### **Dividend**

In line with the principles of financial prudence and capital conservation, the Board has decided not to recommend any dividend for the financial year 2024-25. The Company remains focused on strengthening its operational and financial position in the forthcoming period.

### **Holding Company**

Ecoreco Ventures Private Limited, continues to be the Holding Company pursuant to Section 2(87) of the Companies Act, 2013 and is, inter alia, engaged in the business of developing real estate and properties. The shareholding of Ecoreco Ventures Private Limited in Eco Recycling Ltd as on March 31, 2025 was 52.19% [i.e., 1,00,70,814 (One Crore Seventy Thousand Eight Hundred Fourteen only) Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only) each] of the Paid-up Equity Shares Capital of your Company and there was no change in this position during the Financial Year 2024-25.

### **Subsidiaries**

As on March 31, 2024, the Company has 2 (Two) Subsidiaries viz;

- Ecoreco Enviro Education Private Limited  
(a wholly owned subsidiary of the Company).
- Ecoreco Park Private Limited  
(a subsidiary w.e.f. January 12, 2023).

During the year under review, ELV Recycling Private Limited ceased to be the Associate of the Company.

### **Related Party Transactions**

Your Company has in place a policy on materiality of related party transactions and on dealing with related party transactions ('RPT Policy') in line with the provisions of the Act and Listing regulations. The Policy may be accessed at [www.ecoreco.com](http://www.ecoreco.com).

The Policy sets out the philosophy and processes to be followed for approval and review of transactions with

Related Party and intends to ensure that proper reporting, approval and disclosure processes are in place for all the transactions with Related Parties.

All related party transactions entered during the year were in ordinary course of the business and at arm's length basis and were in compliance with the provisions of the Act and Listing Regulations.

The Company has not entered into Material Related Party Transactions as per the provisions of the Act and a confirmation to this effect is annexed in Form AOC-2 as Annexure II, which forms part of this Annual Report.

### **Particulars of Loans, Guarantee or Investments**

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient, are provided in the Standalone Financial Statement. (Please refer to Notes to the Standalone Financial Statements forming part of this Annual Report).

### **Public Deposit**

The Company has not accepted any deposits falling under the ambit of section 73 of the Act and the Rules framed thereunder during the year review.

### **Material changes affecting the Financial Position of the Company**

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

### **Change in nature of Business of Company**

There is no change in the nature of business of the Company during the year under review.

### **Failure to Implement any Corporate Action**

There were no instances where the Company failed to implement any corporate action within the specified time limit.

## **I GENERAL DISCLOSURES**

- (a) There was no issue of equity shares with differential rights as to dividend, voting or otherwise.

- (b) There was no issue of shares to employees of the Company under any Scheme.
- (c) There was no significant or material order passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operation in future.
- (d) There are no pending legal proceedings against the Company under Insolvency and Bankruptcy Code, 2016.
- (e) There were no instances of one-time settlement with any bank or financial institution during FY 2024-25.
- (f) There was no revision of financial statements and Board's Report of the Company during the year under review.

#### J DIRECTORS' RESPONSIBILITY STATEMENT

As stipulated in section 134 of the Act, the Directors subscribe to the "Directors' Responsibility Statement" and to the best of their knowledge and ability, hereby confirm that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures from the same;
- (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 the Company at the end of the financial year, i.e., March 31, 2024 and of the profit and loss of the Company for that period;
- (c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the Company's assets and for preventing and detecting fraud and other irregularities;
- (d) The annual accounts have been prepared on a going concern basis;
- (e) They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (f) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### K AWARDS AND RECOGNITION

The Company continues to be recognised for its commitment to excellence, sustainability, and responsible business

practices. These recognitions serve as a testament to our ongoing efforts in delivering value to our stakeholders and driving industry standards.

During the year under review, the Company was honoured with the 2024 HURUN Industry Achievement Award – Champion of Sustainable E-waste Management. This prestigious award, instituted by HURUN under its initiative "*Promoting Entrepreneurship Through Quality Lists and Research*," recognises the Company's continued commitment to sustainability and leadership in the e-waste management sector.

The award was conferred upon the Chairman & Managing Director, Shri B K Soni, in recognition of his pioneering contribution to establishing and promoting organised e-waste recycling in India.

The Board places on record its appreciation for this recognition and reaffirms its commitment to advancing sustainable and responsible business practices.

#### L ACKNOWLEDGMENT AND APPRECIATION

The Company's ability to operate efficiently and deliver sustained performance is driven by a strong culture of professionalism, integrity, innovation, and continuous improvement across all functions. This, combined with the effective utilisation of resources, has contributed to the Company's sustainable and profitable growth.

The Board of Directors places on record its sincere appreciation for the dedication, commitment, and contribution of every employee. Their efforts have been instrumental in achieving the Company's performance and upholding its core values.

The Directors also wish to thank all stakeholders, including shareholders, customers, business partners, suppliers, regulatory authorities, and financial institutions, for their continued support and trust in the Company.

The Board looks to the future with optimism and confidence, as Ecoreco continues on its path of responsible growth and value creation.

For and on behalf of the Board of Directors of  
Eco Recycling Limited

B K Soni

Chairman & Managing Director

DIN 01274250

Mumbai, August 26, 2025

## MANAGEMENT DISCUSSION & ANALYSIS

### Industry Overview

Electrical and electronic equipment (EEE) continues to expand its footprint in modern life, accelerating demand in IT, telecom, consumer durables, and medical equipment. This consumption surge, while fueling socio-economic progress, is also creating unprecedented volumes of electronic waste (e-waste).

According to Allied Market Research, the global e-waste management market is projected to reach USD 244.6 billion by 2032, growing at a CAGR of 15.7%. In India, the sector is projected to expand at an even faster pace of 25% CAGR, supported by the Production Linked Incentive (PLI) scheme, digitization, and telecom growth.

For organized recyclers, this trajectory represents not just an environmental responsibility but a multi-dimensional business opportunity spanning precious metal recovery, data destruction, IT asset disposition (ITAD), and extended producer responsibility (EPR) compliance services.

### Policy & Regulatory Environment

The Union Budget 2024-25 emphasized strategic resource securitization with the launch of the Critical Mineral Mission. Its provisions including customs duty exemptions on 25 critical minerals, domestic recycling support, and international acquisitions create a strong policy tailwind for companies engaged in precious metal and rare earth recovery.

Additionally, the E-Waste Management Rules 2022 mandate stricter EPR compliance, directly driving demand for scientific recycling solutions provided by players like Ecoreco.

### Financial Linkage:

- The Critical Mineral Mission aligns with Ecoreco's precious metal recovery facility, enabling new revenue streams from gold, silver, palladium, and rare earths extracted from PCBs and batteries.
- The strengthening of the EPR regime ensures recurring service revenue from brand owners, producers, and multinational corporations seeking compliance partners.

### Market Dynamics and Growth Drivers

#### Revenue Mix Expansion:

- ITAD & Data Destruction: High-margin service segment driven by ESG and cybersecurity mandates.
- Precious Metal Recovery: Expected to deliver double-digit growth as industrial demand for rare earths and precious metals rises.

- Battery Recycling: Lithium-ion recovery aligned with EV adoption trends, unlocking medium- to long-term growth.
- EPR Compliance & Reverse Logistics: Annuitized revenue through long-term contracts with OEMs and brands.

### Margin Impact:

- Precious metal recovery offers higher EBITDA margins compared to traditional recycling.
- ITAD and refurbishment activities provide steady margins with lower capital intensity.
- EPR compliance generates stable fee-based income, supporting operating leverage.

### Capital Investments (CapEx):

- During FY 2024-25, Ecoreco strategically invested in:
  - Capacity expansion for rare earth and precious metal recovery.
  - SmartER – Recycling on Wheels to deepen collection reach and secure feedstock.
  - Digital platforms (barcoding, traceability) for compliance and client transparency.

These investments strengthen the Company's asset base, enabling both topline growth and margin expansion in subsequent years.

### Company Performance & Positioning

Eco Recycling Ltd. (Ecoreco) remains the oldest and largest fully integrated e-waste recycler and ITAD provider in India, with:

- Certifications & Membership: R2v3, ISO, NAID, TERRA, MRAI.
- A wide service portfolio: IT asset disposal, data destruction, e-waste recycling, lithium-ion battery recycling, and EPR compliance.
- Partnerships with multinational corporations and government agencies for ESG-aligned solutions.

### FY 2024-25 Highlights

- Revenue growth supported by new client acquisitions under EPR contracts.
- Commissioning of precious metal recovery lines, aligned with Critical Mineral Mission.

- Expansion of SmartER mobile recycling fleet.
- Training and integration of informal sector workers via Ecoreco Enviro Education Pvt Ltd.

## Opportunities and Threats

### Opportunities:

- Precious metal and rare earth recovery to strengthen margin profile and contribute significantly to revenue.
- EPR enforcement ensures steady annuity revenues.
- Expansion into Li-ion battery recycling supports long-term growth.
- Access to green financing, impact investors, and carbon-credit monetization.

### Threats:

- Informal sector competition impacting collection efficiency.
- All categories of e-waste generators prefer to sell their e-waste to the informal sector for higher monetary value as against the recyclers for higher environmental compliances.

### OUTLOOK

Globally, only 17% of e-waste is currently recycled through formal channels, yet e-waste remains the fastest-growing solid waste stream. This structural gap ensures continued growth for formal recyclers.

For India, the confluence of policy support (Critical Mineral Mission, EPR 2022), ESG imperatives, and rising awareness will drive a formalization wave in the industry.

### Financial Outlook:

- Ecoreco anticipates rapid organic revenue growth over the next three years, supported by:
  - Scaling of precious metal recovery and rare earth metal recovery out of black mass facilities.
  - Increased demand for ITAD & cyber security-led data destruction services.
  - Long-term EPR contracts with global and domestic brands.
- EBITDA margins are expected to improve with higher contribution from precious metal recovery and fee-based compliance services.

Continued CapEx in FY 2025–26 will focus on lithium-ion battery recycling and advanced collection infrastructure.

## INDUSTRIAL RELATIONS

The industrial relations scenario continued to be largely positive across all the facilities. Long Term Wage and Bonus settlements were closed amicably for all the facilities. The sustained efforts towards building a transformational work culture resulted in zero production loss in the FY 2025 and helped create a collaborative, healthy and productive work environment.

Productive and employee centric practices, a focus on transparent communication of business goals, an effective concern resolution mechanism and a firm belief that employees are the most valuable assets of the Company, are the cornerstone of our Company's employee relations approach.

### Ecoreco Skill Excellence

Skill excellence is an internal platform that aims at industrial skill enhancement program for the shop floor associates.

### A Healthy Work Environment

Various awareness sessions on driving employees towards healthy and better lifestyle were touched upon by experts during the exclusive sessions for employees. Health and wellness always remained priority of the Company's philosophy.

The Company had a total of 55 permanent employees in its rolls as on March 31, 2025.

## INTERNAL CONTROL SYSTEMS

Your Company maintains adequate internal control systems commensurate with the nature of its business and size and complexity of its operations. These are regularly tested for their effectiveness by Statutory as well as Internal Auditors.

The framework is a combination of entry level controls, including enterprise risk management, legal compliance framework, internal audit and anti-fraud mechanisms such as ethics framework, code of conduct, whistle-blower policy, etc, process level controls, information technology-based controls, period end financial reporting and closing controls.

Further, the Internal Control Systems have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information. In the highly data privacy IT environment of the Company, validation of IT Security receives focused attention from IT specialists and Statutory Auditors.

The Internal Auditor reports administratively to the Chairman of the Board and functionally to the Audit Committee. The Internal Audit function develops an audit plan for the Company, which covers, inter alia, corporate, core business operations, as well as support functions. The Audit Committee reviews the annual internal audit plan. Significant audit observations are presented to the Audit Committee, together with the status of the management actions and the progress of the implementation of the recommendations.

The Audit Committee reviews the adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations. During the year, the

Company has taken steps to review and document the adequacy and operating effectiveness of internal controls. Nonetheless, your Company recognizes that any internal control framework, no matter how well designed, has inherent limitations and accordingly, regular audits and

review processes ensure that such systems are reinforced on an ongoing basis.

Your Company's Management has carried out the evaluation of design and operative effectiveness of these controls and noted no significant deficiencies/material weaknesses that might impact financial statements as at the Balance Sheet date.

## DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

### Overview

The financial statements have been prepared in accordance with Ind AS as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 ("Act") and other relevant provisions of the Act.

The Group's consolidated financial statements have been prepared in compliance with Ind AS 110 on Consolidation of Accounts and presented in a separate section.

## FINANCIAL PERFORMANCE – STANDALONE

### Property, Plant and Equipment and Intangible Assets

As at March 31, 2025, the Property, Plant and Equipment and Intangible Assets stood at Rs. 5,883 lakhs as compared to Rs. 3,934 lakhs as at March 31, 2024.

### Trade Receivables

Trade receivables are Rs. 762 lakhs as at March 31, 2025 as compared to Rs. 445 lakhs as at March 31, 2024. As a percentage of revenue from sales of scraps and services, trade receivables are higher at 17% as at March 31, 2025, as compared to 16% for the previous year mainly on account of higher volume.

## Results of Operations

### Income

Particulars	FY 2025		FY 2024		Change
	Amount	% of revenue from operations	Amount	% of revenue from operations	%
Sale of Finished Goods	2,547	58	2,129	76	20
Sale of Services	238	5	263	9	(10)
Other Operating revenue	1,609	37	409	15	294
<b>Income from Operations</b>	<b>4,394</b>	<b>100</b>	<b>2801</b>	<b>100</b>	<b>57</b>
Other income	259	6	461	16	(44)

(₹ in lakhs)



## Other Income

During the year ended March 31, 2025 at Rs. 260 lakhs is higher than Rs. 461 lakhs earned in previous year mainly on account of proceedings from sale of current investment in the current year as compared to previous year.

The total expenditure during the year as a percentage of revenue is 33.32% as compared to 46.52% in the previous year. The reduction is a reflection of the cost management initiative undertaken by the Company.

## Expenditure

Particulars	FY 2025		FY 2024		(₹ in lakhs)
	Amount	% of revenue from operations	Amount	% of revenue from operations	Change
Material cost	694	16	461	16	51
Employee benefit expenses	382	9	325	12	18
Finance cost	65	1	70	2	(8)
Depreciation, amortization and impairment cost	100	2	80	3	26
Other expenses	255	6	252	9	1
<b>Total expenses</b>	<b>1,465</b>	<b>33</b>	<b>1,303</b>	<b>47</b>	<b>13</b>

### Material Cost

Material cost as a percentage of revenue has decreased from 16.46% in the previous year to 15.79% in current year mainly on account of elevated levels of input costs and supply side challenges witnessed during FY 2025.

### Employee Benefit Expenses

The personnel cost as a percentage of revenue from operations has decreased from 11.60% in the previous year to 8.69% in the current year mainly due to the higher revenue base in the current year.

### Other Expenses

Other expenses as a percentage of revenue from operations have decreased from 8.99% in the previous year to 5.80% in the current year mainly on account of stringent cost control measures adopted by the Company coupled with higher revenue base in the current year.

### Depreciation, Amortisation and Impairment Expense

Depreciation, amortisation and impairment as a percentage of revenue from Operations have decreased from 2.85% in the previous year to 2.28% in the current year mainly due to higher revenue base in the current year.

### Finance Cost

The interest expense as a percentage of revenue has increased from 2.48% in the previous year to 1.47% in the current year mainly on account of lease agreement borrowings in the current year.

### Tax Expense

The provision for current tax and deferred tax for the year ended March 31, 2025, as a percentage to profit before tax (before exceptional items) is higher than the previous year mainly on account of higher revenue base in FY 2024-25 as compared to FY 2023-24.

## CONSOLIDATED FINANCIAL POSITION

As on March 31, 2025, for the purpose of consolidation as per Ind AS, the group comprised of the flagship holding company Eco Recycling Limited and 2 subsidiaries.

The Consolidated Revenue from operations is Rs. 4,396 lakhs in the current year as compared to Rs. 2,801 lakhs in the previous year, registering an increase of 56.92%.

The consolidated profit before exceptional items, share of profit of associates and joint ventures and tax for the year is Rs. 3,167 lakhs as against Rs. 2,220 lakhs in the previous year,

registering an increase of 42.61%. The consolidated profit after tax after non-controlling interests and exceptional items for the year is Rs. 2,295 lakhs as against profit of Rs. 1,950 lakhs in the previous year.

**Ecoreco Enviro Education Private Limited**, a wholly owned subsidiary in the business of imparting environment preservation and protection related education and skill Development training, registered an operating revenue of Rs. 19 lakhs as compared to Rs. 20 lakhs in the previous year, registering an decrease of 1.14%. The profit after tax after non-controlling interests for the year is Rs. 23.74 lakhs as compared to Rs. 21.45 lakhs in the previous year, registering an increase of 10.71%.

**Ecoreco Park Private Limited**, a subsidiary in the investment business, reported an operating revenue of Rs. (31) lakhs as compared to Rs. 262 lakhs in the previous year. The loss after tax after non-controlling interests for the year is Rs. 19.56 lakhs as compared to a loss Rs. 181 lakhs in the previous year.

#### DISCLAIMER

Certain statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable laws and regulations



## FORM NO. AOC-1

Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

### Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

#### Part A: Subsidiaries

(₹ in lakhs)

Particulars	Details	
Name of the Subsidiary	Ecoreco Enviro Education Pvt Ltd	Ecoreco Park Pvt Ltd
Reporting period	March 31, 2025	March 31, 2025
Reporting currency	Indian Rupee	Indian Rupee
Share capital	8,500	23,000
Reserves & surplus	(6,301)	14,263
Total Assets	7,617	76,789
Total Liabilities (Excl. Share capital & Reserves)	5,404	34,631
Net Assets	2,213	42,158
Investments	Nil	71,662
Turnover	1,935	Nil
Other Income	554	(3,111)
Total Revenue	2,489	(3,111)
Profit/(Loss) before taxation	2,360	(4,795)
Provision for taxation	(14)	(2,839)
Profit/(Loss) after taxation	2,374	(1,956)
Proposed dividend	Nil	Nil
% of shareholding	99.99	78.26

1. Names of the subsidiaries which are yet to commence operations - None

2. Names of the subsidiaries which have been liquidated or sold during the year - None

## Annexure II

### RELATED PARTY TRANSACTIONS

#### FORM NO. AOC-2

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

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

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

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2025, which were not at arm's length basis.

**2. Details of material contracts or arrangement or transactions at arm's length basis:**

There were no material contracts or arrangements or transactions for the year ended March 31, 2025 as per the provisions of the Companies Act, 2013. Thus, this disclosure is not applicable.

For and on behalf of the Board of Directors of  
Eco Recycling Limited

**B K Soni**  
 Chairman & Managing Director  
 DIN 01274250  
 Mumbai, August 26, 2025



## Annexure III

### DETAILS OF REMUNERATION

Details pertaining to remuneration as required under section 197(12) read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The remuneration of each Director, Chief Financial Officer and Company Secretary, percentage increase in their remuneration during the Financial Year 2024-25 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company are as under:

(₹ in lakhs)

Name of the Director/ KMP and Designation	Remuneration of Director/ KMP for the FY 2025 (₹)	% increase in Remuneration in the FY 2025	Ratio of Remuneration of each Director / to median remuneration of employees
<b>Mr. B K Soni</b> CMD	72,00,000	Nil	29.70
<b>Mrs. Aruna Soni</b> Executive Director	42,00,000	Nil	17.00
<b>Mr. Shashank Soni</b> Executive Director & CFO	60,00,000	Nil	24.75

Note: Except for Executive Directors and Key Managerial Personnel i.e., Managing Director, Chief Financial officer and Company Secretary, no other Directors received any remuneration from the Company other than sitting fees for attending Board Meetings and Committees Meetings.

2. The median remuneration of employees of the Company during the financial year was Rs. 2,42,400/- and the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year is provided in the above table.
3. The percentage increase in the median remuneration of employees in the financial year: 3.59%
4. There were 55 permanent employees on the pay rolls of the Company as on March 31, 2025.
5. Average percentage increase in the salaries of employees other than the managerial personnel in financial year was 2.64%.
6. It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration Policy for Directors and Key Managerial Personnel.



## Annexure IV

### Annexure to the Report of Board of Directors Annual Report on Corporate Social Responsibility (CSR) Activities for FY 2024-25 [Pursuant to the Companies (Corporate Social Responsibility) Rules, 2014]

#### 1. Brief Outline on CSR Policy of the Company

##### A. Policy Objective

Eco Recycling Limited ("Ecoreco" or "Company") is committed to conduct its business in a socially responsible, ethical and environment friendly manner and to continuously work towards environment preservation by preventing the hazardous effects of improper electronic waste, environment and climate awareness, self-employability and improving quality of life of the communities in and around its operational areas. The Policy provides guidance in achieving the above objective and ensures that the Company operates on a consistent and compliant manner.

##### B. Ecoreco CSR Philosophy

Ecoreco is committed to protecting the environment and conserving natural resources, ensuring the highest quality of air, water, and soil.

##### CSR Vision

Our Compass, which is our sustainable business strategy, was set out to help us deliver superior performance, drive sustainable and responsible growth. It lays the pathway for us to realize our vision of being the leader in sustainable business.

We believe, that

- We can positively impact and contribute to the realization of integrated and inclusive development of the country;

- Sustainable development of our businesses is dependent on sustainable, long lasting and mutually beneficial relationship with our stakeholders, especially the communities we work with;
- Partnership with government, corporates and community institutions, offer a strong multiplier for complementing efforts, resources and building sustainable solutions;
- Our employees have the potential to contribute not just to our business, but also towards building strong communities.

##### C. Thematic Focus Area

Our program focuses on environmental preservation alleviation programs, dedicated approach to community development in the areas of e-waste management, skill development, education, social advancement and ensuring environmental sustainability.

Our CSR is not limited to philanthropy, but encompasses holistic community development, institution-building and sustainability-related initiatives.

The CSR activities are aligned to the specified activities in Schedule VII of the Companies Act, 2013 ("the Act"). The above may be modified from time to time, as per recommendations of the CSR Committee of the Company.

#### 2. Composition of CSR Committee:

Name of the Members	Category of Directorship	No. of meetings held during the year	No. of meetings attended during the year
Mr. Dattatrara D Devale	Chairman, Independent Director	1	1
Mr. B K Soni	Member, Executive Director	1	1
Mr. Giriraj S Bhattar	Member, Independent Director	1	1

**3. The web-link where composition of CSR Committee, CSR Policy and CSR Projects approved by Board are disclosed on the website of the Company:**

The web-link is as follows: <https://www.ecoreco.com/investors-overview/>

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

5.	(a) Average net profit of the Company as per Section 135(5) (Rs. in lakhs)	<b>953</b>
	(b) Two percent of average net profit of the Company as per Section 135(5) (Rs. in lakhs)	<b>19.07</b>
	(c) Surplus arising out of the CSR projects or programs or activities of the previous financial years	<b>Nil</b>
	(d) Amount required to be set off for the financial year, if any (Rs. in lakhs)	<b>15</b>
	(e) Total CSR obligation for the financial year (5b+5c-5d) (Rs. in lakhs)	<b>19.07</b>
6.	(a) Amount spent on CSR projects (both ongoing projects and other than ongoing projects) (Rs. in lakhs)	<b>19.07</b>
	(b) Amount spent in Administrative Overheads (Rs. in lakhs)	<b>Nil</b>
	(c) Amount spent on Impact Assessment, if applicable (Rs. in lakhs)	<b>Nil</b>
	(d) Total amount spent for the financial year (6a+6b+6c) (Rs. in lakhs)	<b>19.07</b>
	(e) CSR amount spent or unspent for the financial year:	

Total Amount Spent for the financial year (Rs. in lakhs)	Amount unspent (Rs. In lakhs)				
	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
19.07	NA	NA	NA	NA	NA

(f) Excess amount for set off, if any (Rs. in lakhs):

Sl. No.	Particulars	Amount (Rs. in lakhs)
(i)	Two percent of average net profit of the Company as per Section 135(5)	19.07
(ii)	Total amount spent for the financial year	19.07
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programs 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 CSR amount for the preceding three financial years:** Nil

**8. Whether any capital assets have been created or acquired through CSR amount spent in the financial year:** No

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

On behalf of the CSR Committee

**Dattatraya Devale**  
 Independent Director  
 Chairman, CSR Committee

## Annexure V

### Form No. MR-3 SECRETARIAL AUDIT REPORT

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**

[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 of  
**Eco Recycling Limited**

CIN NO: L74120MH1994PLC079971  
422, 4th Floor, The Summit Business Bay  
Near WEH Metro Station, Andheri Kurla Road Andheri (E)  
Mumbai – 400093, Maharashtra

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Eco Recycling Limited** (CIN: L74120MH1994PLC079971) (herein after referred as "the Company") for financial year 2024-25. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2025** ("Audit Period") 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:

I have examined, the Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the Company and produced before me for the financial year ended March 31, 2025, as per the provisions of:

- i. The Companies Act, 2013 ("the Act") and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 and the rules made there under;

- iii. The Depositories Act, 1996 and the regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable to the Company during the Audit Period)
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI ACT") during the Audit Period.
  - a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 along with 2018 amendments;
  - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not Applicable for the aforesaid period
  - e) The Securities and Exchange Board of India (Share Based Employees Benefits) Regulations, 2014;

- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable for the period
- g) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; Not Applicable for the period
- h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; Not Applicable for the aforesaid period
- j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- k) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not Applicable for the period
- l. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
- m. Other Laws applicable to the Company as per the representations made by the Company.

**I have also examined compliance with the applicable clauses of the following:**

- a. The Secretarial Standards issued by The Institute of Company Secretaries of India: The Secretarial Standards issued and notified by the Institute of Company Secretaries of India are applicable for the financial year under review.
- b. The Listing Agreements entered into by the Company with Stock Exchange(s): BSE Limited.

During the financial year under report, the Company has complied with the provision of the Companies Act, 2013 and the Rules, Regulations, Guidelines, Standards, etc., mention above.

I have relied on the information and representation made by the Company and its Officers for the systems and mechanism formed by the Company for compliances under other applicable Acts, Laws, Regulations to the Company.

**I further report that:**

- a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- b. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting

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

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

This report is to be read with my letter of even date which is annexed as Annexure – 1 and forms an integral part of this report.

**NEHA PODDAR**  
**(Practicing Company Secretary)**  
 Firm Registration No: P2015MH069000  
**ACS – 33026 / CP – 12190**  
**UDIN NO:- A033026G001085451**  
**Peer Review No:- 2389/2022**

**Place:** Kolkata  
**Dated:** 26.08.2025

## Annexure 1

**Dear Members of  
Eco Recycling Limited**

CIN NO: L74120MH1994PLC079971

422, 4th Floor, The Summit Business Bay

Near WEH Metro Station, Andheri Kurla Road Andheri (E)

Chakala Midc, Mumbai – 400093, Maharashtra

My 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. My responsibility is to express an opinion on these Secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness appropriateness of financial records and books of accounts of the Company.
4. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
5. The Secretarial audit report is neither an assurance as to the future viability of the Company nor of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
6. I have relied upon the information provided by the Management with respect to related party transactions for its compliances.

**NEHA PODDAR**

**(Practicing Company Secretary)**

Firm Registration No: P2015MH069000

**ACS – 33026 / CP – 12190**

**UDIN NO:- A033026G001085451**

**Peer Review No:- 2389/2022**

**Place:** Kolkata

**Dated:** 26.08.2025





## REPORT ON CORPORATE GOVERNANCE

### Company's Philosophy on Corporate Governance

The Company's philosophy on Corporate Governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operation, and all its interactions with the stakeholders including shareholders, employees, customers, government and suppliers.

Your Company is in compliance with the requirements on Corporate Governance as they stood during FY 2024-25.

A report on the compliances of Corporate Governance requirements under the Listing Regulations and the practices/ procedures followed by your Company for the financial year ended March 31, 2025 is detailed below:

### Board of Directors and its Committees:

#### 1. Composition and Category of Directors / Attendance of Meetings / Directorships and Committee Memberships in other companies as on March 31, 2025

Your Company has the combination of Executive and Non-Executive Directors in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The present strength of the Board of Directors is a mix of 3 (three) Executive Directors including a Woman Director and 3 (three) Non-Executive Independent Directors.

The Chairman of the Board is an Executive Promoter Director.

As per the declarations received by the Company from each of the Directors, none of them are disqualified under Section 164(2) of the Companies Act, 2013 ('the Act').

The Independent Directors of the Company are in compliance with the provisions of Regulation 16(1)(b) of the Listing Regulations. Further, disclosures have been made by the Directors regarding their Chairmanships/ Memberships of the mandatory Committees of the Board and that the same are within the maximum permissible limit as stipulated under Regulation 26(1) of the Listing Regulations.

The Composition of Board of Directors as on March 31, 2025 and other relevant details is as follows:

S. N.	Name and Designation (DIN)	Status/ Category	Attendance in 2024-25		No. of Directorship in other companies		Committee membership and Chairmanship in other public companies		Shareholding in the Company
			Board Meetings (5 meetings held)	AGM	Private	Public	Chairmanship	Membership	
1	Mr. B K Soni Chairman and Managing Director (DIN 01274250)	Executive Promoter Director	4	Yes	5	-	-	1	2,683,216
2	Mrs. Aruna Soni Director (DIN 01502649)	Executive Promoter Director	5	Yes	5	-	-	1	1,163,200
3	Mr. Shashank Soni Director (Din 06572759)	Executive Promoter Director	5	Yes	7	-	-	-	Nil

S. N.	Name and Designation (DIN)	Status/ Category	Attendance in 2024-25		No. of Directorship in other companies		Committee membership and Chairmanship in other public companies		Shareholding in the Company
			Board Meetings (5 meetings held)	AGM	Private	Public	Chairmanship	Membership	
4	Mr. Srikrishna Bhamidipati Director (DIN 02083384)	Non-Executive Independent Director	5	Yes	2	1	3	-	Nil
5	Mr. Dattatraya Devale Director (DIN 07186290)	Non-Executive Independent Director	4	Yes	1	-	1	3	Nil
6	Mr. Giriraj Bhattar Director (DIN 09067018)	Non-Executive Independent Director	5	Yes	-	-	-	4	Nil

#### Relationship between the Directors inter-se

Mrs. Aruna Soni is wife of Mr. B K Soni

Mr. Shashank Soni is son of Mr. B K Soni

#### The names of the listed entities where the person is a Director and the category of Directorship

S. N.	Name and Designation	Indian Listed Companies	
		Name of the Company	Category of Directorship
1	Mr. Srikrishna Bhamidipati	Avance Technologies Limited	Chairman & Managing Director

## 2. Board & Independent Directors' Meeting

### Board Meeting

The Board meets at regular intervals to discuss and decide on Company's business policies and forward strategies apart from other regular business matters. Board Meetings are usually held at the Registered Office of the Company at Mumbai. During the financial year ended on March 31, 2025, five (5) meetings of the Board of Directors were held on May 14, 2024, August 12, 2024, November 12, 2024, December 23, 2024 and February 6, 2025. Maximum time gap between two consecutive meetings had not exceeded 120 days.

The agenda and notes are circulated to the Directors in advance. All material information is included in the agenda for facilitating meaningful discussions at the meeting. In case of urgent necessity, resolutions are passed by circulation in accordance with the provisions of the Act. Senior Management Personnel make presentations to the Board. The Board is updated on the discussions held at the Committee meetings and the recommendations made by various Committees.

The information as required under Regulation 17(7) of the Listing Regulations is made available periodically to the Board. The Board periodically reviews the compliance status of the Company.

### Independent Director Meeting

During the year under review, the Independent Directors met on February 26, 2025, inter alia, to:

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

All the Independent Directors were present at this

meeting. The observations made by the Independent Directors have been adopted and put into force.

#### **Familiarization Programme for Independent Directors**

Whenever any person joins the Board of the Company as an Independent Director, an induction program is arranged for him / her wherein he / she is familiarized with the Company, their roles, rights and responsibilities in the Company, the code of conduct to be adhered, nature of the industry in which the Company operates, business model of the Company, meeting with the senior management team members, etc.

The detail of such familiarization program can be accessed on the Company's website at <https://www.ecoreco.com/>.

#### **Board Committees**

The Board Committees play a vital role in strengthening the Corporate Governance practices and focus effectively on the issues and ensure expedient resolution of the diverse matters. The Committees also make specific recommendations to the Board on various matters when required. All observations, recommendations and decisions of the Committees are placed before the Board for information or for approval. The Board of Directors has, from time to time, constituted the following Committees, namely:

#### **Audit Committee**

The Company has constituted Audit Committee in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **Role of the Audit Committee, inter-alia, includes the following**

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending the appointment, remuneration and terms of appointment of Statutory Auditors including internal auditors of the Company
3. Reviewing with the Management, the Annual Financial Statements and Auditors report thereon before submission to the Board for approval, with particular reference to:
  - i. Matters required to be included in the Directors' Responsibility Statement to be included in the

Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Act;

- ii. Major accounting entries involving estimates based on the exercise of judgment by the management;
  - iii. Significant adjustments made in financial statements arising out of audit findings;
  - iv. Compliance with listing and other legal requirements relating to financial statements;
  - v. Disclosure of any related party transactions; and
  - vi. Modified opinions in draft audit report.
4. Reviewing, with the Management, the Quarterly Financial Statements before submission to the Board for approval.
  5. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process.
  6. Approval or any subsequent modification of transactions of the Company with related parties.
  7. Scrutiny of inter-corporate loans and investments.
  8. Evaluation of internal financial controls and risk management systems.
  9. Reviewing, with the Management, the performance of statutory auditors and internal auditors, adequacy of internal control systems formulating the scope, functioning, periodicity and methodology for conducting the internal audit.
  10. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
  11. Discussion with internal auditors of any significant findings and follow-up thereon.
  12. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.

13. To review the functioning of the Whistle Blower mechanism.
14. Approval of appointment of the CFO (i.e., the whole time Finance Director or any other person heading the finance function or discharging that function) after assessing qualifications, experience and background, etc. of the candidate.
15. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
16. Reviewing the following information:
  - i. The Management Discussion and Analysis of financial condition and results of operations;
  - ii. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
  - iii. Management letters/letters of internal control weaknesses issued by the statutory auditors;
- iv. Internal audit reports relating to internal control weaknesses; and
- v. Reviewing the appointment, removal and terms of remuneration of the Chief internal auditor / internal auditor(s).

#### **Powers of the Audit Committee**

- a. To investigate any activity within its terms of reference
- b. To seek information from any employee
- c. To obtain outside legal or other professional advice
- d. To secure attendance of outsiders with relevant expertise, if it considers necessary

#### **Recommendations by the Audit Committee**

All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors.

**The Composition of the Audit Committee and the details of meetings attended by the Directors during FY 2024-25, are given below:**

S. N.	Name of the Directors	Status	Category	Meetings Held	Meetings Attended
1	Mr. Srikrishna Bhamidipati	Chairman	Independent Director	5	5
2	Mr. Dattatraya Devale	Member	Independent Director	5	4
3	Mr. Giriraj Bhattar	Member	Independent Director	5	5

The Company Secretary acts as Secretary to the Audit Committee. During the year under review, the Audit Committee met four times on May 14, 2024, August 12, 2024, November 12, 2024, December 23, 2024 and February 6, 2025.

Audit Committee Meetings are attended by the Chief Financial Officer, Statutory Auditor and Internal Auditors, Managing Director / other Members of the Board Senior Employees of the Company/ other persons are invited to the Meetings as and when required.

#### **Nomination and Remuneration Committee**

The Company has constituted Nomination and Remuneration Committee in line with the provisions of Section 178 of the Act, read with Regulation 19 of the Listing Regulations.

#### **Terms of Reference of the Committee, inter alia, includes the following:**

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal.
2. To carry out evaluation of every Director's performance.
3. To formulate the criteria for determining qualifications, positive attributes and independence of a director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.

4. To formulate the criteria for evaluation of Independent Directors and the Board.
5. To decide whether to extend or continue the term of appointment of Independent Director, on the basis of the report of performance evaluation of Independent Directors.
6. To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
7. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

**The Composition of the Nomination and Remuneration Committee and the details of meetings attended by the Directors during the FY 2024-25 are given below:**

S. N.	Name of the Directors	Status	Category	Meetings Held	Meetings Attended
1	Mr. Srikrishna Bhamidipati	Chairman	Independent Director	2	2
2	Mr. Dattatraya Devale	Member	Independent Director	2	2
3	Mr. Giriraj Bhattar	Member	Independent Director	2	2

During the year under review, the Nomination and Remuneration Committee met two times on May 14, 2024 and August 6, 2024 .

#### **Appointment and Nomination and Remuneration Policy for Directors and Key Managerial Personnel**

The Nomination and Remuneration Committee has adopted a policy which, inter alia, deals with the manner of selection of Board of Directors, Managing Director/Executive Director, other Key Managerial Personnel and their remuneration. The Nomination and Remuneration Policy can be accessed on the Company's website at [www.ecoreco.com](http://www.ecoreco.com).

#### **Performance Evaluation Criteria for Independent Directors (IDs)**

The performance evaluation criteria for IDs are determined by the Nomination & Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by the director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behavior and judgement.

#### **Stakeholders' Relationship Committee**

The Company has constituted Stakeholders' Relationship Committee in compliance with the provisions of Section 178 of the Act, read with Regulation 20 of the Listing Regulations, for redressal of Shareholders' grievances like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividend etc.

#### **Role of the Stakeholders' Relationship Committee, inter alia, includes the following:**

1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/ statutory notices by the shareholders of the company.



**The Composition of the Stakeholders' Relationship Committee and the details of meetings attended by the Directors during the FY 2024-25 are given below:**

S. N.	Name of the Directors	Status	Category	Meetings Held	Meetings Attended
1	Mr. Srikrishna Bhamidipati	Chairperson	Independent Director	1	1
2	Mr. Dattatraya Devale	Member	Independent Director	1	1
3	Mrs. Aruna Soni	Member	Executive Director	1	1

During the year under review, the Stakeholders' Relationship Committee met once on August 12, 2024.

**Report on number of shareholder complaints received and resolved by the Company during the year ended March 31, 2025**

No. of complaints pending as on April 1, 2024	Nil
No. of complaints identified and reported during the FY 2024-25	One
No. of complaints disposed of during the FY 2024-25	One
No. of pending complaints as on March 31, 2025	Nil

#### **Corporate Social Responsibility Committee**

The purpose and the role of Corporate Social Responsibility Committee of the Company is to:

1. formulate and recommend to the Board a CSR Policy indicating the activities to be undertaken by the Company.
2. recommend the amount of expenditure to be incurred on the activities.
3. recommend an action plan which shall include list of CSR projects or programs that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act, the manner of execution of such projects or programs as specified in sub-rule (1) of rule 4 of The Companies (Corporate Social Responsibility Policy) Rules, 2014, the modalities of utilisation of funds and implementation schedules for the projects or programs, monitoring and reporting mechanism for the projects or programs, and details of need and impact assessment, if any, for the projects undertaken by the Company.
4. monitor the CSR Policy of the Company from time to time.
5. monitor the CSR Activities of the Company from time to time

The Committee also encourages the employees to voluntarily participate in the CSR initiatives undertaken by the Company.

The CSR Policy can be accessed on the Company's website at [www.ecoreco.com](http://www.ecoreco.com).

**The Composition of the Corporate Social Responsibility Committee and the details of meetings attended by the Directors during the FY 2024-25 are given below:**

S. N.	Name of the Directors	Status	Category	Meetings Held	Meetings Attended
1	Mr. Dattatraya Devale	Chairman	Independent Director	1	1
2	Mr. Giriraj Bhattar	Member	Independent Director	1	1
3	Mr. Brijkishor Kishangopal Soni	Member	Executive Director	1	1

During the year under review, the Corporate Social Responsibility Committee met 1 (one) time on October 30, 2024. All the members were present in the Meeting.

### 3. Directors' Appointment, Tenure and Remuneration

The Board of Directors through Circular Resolution had approved and recommended to the shareholders of the Company re-appointment of Mr. Srikrishna Bhamidipati (DIN 02083384), Independent Director for a second term of five (5) consecutive years w.e.f. July 13, 2024 upto July 12, 2029 (both days inclusive). The same was also recommended by the Nomination and Remuneration Committee of the Company in their Meeting held on May 14, 2024. The shareholders of the Company passed the said resolution of re-appointment on September 10, 2024.

The remuneration paid for the financial year ended March 31, 2025 to Mr. Brijkishor Kishangopal Soni, Managing Director, Mrs. Aruna Soni, Whole-time Director and Mr. Shashank Soni, Whole-time Director of the Company are in accordance with the terms and conditions of their appointment.

In terms of Section 152 read with Section 149(13) of the Act, Mr. Brijkishor Soni is liable to retire by rotation. The said Director has offered himself for reappointment. The resolution for the reappointment of Mr. Brijkishor Soni is incorporated in the Notice of the ensuing Annual General Meeting. The brief profile and other information as required under Regulation 36(3) of the Listing Regulations relating to Mr. Brijkishor Soni forms part of the Notice of the Annual General Meeting.

**Details of remuneration / sitting fees paid to Executive and Non-Executive Directors for the year ended March 31, 2025 is as follows:**

S. N.	Name	Salary (In Rs.)	Perquisites & allowances	Performance linked incentive	Sitting fees	Total
1	Mr. B K Soni	72,00,000	-	-	-	72,00,000
2	Mrs. Aruna Soni	42,00,000	-	-	-	42,00,000
3	Mr. Shashank Soni	60,00,000	-	-	-	60,00,000
4	Mr. Srikrishna Bhamidipati	-	-	-	75,000	75,000
5	Mr. Dattatraya Devale	-	-	-	60,000	60,000
6	Mr. Giriraj Bhattar	-	-	-	75,000	75,000

#The Non-Executive Directors are paid only sitting fees on the recommendation of Nomination and Remuneration Committee.

#### Criteria of making payment to Non- Executive Directors

Criteria of making payments of sitting fees or commission to Non-Executive Directors can be accessed on the Company's website at [www.ecoreco.com](http://www.ecoreco.com) under the heading "Policies & Documents".

### 4. Board Evaluation

Pursuant to the provisions of the Act and in compliance with the requirements of the Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Key Managerial Personnel. The Directors expressed their satisfaction with the evaluation process.

### 5. Skills / Expertise / Competence of the Board of Directors of the Company

The following is the list of core skills / expertise / competencies possessed by the Board of Directors of the Company, which are essential for the functioning of the Company in an effective manner.

**a. Market Exploration & Potential Marketing:**

Experience in developing promotional strategies to increase the sales in the existing and explore potential market for the Company.

**b. Financial Expertise:**

Expertise in accounting and financial control functions. Possessing analytical skills. Expertise in preparation of financial strategies for the long-term growth of the business of the Company.

**c. Expansion, Modification & Up-dation:**

A significant background about the technology applicable to the Company resulting in how to implement technological updates into the Business of the Company.

**d. Law & Policies:**

Awareness of the existing law and economic policies applicable to the Company thereby ensuring proper legal and statutory compliances and appropriate application of policies to the advantage of the Company.

**e. Service on the Boards of Various Companies:**

Experience of serving on the Boards of different companies in order to develop insights about Corporate Governance, Management Responsibility, Protecting Stakeholders interest.

**In the table below, 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 the member does not possess the corresponding skills/expertise/competencies.**

Director	Market Exploration & Potential Marketing	Financial Expertise	Expansion, Modification & Updation	Law & Policies
Brijkishor Kishangopal Soni Chairman & Managing Director	√	√	√	√
Aruna Soni Executive Director		√	√	
Shashank Soni Executive Director & CFO	√	√	√	√
Srikrishna Bhamidipati Independent Director	√	√	√	√
Dattatraya Devale Independent Director	√	√	√	√
Giriraj Bhattar Independent Director		√	√	√

**Other Disclosures:**

**1. Disclosures on Materially significant Related Party Transactions that may have potential conflict with the interests of listed entity at large**

During the year under review, there were no materially significant related party transactions that may have potential conflict with the interests of listed entity at large. The policy on dealing with related party transaction is placed on the Company's website at [www.ecoreco.com](http://www.ecoreco.com).

All transactions entered into with related parties as defined under the Act and Regulation 23 of the Listing Regulations, each as amended, during the year under review were on an arm's length price basis and in the ordinary course of business. These have been approved by the Audit Committee and forms part of the Annual Report in the prescribed form AOC-2 as "Annexure III".

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

The Company has always believed in providing a safe and harassment-free workplace for every individual working in the Company. The Company has complied with the applicable provisions of the aforesaid Act and the Rules framed thereunder, including constitution of the Internal Complaints Committee. The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees, etc.) are covered under this Policy. The Policy is gender neutral. During the year under review, no complaint of sexual harassment was filed with the Internal Complaints Committee.

## 3. Details of non-compliance by the listed entity, penalties and strictures imposed on the listed entity by stock exchange or the Board or any statutory authority, on any matter related to capital markets, during the last three years

Name of the Concerned Authority	Name of the Act / Regulation under which penalized	Details of the penalty / strictures	Financial year	Amount of the penalty (Rs.)
BSE Limited	Regulation 18(1) of SEBI (LODR) Regulations, 2015	Non-compliance with the constitution of the Audit Committee	2022-23	2,12,400
BSE Limited	Regulation 33 of SEBI (LODR) Regulations, 2015	Non-submission of the Financial Results within the prescribed time limit	2022-23	88,500
BSE Limited	Regulation 31 of SEBI (LODR) Regulations, 2015	Non-submission of the Shareholding Pattern within the prescribed time limit	2022-23	11,800
BSE Limited	Regulation 27(2) of SEBI (LODR) Regulations, 2015	Non-submission of the Corporate Governance Report within the prescribed time limit	2022-23	11,800
BSE Limited	Regulation 34 of SEBI (LODR) Regulations, 2015	Non-submission of the Annual Report within the prescribed time limit	2023-24	2,360

## 4. Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel has been denied access to the audit committee

The Company has formulated Whistle Blower Policy & established Vigil Mechanism for its directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy.

During the year under review no personnel have either approached the Audit Committee or been denied access to the Audit Committee.

## 5. Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause

The Company has complied with all the mandatory requirements. As regards the non-mandatory requirements they are complied with to the extent possible.

## 6. Weblink where policy for determining material subsidiaries is disclosed

<https://www.ecoreco.com/investors-overview/policies>

## 7. Weblink where policy on dealing with Related Party Transactions

<https://www.ecoreco.com/investors-overview/policies>

## 8. Details of total fees paid to statutory auditors

The details of total fees for all services paid by the Company, on a consolidated basis, to the statutory auditor are as follows:

Type of Service	2024-25	2023-24
Audit fees	3,40,000	2,30,000
Tax audit fees & Certificates	85,000	50,000
Expenses reimbursed	Nil	Nil

## DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

### General Shareholders Information

#### 1. General Body Meeting

##### i. Annual General Meeting

The Annual General Meeting of the Company for the FY 2021-22, FY 2022-23 and FY 2023-24 was held through Video Conferencing ("VC") Other Audio Video Means ("OAVM") on the following dates and times, wherein the following special resolutions were passed:

Financial Year Ended	Date	Time	Brief Description of Special Resolution passed
March 31, 2022	August 26, 2022	11:00 AM	Approval to Mortgage, Charge or dispose of the Undertakings, Both present and future, of the company
March 31, 2023	August 28, 2023	12:30 PM	Reappointment of Mr. Shashank Soni as Whole-Time Director Reappointment of Mrs. Aruna Soni as Whole-Time Director Increase in threshold of loans/ guarantees, providing of securities and making of investments in securities under section 186 of the Companies Act, 2013
March 31, 2024	September 10, 2024	12:00 PM	Re - appointment of Mr. Srikrishna Bhamidipati as an Independent Director of the Company Introduction and Implementation of Ecoreco Employees Stock Option Scheme 2024 To make investments, give loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013 Increase in limit of shareholding of Foreign Portfolio Investors (FPIs)/ Foreign Institutional Investors (FIIs) put together from 10% to 24% of the paid-up share capital of the Company

##### ii. Extraordinary General Meeting

There were no Extra Ordinary General Meeting of the Company held during the last FY 2024-25.

##### iii. Postal Ballot

There was no special business transacted through Postal Ballot during the last FY 2024-25.

None of the businesses proposed to be transacted at the ensuing AGM require passing a Special Resolution through Postal Ballot as the Company is providing the facility to the Members to vote by electronic means in the manner provided under Section 108 of the Act.



## 2. Company's Means of Communication

Website	Information like Quarterly / Half Yearly / Annual Financial Results and press releases on significant developments in the Company that have been made available from time to time and are hosted on the Company's website <a href="http://www.ecoreco.com">www.ecoreco.com</a> and have also been submitted to the Stock Exchanges to enable them to put them on its website and communicate to its members.
Quarterly/Annual Financial Results	The Quarterly / Half-Yearly / Annual Financial Results are published in The Free Press Journal (English) and Navshakti (Marathi) newspapers. The results are also uploaded by BSE on its website <a href="http://www.bseindia.com">www.bseindia.com</a> .
Stock Exchange	All periodical information, including the statutory filings and disclosures, are filed with BSE. The filings required to be made under the Listing Regulations, including the Shareholding pattern and Corporate Governance Report for each quarter are also filed on BSE Listing Centre.

## 3. Other Information

CIN	L74120MH1994PLC079971
Registered Office address	422, The Summit Business Park, Near WEH Metro Station, Andheri-Kurla Road, Andheri (E), Mumbai 400093
Date, Time and Venue of Annual General Meeting	The 31 <sup>st</sup> Annual General Meeting will be held on September 30, 2025 at 1:00 p.m. through VC/OAVM in compliance with the applicable provisions of the Companies Act, 2013 read with MCA General Circulars and SEBI Circulars
Financial Year	The financial year of the Company starts from April 1 and ends on March 31 of the succeeding year
Rate of dividend and dividend declaration date	In order to conserve reserves your Directors do not recommend declaration of Dividend
Listing on stock exchanges	The Equity Shares of the Company are listed on BSE Limited ('BSE')  <b>Address:</b> BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001
Listing fees	The listing fees of BSE for FY 2024-25 has been paid within the due date
Stock code	The BSE scrip code of equity shares is 530643
ISIN	INE316A01038
Custodian fees	The custodian fees are payable to each of the depositories based on the number of folios as on March 31, 2025. The custodian fees to CDSL and NSDL are paid within the due date.
Subsidiary Company	The Company as on the closure date of the financial year has two Subsidiaries viz.: a. Ecoreco Enviro Education Private Limited b. Ecoreco Park Private Limited
Suspension of trading in securities	There was no suspension of trading in securities of the Company during the year under review.
Registrar and Transfer agents	Bigshare Services Private Limited Office No. S6-2, 6 <sup>th</sup> floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093 Phone: 022- 6263 8200   E-mail: <a href="mailto:investor@bigshareonline.com">investor@bigshareonline.com</a>

Share Transfer system	98.24% of the Equity Shares of the Company are in electronic form. In terms of Regulation 40(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Share transactions in electronic form can be made in a much simpler and faster manner. After a confirmation of a sale/purchase transaction from the broker, shareholders should approach the Depository Participant (DP) with a request to debit or credit the account for the transaction. The DP will immediately arrange to complete the transaction by updating the account. There is no need for a separate communication to the Company to register these share transfers. Shareholders should communicate with Bigshare Services Private Limited, the Company's Registrars (RTA) quoting their folio number or Depository Participant ID ('DP ID') and Client ID number, for any queries to their securities. Requests for dematerialization of shares are processed and confirmation is given to the respective depositories i.e., NSDL and CDSL within 21 days.
Liquidity	The Company's Shares are listed and traded on the BSE Limited (BSE)
Information on Deviation from Accounting Standards, if any	There has been no deviation from the Accounting Standards in preparation of annual accounts for the FY 2024-25
Outstanding GDRs/ ADRs/ Warrants/ Convertible Instruments and their impact on Equity	Not Applicable
Commodity price risk or foreign exchange risk and hedging activities	Not Applicable
Plant Locations	<b>Recycling Facilities:</b> Eco House, S. No. 22, H. No.6 & 7, Bhoipada, Near Range Office, Sativali, Vasai (East), District: Palghar - 401 208  Ecoreco House, Sheetal Industrial Park, Building No 1, Plot No 4 & 5, Survey No. 30, Bhoidapada, Behind Visava Hotel, Village Gokhiware, Vasai (East), District Palghar – 401208
Tentative calendar of the Board Meetings for FY 2024-25	<b>For the quarter ended June 30, 2025 –</b> On or before August 14, 2025  <b>For the quarter and half year ended September 30, 2025 –</b> On or before November 14, 2025  <b>For the quarter ended December 31, 2025 –</b> On or before February 14, 2026  <b>For the quarter and year ended March 31, 2026 –</b> On or before May 30, 2026  <b>Annual General Meeting –</b> On or before September 30, 2025

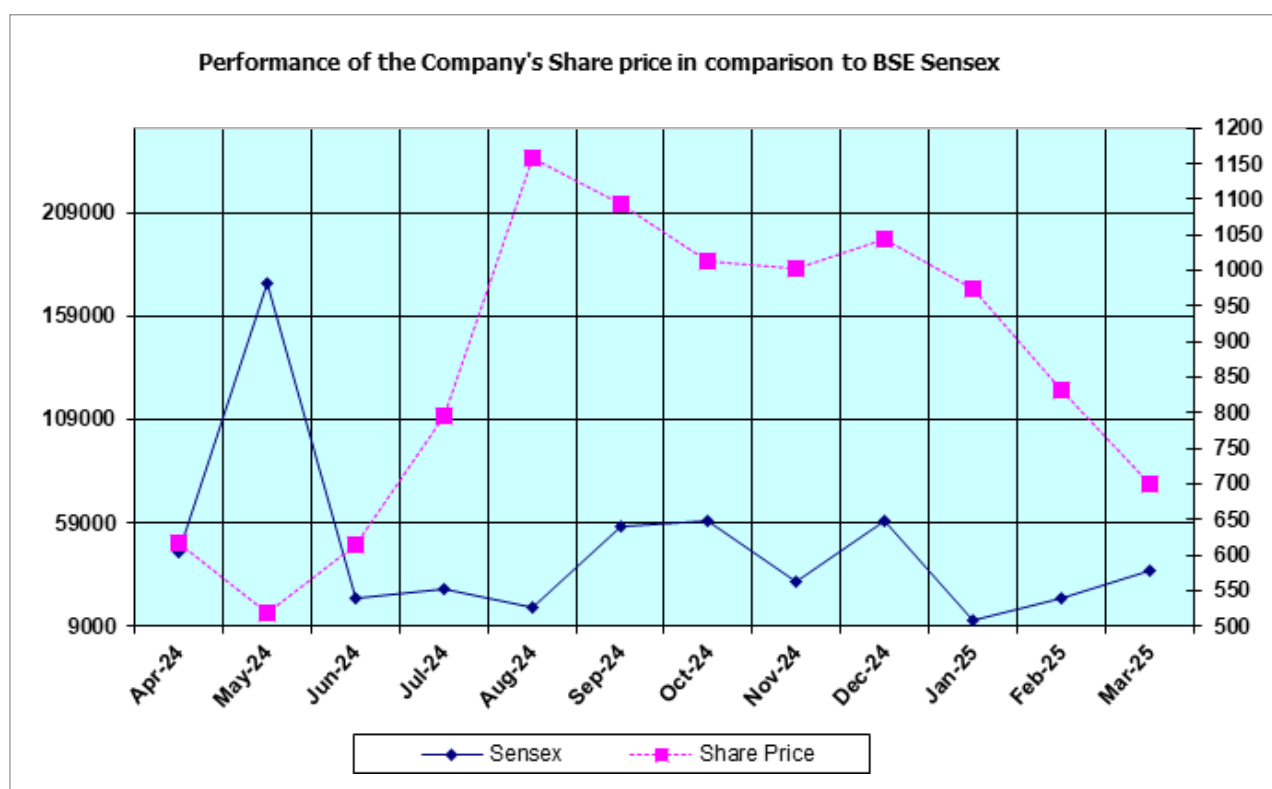
#### 4. Reconciliation of Share Capital Audit

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital to reconcile the total capital held with the National Security Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') and the total issued and listed capital. The Audit is carried out every quarter and the report thereon are submitted to the Stock Exchanges. The report, inter alia, confirms that the number of shares issued, listed on the Stock exchange and that held in demat and physical mode are in agreement with each other.

## 5. Market Price Data

The market price data and the volume of your Company's shares traded on BSE Limited during the year ended March 31, 2024 are as follows:

The Monthly movement of equity Share Price on Bombay Stock Exchange			
2024-25	Share Price (In Rs.)		BSE Sensex
Months	High	Low	Close
April	640.00	505.20	598.20
May	674.90	442.60	492.05
June	638.00	467.70	598.45
July	807.40	583.00	776.85
August	1,215.10	742.00	1,048.50
September	1,100.00	870.00	876.90
October	1,028.00	836.50	908.30
November	1,045.00	851.10	956.30
December	1,043.15	888.00	961.80
January	998.00	722.00	843.15
February	872.50	534.00	556.40
March	722.75	502.20	671.35

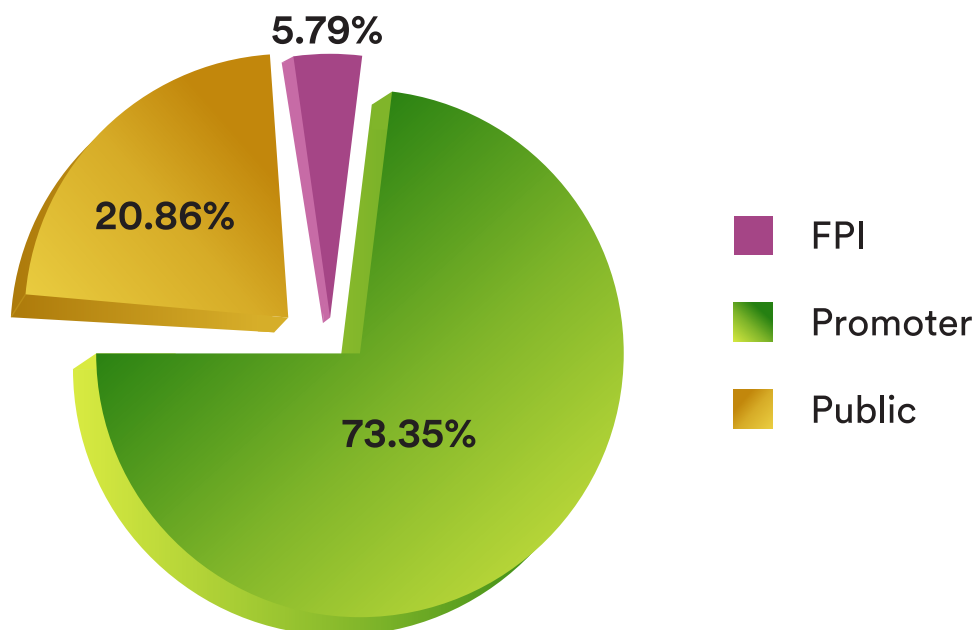


## 6. Distribution of Shareholding as on March 31, 2025

Shareholding of Nominal Value (INR)	Number of Shareholders	Percentage (%)	Number of Shares Held	Percentage (%)
1 - 5,000	30,621	96.13	16,50,633	8.55
5,001 - 10,000	673	2.11	4,90,062	2.53
10,001 - 20,000	315	0.99	4,49,292	2.32
20,001 - 30,000	94	0.23	2,33,882	1.21
30,001 - 40,000	41	0.13	1,43,585	0.74
40,001 - 50,000	25	0.08	1,15,505	0.60
50,001 - 1,00,000	48	0.15	3,51,457	1.82
1,00,001 and above	35	0.18	1,58,62,334	82.23
<b>Total</b>	<b>31,852</b>	<b>100</b>	<b>1,92,96,750</b>	<b>100</b>

## 7. Categories of shareholders on March 31, 2025

Category	Category of Shareholder	Total Number of Shares	Total Shareholding as a Percentage of Total Number of Shares
<b>PROMOTER &amp; PROMOTER GROUP</b>			
Indian	Promoter	40,82,637	21.16
	Promoter Group	1,00,70,814	52.19
	<b>Total (Promoter &amp; Promoter Group)</b>	<b>1,41,53,451</b>	<b>73.35</b>
<b>PUBLIC</b>			
Institutions	Foreign Companies	8,80,000	4.56
	Financial Institutions/ Banks	880	0.00
	Foreign Portfolio Investor/ Foreign Institutional Investors	2,16,786	1.12
	Alternate Investment Funds	21,491	0.11
	<b>Total (Institutions)</b>	<b>11,19,157</b>	<b>5.79</b>
Non-institutions	Bodies Corporate	222,344	1.16
	Individuals & HUF	36,65,648	18.99
	Governments	Nil	Nil
	Clearing Members	15,651	0.09
	Non-Resident Indian	1,15,499	0.59
	Trusts	5,000	0.03
	<b>Total (Non-Institution)</b>	<b>40,24,142</b>	<b>20.86</b>
	<b>Total (Public)</b>	<b>51,43,299</b>	<b>26.65</b>
<b>Total (Non-Promoter &amp; Non-Public)</b>		<b>Nil</b>	<b>Nil</b>
<b>GRAND TOTAL</b>		<b>1,92,96,750</b>	<b>100</b>



#### 8. Top Ten Shareholders across all categories as on March 31, 2025

S. N.	Name of Shareholders	No of Shares	% of Holding
1	Ecoreco Ventures Private Limited	1,00,70,814	52.19
2	Brijkishor Kishangopal Soni	20,92,182	10.84
3	Aruna Brijkishor Soni	11,63,200	6.03
4	Nippon Magnetic Dressing Company Limited	8,80,000	4.56
5	Brijkishor Kishangopal Soni	5,91,034	3.06
6	Brijkishore Soni HUF	2,36,221	1.22
7	Forbes EMF	1,65,014	0.85
8	Viraj Tushar Mahadevia	81,143	0.42
9	Mags Finvest Private Limited	75,253	0.39
10	Sudesh Bhatia	66,600	0.35

#### 9. Status of de-materialization of Shares

As on March 31, 2025, all except 3,38,674 Equity Shares of the Company are held in dematerialized form. The breakup of the equity shares held in dematerialized and physical form as on March 31, 2025 is as follows:

Particulars	No of Shares	% of Equity
NSDL	28,66,147	14.85
CDSL	1,60,91,929	83.39
Physical	3,38,674	1.76
<b>Total</b>	<b>1,92,96,750</b>	<b>100.00</b>



## 10. Disclosures with respect to De-mat Suspense Account/ Unclaimed Suspense Account

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the listed entity shall disclose the following details in its annual report, as long as there are shares in the unclaimed suspense account. The details of unclaimed suspense account are as follows:

S. N.	Particulars	De-mat	
		Number of Shareholders	No. of Unclaimed Equity shares
1	Aggregate number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2024	Nil	Nil
2	Unclaimed shares transferred to unclaimed suspense account during the FY 2024-25	Nil	Nil
<b>Total (1+2)</b>			Nil
3	Number of shareholders to whom shares were transferred from suspense account during the FY 2024-25	Nil	Nil
4	Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2025 (1+2-3)	Nil	Nil
	Number of Shareholders who approached listed entity for transfer of shares from suspense account during the financial year 2024-25	Nil	Nil

The voting rights on the shares in the unclaimed suspense accounts as on March 31, 2025 shall remain frozen till the rightful owners of such shares claim the shares.

## 11. Disclosure by Key Managerial Personnel about Related Party Transactions

The Board has received disclosures from Key Managerial Personnel relating to transactions where they and/or their relatives have personal interest. There were no materially significant related party transactions, which have potential conflict with the interest of the company at large. The related party transactions (material as well as non-material) have been disclosed in form AOC-2 and in the notes to Balance Sheet and Statement of Profit and Loss for the year ended March 31, 2025.

The Company has laid down a policy for dealing with Related Party Transactions. The Policy on Related Party Transactions can be accessed on the Company's website at <https://www.ecoreco.com/investors-overview/policies/>.

## 12. Related Party Disclosure

The disclosure of related party transactions of the Company in the format prescribed in the Indian Accounting Standard is mentioned in Note No. 35 of the Audited Financial Statement of the Company forming part of this Annual Report.

## 13. Disclosure of Accounting Treatment

The Company follows Indian Accounting Standards (Ind AS) issued by the Ministry of Corporate Affairs in the preparation of its financial statements.

## 14. Proceeds from public issues, rights issues, preferential issues etc.

During the year under review, the Company has not raised the funds through public issues, rights issues and preferential issues.

## 15. Matters related to Capital Markets

The Company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years. Except for the times when Company had filed few compliances beyond due date owing to frequent change in the senior management which company believes to inevitable and due to which BSE had imposed late filing fines on the Company. Company has duly paid the fines and have also filed waiver application with the BSE which is lying pending before the waiver committee.

## 16. Management Discussion & Analysis Report

The Management Discussion & Analysis Report is a part of Director's Report.

## 17. Green Initiative

Pursuant to section 101 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended, the Company can send Notice of Annual General Meeting, financial statements and other Communication in electronics forms. The Company is sending the Annual Report including the Notice of Annual General Meeting, Audited Standalone & Consolidated Financial Statements, Directors Report, Auditors Report along with their annexure etc. for the FY 2024-25 in the electronic mode to the Shareholders who have registered their e-mail ids with the Company and/or their respective Depository Participates (DP's).

Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses. Those holding shares in demat form can register their e-mail addresses with their concerned DPs. Shareholders who hold shares in physical form are requested to register their e-mail addresses with the Company's Registrar and Share Transfer Agent - Bigshare Services Private Limited.

## 18. Address for Correspondence

For transfer/demineralization of shares and any other query relating to the shares of the Company:

### Bigshare Services Private Limited

Office nos.: S6-2, 6<sup>th</sup> Floor Pinnacle Business Park  
 Next to Ahura Centre, Mahakali Caves Road  
 Andheri (East), Mumbai 400093  
 Tel No.: 022-6263 8200  
 Email: investor@bigshareonline.com

Any query on Annual Report:

### Eco Recycling Limited

422, The Summit Business Park  
 Near WEH Metro Station  
 Andheri-Kurla Road  
 Andheri (E), Mumbai 400093  
 Tel No.: 022-4005 2951  
 Email: shareholders@ecoreco.com

## 19. Independent Director Confirmation

In terms of Schedule V(C)(i) of the Listing Regulations and as per the declaration of independence received from the Independent Directors of the Company, we are of the opinion that the Independent Directors of the Company fulfills the conditions specified under Regulation 16(b) of

Listing Regulations and are independent of Management.

## 20. Compliances under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has complied with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of Sub-Regulation (2) of Regulation 46 of the Listing Regulations.

The requisite certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance is annexed hereto marked as 'Annexure A' and forms part of this report.

## 21. CFO Certification

The Managing Director and Chief Financial Officer of the Company have given the certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of Listing Regulations. The requisite certificate from the Managing Director and CFO of the Company is annexed hereto marked as 'Annexure B' and forms part of this report.

## 22. Certification from Company Secretary in Practice

M/s KPUB & Co., Company Secretaries, has issued a certificate as required under the Listing Regulations, confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as the Director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this report as 'Annexure C'.

## 23. Certificate on Compliance with Code of Conduct

This Code has been laid down with a view to promote good corporate governance and exemplary personal conduct and is applicable to all the Directors and Senior Managerial Personnel of the Company. This Code can be accessed on the Company's website at <https://www.ecoreco.com/investors-overview/policies/>.

The Declaration of compliance of the Code of Conduct in terms of Schedule V(D) of Listing Regulations is annexed hereto marked as 'Annexure-IV' and forms part of this report.

**For and on behalf of the Board of Directors of  
 Eco Recycling Limited**

**B K Soni**

Chairman & Managing Director  
 DIN 01274250  
 Mumbai, August 26, 2025

## Annexure A

### CERTIFICATE OF CORPORATE GOVERNANCE

[Pursuant to regulations and Schedule V Para C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

**Dear Members of  
Eco Recycling Limited**

I have examined the compliance conditions of Corporate Governance followed by **Eco Recycling Limited** (herein after referred as "Company") for the Financial Year ended March 31, 2025 as prescribed under Regulations 17 to 27, clauses(b) to (i) of sub-regulation (2) of regulation 46 and paras C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') for the year ended March 31, 2025.

The Compliance of conditions of Corporate Governance is the responsibility of the management. My examination or was limited to procedures and implementations thereof, adopted by the Company for ensuring compliance of the conditions of Corporate Governance.

My examination was neither an Audit nor was it conducted to express an opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me and on basis of my examination described above, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in SEBI (LODR) Regulation 2015.

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

**NEHA PODDAR**

Practicing Company Secretary

Mem No: A33026

Cp No : 12190

UDIN No: A033026G001085431

Peer Review No: 2389/2022

**Place:** Kolkata

**Dated:** 26.08.2025



**CFO Certification**

Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Dear Members of  
Eco Recycling Limited**

We hereby certify that we have reviewed the financial statements and the cash flow statement for the year ended March 31, 2025 and to the best of our knowledge and belief,

- a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- b) These statements together present true and fair view of the Company's affairs for the year ended March 31, 2025, and are in compliance with the existing accounting standards, applicable laws and regulations; and
- c) No transactions entered into by the Company during the year are fraudulent, illegal or violative of the Company's code of conduct.

We accept that it is our responsibility to establish and maintain internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal control systems, if any, of which we are aware, and that we have taken the required steps to rectify these deficiencies.

We have indicated to the Auditors and the Audit Committee that:

- a) there have been no significant changes in internal control over the financial reporting during the year.
- b) there have been no significant changes in accounting policies during the year.
- c) there have been no instances of any fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over the financial reporting.

**For Eco Recycling Limited**

Mumbai, August 26, 2025

**B K Soni**  
Managing Director

**Shashank Soni**  
Chief Financial Officer

## Annexure C

### 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**  
**Eco Recycling Limited**  
**CIN NO: L74120MH1994PLC079971**  
**422, The Summit Business Park**  
**Near WEH Metro Station, Andheri Kurla Road Andheri (E)**  
**Chakala Midc, Mumbai – 400093, Maharashtra**

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Eco Recycling Limited having CIN L74120MH1994PLC079971 and having registered office at 422, 4th Floor, The Summit Business Park, Near WEH Metro Station, Andheri-Kurla Road, Andheri (E), Chakala MIDC, Mumbai, Maharashtra, India, 400093. (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2025 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 other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment
1	BRIJKISHOR KISHANGOPAL SONI	01274250	01/08/1994
2	ARUNA SONI	01502649	28/08/1998
3	SRIKRISHNA BHAMIDIPATI	02083384	13/07/2019
4	SHASHANK SONI	06572759	01/10/2013
5	DATTATRAYA TRIMBAK DEVALE	07186290	16/05/2015
6	GIRIRAJ SHANKARLAL BHATTAR	09067018	12/02/2021

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my 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.

**Place:** Kolkata  
**Dated:** 26.08.2025

**NEHA PODDAR**  
 Practicing Company Secretary  
 Mem No: A33026  
 CP No : 12190  
 UDIN No: A033026G001085385  
 Peer Review No: 2389/2022







# **Standalone Financial Statements**

## INDEPENDENT AUDITOR'S REPORT

Dear Members of  
Eco Recycling Limited

### Report on the Audit of the Standalone Ind AS Financial Statements

#### Opinion

We have audited the Standalone Ind AS financial statements of ECO RECYCLING LIMITED (the "Company"), which comprise the balance sheet as at March 31, 2025, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended, and notes to the Standalone Ind AS financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Standalone Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS financial statements give the information required by the Companies Act, 2013 as amended (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the Standalone Ind AS financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act ("SA's"). Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute

of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Ind AS financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Ind AS financial statements.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Ind AS financial statements for the financial year ended March 31, 2025. These matters were addressed in the context of our audit of the Standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

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

Key Audit Matters	
1. Revenue Recognition	How our audit addressed the key audit matter
Revenue is an important measure used to evaluate the performance of the company. There is a risk that the revenue is presented for amounts higher than what has been actually generated by the company.	Our audit procedures in respect to Revenue Recognition included the following; <ul style="list-style-type: none"> <li>Inspecting underlying documentation for any book entries which were considered to be material on a sample basis.</li> <li>Inspecting the key terms and conditions of agreements with major customers on a sample basis to assess if there were any terms and conditions that may have affected the accounting treatment of the revenue recognition.</li> </ul>
Consequently We Considered Revenue Recognition To Be A Significant Key Audit Matter.	<ul style="list-style-type: none"> <li>The accuracy and completeness of revenue was verified through Cut-Off testing and Analytical Reviews.</li> <li>Review that the revenue has been recognized in accordance with the revenue recognition policy of the Company.</li> </ul>

## Emphasis on Matter Paragraph

1. We draw attention to Note No. 3, where the Company has not carried out a fair valuation of the property and assets located at its Kharbao, Mumbai unit and continues to carry them at historical cost. The production activities at this location could not be commenced due to certain unavoidable circumstances in the past. Consequently, no depreciation has been charged on these assets ever since. Company believes that the carrying amounts of these financial assets and financial liabilities approximate their fair values and that the impact of change, if any, on account of fair valuation of these financial assets and financial liabilities, will be insignificant. Our opinion is not modified in respect of this matter.
2. We draw attention to Note No. 7, where an amount of ₹ 2,35,16,348 is receivable from M/s Keynote Capital Limited ("Keynote") in respect of certain share transactions alleged to have been misappropriated by Keynote. As stated in the note, the matter is currently sub judice and pending for final adjudication before the Hon'ble Bombay High Court. Our opinion is not modified in respect of this matter.
3. We draw attention to Note No. 2.(e) significant accounting policies under Notes forming part of standalone financial statements, which describes the Company's accounting policy regarding depreciation on property, plant and equipment. The Company has not considered the residual (salvage) value of fixed assets while computing depreciation, which is not in accordance with the requirements of Indian Accounting Standard (Ind AS) 16 – Property, Plant and Equipment. As stated in the note, the management is of the view that the useful life estimated for the assets is lower than their actual economic life, and therefore, any residual value at the end of the useful life would be insignificant and not material to the standalone financial statements. Accordingly, depreciation has been charged without considering residual value. Our opinion is not modified in respect of this matter.
4. We draw attention to Tax Expenses to the standalone financial statements, which states that the Company has made an additional income tax payment of ₹ 1,21,64,460 in current Financial Year i.e. FY 24-25 in the month of September 2024, pertaining to the previous financial year ended March 31, 2024. The said amount has been recognized as an expense in the Statement of Profit and Loss under Tax Expense for earlier Financial Year. Our opinion is not modified in respect of this matter.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance Report and Shareholder's Information, but does not include the Standalone Ind AS financial statements and our auditor's report thereon.

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

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

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

## Management's Responsibilities for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



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

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

### **Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the Standalone Ind AS 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 financial 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone Ind AS Financial Statements, including the disclosures, and whether the Standalone Ind AS Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding Standalone Ind AS Financial Statements of the Company to express an opinion on the same.

Materiality is the magnitude of misstatements in the Standalone Ind AS Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Ind AS Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Ind AS Financial Statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Ind AS Financial



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

## Report on Other Legal and Regulatory Requirements

### 1. As required by Section 143(3) of the Act, based on our audit we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c) The balance sheet, the statement of profit and loss including other comprehensive income, statement of changes in equity and the statement of cash flows dealt with by this report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid Standalone Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act, read with relevant rule issued there under to the extent applicable to the Company.
- e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Ind AS Financial Statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.
  - iv. a) The management has represented that, to the best of its knowledge and belief, 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 persons or entities, 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;

### 2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **DMKH & CO.**  
**Chartered Accountants**  
 Firm Registration Number: 116886W

**Anant Nyatee**  
**Partner**  
 Membership Number: 447848  
 UDIN 25447848BMNWFJ8687  
 Place: Mumbai  
 Date: May 24, 2025

## ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of ECO RECYCLING LIMITED of even date)

### **Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").**

We have audited the internal financial controls over financial reporting of ECO RECYCLING LIMITED (the "Company") as of March 31, 2025 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over

financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Ind AS financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls With Reference to Standalone Ind AS Financial Statements**

A company's internal financial control with reference to Standalone Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Standalone Ind AS 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 Standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of the management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Ind AS financial statements.

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial

control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal financial control over financial reporting criteria established by the Company considering the essential components of internal control

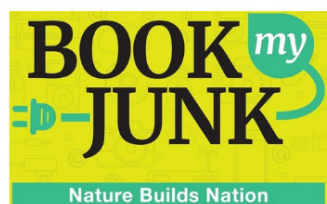
stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **DMKH & CO.**  
**Chartered Accountants**  
 Firm Registration Number: 116886W

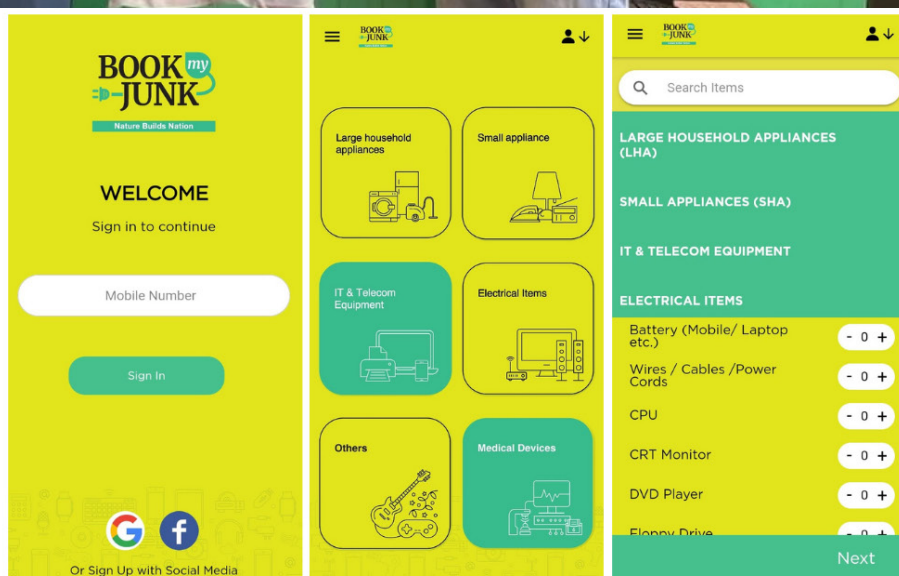
**Anant Nyatee**  
**Partner**  
 Membership Number: 447848  
 UDIN 25447848BMNWFJ8687  
 Place: Mumbai  
 Date: May 24, 2025



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## ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT

**(Referred to in Paragraph 2 under the heading of "Report on other Legal and Regulatory Requirements" of our report to the members of ECO RECYCLING LIMITED of even date)**

Report on the Companies (Auditor's Report) Order, 2020, with reference to Standalone Ind AS financial statements, issued in terms of Section 143(11) of the Companies Act, 2013 ("the Act") of the ECO RECYCLING LIMITED ("the Company"):

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) In respect of company's property, plant and equipment and Intangible Assets:
  - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
  - (B) The Company has maintained proper records showing full particulars of intangibles assets.
  - (b) The Company has a regular program of physical verification of its property, plant and equipment (PPE), right of use assets and investment property under which the assets are physically verified in a phased manner 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. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - (c) According to the information and explanations given by the management, the title deeds of all the immovable properties included in property, plant and equipment (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
  - (d) The Company has not revalued its property, plant and equipment's (including Right of use assets) or intangible assets during the year ended March 31, 2025.
  - (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the year except for goods-in-transit and inventories lying with third parties. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate and no discrepancies of 10% or more in aggregate for each class of inventory were noticed. Inventories lying with third parties have been confirmed by them as at March 31, 2025 and discrepancies of 10% or more in aggregate for each class of inventory were not noticed in respect of such confirmations.
- (b) The Company has not been sanctioned cash credit / working capital limits in excess of INR five Crores in aggregate from banks during the year on the basis of security of current assets of the Company and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) (a) According to information and explanation given to us, the company has not made investments in, nor has provided guarantee, and not granted loans or advances in the nature of loans, to companies as reported in Standalone Ind AS financial statements, firms, limited liability partnerships or any other parties listed in the register maintained under Section 189 of the Companies Act, 2013.
- (b) As per explanation given by management and examination of records, the Company has not made any investments neither provided guarantees, security.
- (c) The Company has granted loans during the year to a company-where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular.
- (d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.
- (e) There were no loans or advance in the nature of loan granted to companies, firms, limited liability partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.



(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, limited liability partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, Loans, investments, guarantees and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.

v. In our opinion and according to the information and explanations given to us, the Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

vi. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of the Company's products, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

vii. According to the information and explanation given to us, in respect of statutory dues:

(a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value

added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Nature of Statute	Nature of Due	Amount in INR	Period to which the amount relates (F.Y.)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	12,74,308	2018-2019*	CIT (Appeals)

viii. In our opinion and according to the information and explanations given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

ix. In our opinion and according to the information and explanations given by the management:

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

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) On an overview examination of the Standalone Ind AS financial statement, the Company has not raised any funds from the term loans, therefore the reporting under clause 3(ix)(c) is not applicable.

(d) On an overall examination of the Standalone Ind AS financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) On an overall examination of the Standalone Ind AS financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.



- x. In our opinion and according to the information and explanation given by the management, we are of the opinion that:
- (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on 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 / fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- xi. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Standalone Ind AS financial statements and according to the information and explanations given by the management, we report that:
- (a) No fraud / material fraud by the Company or no fraud / material fraud on the Company has been noticed or reported during the year.
  - (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by the cost auditor or secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
  - (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Therefore, paragraph 3(xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the Standalone Ind AS financial statements, as required by the applicable accounting standards.
- xiv. (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company
- (b) The Company has not conducted any Nonbanking Financial or Housing Finance activities without obtained a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- xvii. The Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year.
- xviii. There has been resignation of the statutory auditors during the year and we have taken into consideration the issues, objections or concerns raised by the outgoing auditors.
- xix. On the basis of the financial ratios disclosed in Note 2(u) to the Standalone Ind AS financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Ind AS financial statements, our knowledge of the Board of Directors and management plans and based on our examination

of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(b) There are no ongoing projects, for which the Company is required to transfer unspent Corporate Social Responsibility (CSR) amount as at the end of the previous financial year, to a Special account within a period of 30 days from the end of the said financial year in compliance with the provisions of Section 135(6) of the Act. Accordingly, clause 3(xx)(b) of the Order is not applicable.

For **DMKH & CO.**

**Chartered Accountants**

Firm Registration Number: 116886W

**Anant Nyatee**

**Partner**

Membership Number: 447848

UDIN 25447848BMNWFJ8687

Place: Mumbai

Date: May 24, 2025

xx. (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.



## STANDALONE BALANCE SHEET as at March 31, 2025

(₹ in '000)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
<b>A Assets</b>			
<b>(1) Non-Current Assets</b>			
Property, Plant and Equipment	3	536,893	339,617
Right Of Use Assets		49,581	53,103
Intangible Assets		1,832	717
<b>Financial Assets</b>			
Investments	4A	90,285	98,803
Loans	5	16,500	16,500
Other Financial Assets	6	5,486	5,103
Deferred Tax Assets	15B	-	-
Other Non Current Assets	7	25,500	24,985
<b>Total Non Current Assets</b>		<b>726,077</b>	<b>538,828</b>
<b>(2) Current Assets</b>			
Inventories	8	118,524	62,823
<b>Financial Asset</b>			
Investments	4B	9,653	65,150
Trade Receivables	9	76,241	44,460
Cash and Cash Equivalents	10	22,273	6,905
Bank Balances other than (iii) above		-	-
Other Current Assets	11	124,496	58,813
		<b>351,187</b>	<b>238,150</b>
<b>Total Assets</b>		<b>1,077,264</b>	<b>776,978</b>
<b>B Equity and Liabilities</b>			
<b>(1) Equity</b>			
Equity Share Capital	12	192,968	192,968
Other Equity	13	689,756	460,692
<b>Total Equity</b>		<b>882,723</b>	<b>653,660</b>
<b>Liabilities</b>			
<b>(2) Non Current Liabilities</b>			
<b>Financial Liabilities</b>			
Other Financial Liabilities	14	11,500	11,500
Lease Liability	32	36,401	45,357
Provisions	16	2,431	7,565
Deferred Tax Liabilities	15A	6,119	5,476
<b>Total Non Current Liabilities</b>		<b>56,450</b>	<b>69,898</b>
<b>(3) Current Liabilities</b>			
<b>Financial Liabilities</b>			
Borrowings	18	-	-
Lease Liability	32	8,558	3,975
Trade Payables	17	12,616	1,209
Other Financial Liabilities	19	1,485	4,449
Other Current Liabilities	20	5,474	8,388
Provisions	21	109,957	35,399
		<b>138,091</b>	<b>53,420</b>
<b>Total Equity and Liabilities</b>		<b>1,077,264</b>	<b>776,978</b>

Notes forming part of Financial Statements

1-41

In terms of our report attached

For Eco Recycling Limited

For DMKH &amp; Co

Chartered Accountants

Firm's Registration No : 116886W

B K Soni

Chairman &amp; Managing Director (DIN 01274250)

Aruna Soni

Executive Director (DIN 01502649)

Anant Nyatee

Partner (Membership No.: 447848)

Mumbai, May 24, 2025

Shashank Soni

Executive Director &amp; CFO (DIN 06572759)

Mumbai, May 24, 2025

## STANDALONE STATEMENT OF PROFIT AND LOSS

for the period ended March 31, 2025

(₹ in '000)

Particulars	Note No.	Year Ended March 31, 2025	Year Ended March 31, 2024
<b>I INCOME</b>			
Revenue From Operations	21	439,592	280,146
Other Income	22	25,964	46,141
<b>Total Income</b>		<b>465,556</b>	<b>326,287</b>
<b>II EXPENSES</b>			
Cost of Materials Consumed	23	69,416	46,104
Purchases of Stock-in-Trade	24	52,588	33,312
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	25	(55,701)	(21,698)
Employee Benefits Expense	26	38,194	32,460
Finance Costs	27	6,446	6,969
Depreciation and Amortisation Expense	3	10,025	7,970
Other Expenses	28	25,501	25,199
<b>Total Expenses</b>		<b>146,468</b>	<b>130,317</b>
<b>III Profit / (Loss) before Exceptional Items</b>		<b>319,088</b>	<b>195,970</b>
<b>IV Exceptional Items</b>		-	-
<b>V Profit / (Loss) before Tax</b>		<b>319,088</b>	<b>195,970</b>
<b>VI Tax Expense</b>			
(a) Current Tax		70,000	34,700
(b) Deferred Tax		3,554	(674)
(c) Tax Expense for the Earlier Financial Year		12,164	-
<b>VII Profit / (Loss) for the Year</b>		<b>233,370</b>	<b>161,944</b>
<b>VIII Other Comprehensive Income</b>			
<b>(a) Items that will not be reclassified to Profit or Loss</b>			
Measurement of Employment Defined Benefit Plans		511	176
Fair value changes of Equity Instruments		(7,729)	14,277
<b>(b) Income tax relating to items in (a) above</b>		2,911	(1,678)
<b>Other Comprehensive Income (Net of Tax)</b>		<b>(4,307)</b>	<b>12,776</b>
<b>IX Total Comprehensive Income for the period</b>		<b>229,063</b>	<b>174,720</b>
<b>X Earnings Per Equity Share (Rs 10 per share fully paid up)</b>			
(a) Basic		12.09	8.39
(b) Diluted		12.09	8.39
Notes forming part of Financial Statements	1-41		

In terms of our report attached

For DMKH & Co  
Chartered Accountants  
Firm's Registration No : 116886W

Anant Nyatee  
Partner (Membership No.: 447848)  
Mumbai, May 24, 2025

For Eco Recycling Limited

B K Soni  
Chairman & Managing Director (DIN 01274250)

Aruna Soni  
Executive Director (DIN 01502649)

Shashank Soni  
Executive Director & CFO (DIN 06572759)  
Mumbai, May 24, 2025

## STANDALONE CASH FLOW STATEMENT

### for the year ended March 31, 2025

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Cash flow from Operating Activities</b>		
<b>Net Profit before tax</b>	<b>3,19,088</b>	<b>1,95,970</b>
<b>Adjustments for Non cash and other items :</b>		
Depreciation and Amortisation	10,025	7,970
Interest and Dividend Income	(1,060)	(1,294)
Derivative Gain	(3,978)	-
Other Non Operating income	188	-
Finance Cost	6,446	6,969
Provision For Gratuity	-	543
Sundry Balance Written Back	(1,082)	(1,830)
Gain/Loss on Sale of Investments	(8,580)	(42,804)
	<b>1,959</b>	<b>(30,445)</b>
<b>Operating Profit before working capital changes</b>	<b>3,21,047</b>	<b>1,65,525</b>
<b>Adjustments for:</b>		
(Increase) / Decrease in Inventories	(55,702)	(21,698)
(Increase) / Decrease in Trade Receivables	(31,781)	(27,059)
(Increase) / Decrease in Loans and other Financial Assets	(384)	(7,474)
(Increase) / Decrease in other Current and Non-Current Assets	2,835	(5,659)
Increase / (Decrease) in other Trade Payables	11,408	(95,757)
Increase / (Decrease) in other Financial Liabilities	(2,964)	2,601
Increase / (Decrease) in other Current Liabilities	(2,914)	3,277
Increase / (Decrease) in Provision	(576)	-
	<b>2,40,969</b>	<b>13,757</b>
Income Tax Paid (net of refunds)	82,164	34,700
<b>Cash generated from Operating Activities (I)</b>	<b>1,58,805</b>	<b>(20,943)</b>
<b>Cash Flow from Investing Activities</b>		
Proceeds from sale of Investments	67,238	44,532
Interest and Dividend Income	1,060	1,294
Derivative Gain	3,978	-
Payments to acquire Fixed Assets	(2,04,894)	20,399
<b>Cash generated from Investing Activities (II)</b>	<b>(1,32,618)</b>	<b>25,427</b>
<b>Cash Flow from Financing Activities</b>		
Repayment of Borrowings	(10,819)	-
<b>Cash generated from Financing Activities (III)</b>	<b>(10,819)</b>	<b>-</b>
<b>NET INCREASE / (DECREASE) CASH AND CASH EQUIVALENTS</b>	<b>15,367</b>	<b>4,483</b>
Add: cash and cash equivalent at the beginning of the year	6,905	2,422
<b>CASH AND CASH EQUIVALENT AT THE END OF THE YEAR</b>	<b>22,273</b>	<b>6,905</b>

In terms of our report attached

For DMKH & Co  
Chartered Accountants  
Firm's Registration No : 116886W

Anant Nyatee  
Partner (Membership No.: 447848)  
Mumbai, May 24, 2025

For Eco Recycling Limited

B K Soni  
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Aruna Soni  
Executive Director (DIN 01502649)

Shashank Soni  
Executive Director & CFO (DIN 06572759)  
Mumbai, May 24, 2025

## STANDALONE STATEMENT OF CHANGE IN EQUITY

### for the year ended March 31, 2025

#### A. Equity Share Capital

##### (1) Current reporting period

Balance as at April 1, 2024	Changes during the year	Balance as at March 31, 2025
1,92,968	-	1,92,968

##### (2) Previous reporting period

Balance as at April 1, 2023	Changes during the year	Balance as at March 31, 2024
1,92,968	-	1,92,968

#### B. Other Equity

##### (1) Current reporting period

Particulars	Reserves and Surplus				Other Comprehensive Income				Total
	Capital Reserves	Securities Premium	General Reserves	Retained Earnings	Equity Instruments FVTOCI	Revaluation of Fixed assets	Remeasurement of Employee benefits	Other OCI items	
<b>As at April 1, 2024</b>	<b>35,115</b>	<b>80,858</b>	<b>157</b>	<b>2,84,557</b>	<b>1,462</b>	<b>61,590</b>	<b>(3,671)</b>	<b>625</b>	<b>4,60,692</b>
Profit for the year	-	-	-	2,33,370	-	-	-	-	2,33,370
Other Comprehensive income for the year	-	-	-	-	(4,990)	-	683	-	(4,303)
<b>As at March 31, 2025</b>	<b>35,115</b>	<b>80,858</b>	<b>157</b>	<b>5,17,927</b>	<b>3,529</b>	<b>61,590</b>	<b>(2,988)</b>	<b>625</b>	<b>6,89,756</b>

##### (2) Previous reporting period

Particulars	Reserves and Surplus				Other Comprehensive Income				Total
	Capital Reserves	Securities Premium	General Reserves	Retained Earnings	Equity Instruments FVTOCI	Revaluation of Fixed assets	Remeasurement of Employee benefits	Other OCI items	
<b>As at April 1, 2023</b>	<b>35,115</b>	<b>80,858</b>	<b>157</b>	<b>1,22,613</b>	<b>(11,138)</b>	<b>61,590</b>	<b>(3,847)</b>	<b>625</b>	<b>2,85,972</b>
Profit for the year	-	-	-	1,61,944	-	-	-	-	1,61,944
Other Comprehensive income for the year	-	-	-	-	12,600	-	176	-	12,776
<b>As At March 31, 2024</b>	<b>35,115</b>	<b>80,858</b>	<b>157</b>	<b>2,84,557</b>	<b>1,462</b>	<b>61,590</b>	<b>(3,671)</b>	<b>625</b>	<b>4,60,692</b>

In terms of our report attached

For DMKH & Co  
Chartered Accountants  
Firm's Registration No : 116886W

Anant Nyatee  
Partner (Membership No.: 447848)  
Mumbai, May 24, 2025

For Eco Recycling Limited

B K Soni  
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Shashank Soni  
Executive Director & CFO (DIN 06572759)  
Mumbai, May 24, 2025



# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

## for the year ended March 31, 2025

### 1. Company Information

Eco Recycling Limited ("the Company") is a Limited Company domiciled in India, with the Registered Office situated at 422, 4<sup>th</sup> Floor, The Summit Business Park, Near WEH Metro Station, Andheri-Kurla Road, Andheri (E), Mumbai – 400093. The Company has been incorporated in 1994 under the provisions of India Companies Act and its equity shares are listed on the BSE Limited in India. The Company is primarily involved in e-waste collection, disposal and recycling business that offers comprehensive services for recycling of electrical electronic equipment (EEE) waste.

The financial statements for the year ended March 31, 2025 were approved by the Board of Directors on May 24, 2025.

### 2. Significant Accounting Policies

#### (a) Statement of compliance and basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with and to comply in all material aspects with the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") as amended and notified under Section 133 of the Companies Act, 2013 ("the Act") and the relevant provisions of the Act.

#### (b) Basis of measurement

The financial statements have been prepared on accrual and going concern basis under the historical cost convention except for certain class of financial assets/ liabilities, share based payments and net liability for defined benefit plans that are measured at fair value.

#### (c) Rounding off

The Financial Statements are presented in INR and all values are rounded off to the nearest thousands (INR '000), unless otherwise stated.

#### (d) Use of estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ

from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

Key sources of estimation uncertainty at the date of financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of useful lives of property, plant and equipment, intangible assets, fair value of financial assets/ liabilities and impairment of investments

#### (e) Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and accumulated impairment, if any.

Cost includes financing cost attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use.

Depreciation is provided on straight-line basis for property, plant and equipment so as to expense the depreciable amount, i.e. the cost less estimated residual value, over its estimated useful lives. The estimated useful lives and residual values are reviewed annually and the effect of any changes in estimate is accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

The management's estimate of useful lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset classes, based on the Company's expected usage pattern supported by technical assessment:

Asset Class	Useful lives
(i) Plant and Equipment	15 years
(ii) Furniture & fixtures	10 years
(iii) Office equipment	5 years
(iv) Vehicles	8 years

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### (f) Intangible assets

Intangible assets are initially measured at acquisition cost including any directly attributable costs of preparing the asset for its intended use. Intangible assets with finite lives are amortized over their estimated useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Intangible Assets with indefinite useful lives are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

#### (g) Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its property, plant & equipment, 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, which is the higher of the value in use or fair value less cost to sell, of the asset or cash-generating unit, as the case may be, is estimated and impairment loss (if any) is recognized and the carrying amount is reduced to its recoverable amount. In assessing the 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. 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 an impairment loss subsequently reverses, the carrying amount of the asset or a cash-generating unit is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) earlier.

#### (h) Inventories

Inventories comprise all costs of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition. Raw materials and bought out components are valued at the lower of cost or net realisable value. Cost is determined on the basis of the weighted average method.

Finished goods produced, stock in trade and work-

in-progress are carried at cost or net realisable value whichever is lower.

#### (i) Foreign exchange transactions and translation

Transactions in foreign currencies i.e. other than the Company's functional currency of Indian Rupees are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the functional currency using exchange rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value is determined. Exchange differences on monetary items are recognized in profit or loss in the period in which they arise.

#### (j) Financial assets, financial liabilities and equity instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price. 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 measured on initial recognition of financial asset or financial liability.

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

#### Cash and cash equivalents

The Company considers all highly liquid investments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage. It also includes short-term balances with an original maturity of three months or less from the date of acquisition.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### **Financial assets at fair value through other comprehensive income**

Financial assets are subsequently measured at fair value through Other Comprehensive Income if these financial assets are held for collection of contractual cash flows and for selling the financial assets, where the asset's cash flows represent solely payments of principal and interest.

Movements in the carrying value are taken through Other Comprehensive income, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains or losses which are recognised in the Statement of Profit and Loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from Other Comprehensive Income to the Statement of Profit and Loss. Interest income on such financial assets is included as a part of the Company's income in the Statement of Profit and Loss using the effective interest rate method.

#### **Financial assets at fair value through profit or loss**

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on such debt instrument that is subsequently measured at FVTPL and is not part of a hedging relationship as well as interest income is recognised in the Statement of Profit and Loss.

#### **De-recognition**

A financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset. Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

#### **Financial liabilities**

All financial liabilities are recognised initially at fair value Transaction costs that are directly attributable to the acquisition or issue of financial liabilities, which are not at fair value through profit or loss, are

adjusted to the fair value on initial recognition.

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised, and through the amortisation process.

#### **De-recognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

#### **(k) Revenue Recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Net turnover is determined as income from the supply of goods and services, less discounts and such like, exclusive of turnover taxes.

#### **Sale of goods**

Revenue is recognized when the significant risks and rewards of ownership of the goods have been passed to the buyer. Sales are disclosed net of GST, trade discounts and returns, as applicable. Company derives revenues primarily from purchase of e-waste Scraps, segregates and accordingly sell it to the concerned customers.

#### **Income from services**

Revenue from services is recognized when services have been rendered and there should be no uncertainty regarding consideration and its ultimate collection. Company provides Data Destruction Services as a part of the services.

#### **Dividend and interest income**

Dividend from investments are recognized in profit or loss when the right to receive payment is established.

Interest income from a financial asset is recognized when it is probable that the economic benefits will

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

## for the year ended March 31, 2025

flow to the Company and the amount of income can be measured reliably.

### (l) Employee benefits

#### **Superannuation Fund, ESIC and Labour Welfare Fund**

The Company's contribution paid / payable during the year to Superannuation Fund, ESIC and Labour Welfare Fund are recognized in profit or loss.

#### **Defined contribution plans**

The Company pays provident fund 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 the contributions are recognized as employee benefit expenses when they are due.

The Company is liable for the contribution and any shortfall and remeasurement thereof, if any, based on actuarial valuation is recognized through Other Comprehensive Income (OCI).

### (n) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially 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 capitalization. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

### (o) Taxes

#### **Current tax**

Current tax is determined as the amount of tax payable in respect of taxable income for the year. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

#### **Deferred tax**

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary

differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. 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 period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are not recognized for the temporary differences arising from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

#### **Current and deferred tax for the year**

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

### (p) Accounting for Provisions, Contingent Liabilities & Contingent Assets

In conformity with Ind AS 37, a provision is recognized when the Company has a present obligation (legal or constructive) as a result of a past event 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. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in financial statements.

#### **(q) Leases**

The Company, as a lessee, recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received.

The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

#### **(r) Segment reporting**

Company is operating only in one business segment i.e. operation of e-waste recycling business in organised manner, the requirement to give segment reporting as per Ind AS Accounting Standard 108 on Operating Segment issued by the Institute of Chartered Accountants is not applicable.

#### **(s) Earnings per share**

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The Company did not have any potentially dilutive securities in any of the periods presented.

#### **(t) Recent pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### (u) Additional Regulatory Information

##### i. Ratios

Particulars	2024	2023	%Changes
<b>Current Ratio (times)</b> (Current assets/Current liabilities)	2.72	4.46	(38.97)
<b>Return on Equity</b> (Net Profit for the period)/Average Total Equity for the period)	12.09	8.39	44.11
<b>Inventory Turnover (times)</b> (Cost of materials consumed/Average Inventories for the period)	0.73	1.11	(34.15)
<b>Trade Receivables Turnover (times)</b> (Revenue from sale of goods and services/Average Trade Receivable for the period)	7.28	9.06	(19.58)
<b>Trade Payables Turnover (times)</b> (Purchase of goods and services + Other Expenses/Average Trade Payable for the period)	8.39	0.73	1050.52
<b>Net Capital Ratio (times)</b> (Total Sales/Average Working Capital)	2.13	4.01	(46.97)
<b>Interest Service Coverage Ratio</b> (Earnings before Interest, Tax and Exceptional Items/Interest Expense)	50.50	29.12	73.43
<b>Current Liability Ratio (%)</b> (Total Current Liabilities/ Total Liabilities)	12.33	6.88	79.39
<b>Operating Margin (%)</b> (Earnings before Interest, Tax and Exceptional Items/Value of Sales & Services)	74.05	72.44	2.23
<b>Net Profit margin (%)</b> (Net Profit for the period/Revenue from operations)	53.09	57.81	(8.16)

#### Explanatory notes:

- Cost of materials consumed for the purpose of Inventory turnover ratio includes Purchases of stock-in-trade and Changes in inventories of finished goods, stock-in-trade and work-in-progress.
- Non-Current Borrowings for the purpose of Long term debt to working capital ratio includes Current Maturities of Non-Current Borrowings and excludes the same from Current Liabilities.
- The reason for decrease in Current Ratio is due to increase in provision for income tax for FY 24-25.
- The reason for Increase in Return on Equity Ratio is due to increase in net profit for the period.
- The reason for decrease in Inventory Turnover Ratio is due to significant rise in average inventory.
- The reason for decrease in Trade Receivables Turnover Ratio is due to a significant rise in average receivables.
- The reason for Increase in Trade Payables Turnover Ratio is due to significant decrease in average trade payables.
- The reason for decrease in Net Capital Ratio is due to a significant increase in working capital, which is greater than revenue growth.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

- (ix) The reason for Increase in Interest Coverage Ratio is due to significant Increase in EBIT.
- (x) The reason for Increase in Current Liability Ratio is due to increase in provision for income tax for FY 24-25.
- (xi) The reasons for increase in Operating Margin is due to significant rise in the EBIT.
- (xii) The reasons for decrease in Net Profit Margin is due to increase in tax expenses, which includes payment of income tax of earlier financial year.

#### ii. Transaction with Struck off Companies

The company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act,

#### iii. Details of Benami Property held

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

#### iv. Title deeds of all immovable properties

Title deeds of all immovable properties appearing in the books of company are held in company own's name.

#### v. Registration of charge or satisfaction of charge with Registration of Companies (ROC)

The company does not have any charges or satisfaction which is yet to registered with ROC beyond the statutory period.

#### vi. Wilful Defaulter

The company has not been declared as willful defaulter by any bank or financial institution or other lenders.

#### vii. Details of Crypto Currency or Virtual Currency.

There are no trading or investment in Crypto currency or Virtual Currency during the financial year by the company.

#### viii. Undisclosed Income

There are no transaction which are recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

In terms of our report attached

For DMKH & Co  
Chartered Accountants  
Firm's Registration No : 116886W

Anant Nyatee  
Partner (Membership No.: 447848)  
Mumbai, May 24, 2025

For Eco Recycling Limited

B K Soni  
Chairman & Managing Director (DIN 01274250)

Aruna Soni  
Executive Director (DIN 01502649)

Shashank Soni  
Executive Director & CFO (DIN 06572759)  
Mumbai, May 24, 2025

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### For the year ended March 31, 2025

#### 3. Property Plant and Equipment

(₹ in '000)

Assets	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As on April 1, 2024	Additions During the Year	Deductions During the Year	As on March 31, 2025	Additions During the Year	Deductions During the Year	As on March 31, 2025	As on March 31, 2024
Facility Land and Building	256,109	176,582	-	432,691	-	-	432,691	256,109
Right Of Use Assets	61,785	-	-	61,785	3,522	-	49,581	53,103
Plant and Machinery	103,325	20,787	-	124,112	4,330	-	90,822	74,365
Furniture and Fixtures	9,414	752	-	10,166	936	-	6,687	6,872
Computers	2,881	-	-	2,881	-	-	125	125
Vehicles	14,489	2,879	-	17,368	603	-	3,708	1,432
Office Equipments	2,651	2,572	-	5,224	426	-	2,861	714
<b>TOTAL</b>	<b>450,655</b>	<b>203,572</b>	<b>-</b>	<b>654,227</b>	<b>9,818</b>	<b>-</b>	<b>586,474</b>	<b>392,720</b>

#### Intangible Assets

(₹ in '000)

Assets	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As on April 1, 2024	Additions During the Year	Deductions During the Year	As on March 31, 2025	Additions During the Year	Deductions During the Year	As on March 31, 2025	As on March 31, 2024
Licenses	819	1,322	-	2,141	208	-	1,832	717
<b>TOTAL</b>	<b>819</b>	<b>1,322</b>	<b>-</b>	<b>2,141</b>	<b>208</b>	<b>-</b>	<b>1,832</b>	<b>717</b>

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 4. Investments

##### A. Non-current Investments

(₹ in '000)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Units	Amount	No. of Units	Amount
<b>I Investments in Equity Instruments</b>				
Unquoted, fully paid up				
<b>At Cost</b>				
<b>Investments in Subsidiary, Associates and Joint Ventures</b>				
(i) Ecoreco Enviro Education Private Limited	8,499,990	8,500	849,9990	8,500
(ii) Ecoreco Park Pvt Ltd	1,800,000	45,000	1,800,000	45,000
<b>At Fair Value Through Other Comprehensive Income</b>				
Tata teleservices (Mah) Ltd	394,000	22,222	420,000	31,063
LIC Share	-	-	-	-
IDFC First Bank	18,000	10,332	-	-
Indian Railway Finance Corporation Ltd	34,000	4,230	100,000	14,240
<b>Total</b>	<b>10,746,490</b>	<b>90,285</b>	<b>10,819,990</b>	<b>98,803</b>

##### Aggregate value of quoted and unquoted investment as follows:

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Aggregate value of unquoted investments (net of impairment)	53,500	53,500
Aggregate value of quoted investments	36,785	45,303
Aggregate market value of quoted investments	36,785	45,303

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

## for the year ended March 31, 2025

### B. Current Investments

(₹ in '000)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Units	Amount	No. of Units	Amount
<b>I Investments in Equity Instruments</b>				
Quoted, fully paid up				
<b>At Fair Value Through Profit and Loss</b>				
Hindustan Construction Company Limited	5,000	129	-	-
Udaipur Cement Works Ltd	-	-	50,000	1,678
One 97 Communication Limited (Paytm)	-	-	23,000	9,263
LIC Share	-	-	19,000	17,377
Sovereign Gold Bonds	700	6,085	1,000	6,235
IDFC Limited	-	-	10,000	1,107
Jio Financial Services Ltd	-	-	4,000	1,415
GTL Limited	-	-	50,000	470
Kingfa Science & Technology	-	-	2,000	3,921
NHPC Ltd	-	-	30,000	2,689
NMDC Steel Limited	-	-	100,000	5,472
Tata Motors Ltd	1,000	674	-	-
Vodafone Idea Ltd	-	-	100,000	1,324
Yes Bank Limited	-	-	100,000	2,320
Punjab National Bank	-	-	37,000	4,601
Sintex Industries Limited	-	-	10,000	37
Steel Authority of India Ltd	24,000	2,764	50,000	6,708
Zodiac Clothing Limited	-	-	5,000	534
<b>Total</b>	<b>30,700</b>	<b>9,653</b>	<b>591,000</b>	<b>65,150</b>

Aggregate value of quoted investment as follows:

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Aggregate value of quoted investments	9,653	65,150
Aggregate market value of quoted investments	9,653	65,150

### 5. Loans

(₹ in '000)

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Security Deposits	16,500	16,500
<b>Total</b>	<b>16,500</b>	<b>16,500</b>

### 6. Other Financial Assets

(₹ in '000)

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Margin money deposits with bank	5,486	5,103
<b>Total</b>	<b>5,486</b>	<b>5,103</b>



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 7. Other Non Current Assets

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Security deposits	1,511	997
Tax Deposited with the Income Tax	472	472
Receivable from Keynote capitals	23,516	23,516
<b>Total</b>	<b>25,500</b>	<b>24,985</b>

#### 8. Inventories

(At lower of cost and net realisable value)

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Stock in Trade	61,395	22,193
Finished Goods	57,129	40,631
<b>Total</b>	<b>118,524</b>	<b>62,823</b>

#### 9. Trade Receivables

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Trade Receivables (Refer Note below)	75,486	44,460
Outstanding for following periods from due date of payment :		
Less than 6 month	74,567	44,460
6 month - 1 year	-	-
1 year - 2 year	919	-
2 year - 3 year	756	-
More than 3 years	-	-
Less: Provision for loss allowance	-	-
<b>Total</b>	<b>76,241</b>	<b>44,460</b>
<b>Break-Up:</b>		
Secured, considered good	-	-
Unsecured, considered good	76,241	44,460
Trade Receivables with significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
	<b>76,241</b>	<b>44,460</b>
Less: Provision for Loss Allowance	-	-
<b>Total</b>	<b>76,241</b>	<b>44,460</b>

#### 10 Cash and Cash equivalents

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Cash on hand	1,301	1,051
Cheques, drafts on hand	-	-
Balances with banks		
In current accounts	7,199	5,854
In term deposits with banks (less than 3 months)	13,773	-
<b>Total</b>	<b>22,273</b>	<b>6,905</b>

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 11. Other Current Assets

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Security deposits	-	500
Loans to related parties	-	18,000
Loans and advances to employees	393	182
Other current loans	-	-
Advances to Suppliers	13,340	4,046
Prepaid expenses	227	417
Balances with government authorities	5,282	-
Advance Income tax	104,700	35,667
Others	554	-
	124,496	58,813
Less: Provision for Loss allowance	-	-
<b>Total</b>	<b>124,496</b>	<b>58,813</b>
<b>Break-Up:</b>		
Secured, considered good	-	-
Unsecured, considered good	124,496	58,813
Loans which have a significant increase in credit risk	-	-
Loans which are credit impaired	-	-
	124,496	58,813
Less: Allowance for Doubtful fees	-	-
<b>Total</b>	<b>124,496</b>	<b>58,813</b>

#### 12 Equity Share Capital

The authorised, issued, subscribed and fully paid up share capital consist of the following:

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Authorised</b>		
3,00,00,000 equity shares of Rs. 10 each	3,00,000	3,00,000
	<b>3,00,000</b>	<b>3,00,000</b>
<b>Issued, Subscribed and Fully paid up</b>		
1,92,96,750 equity shares of Rs. 10 each	1,92,968	1,92,968
	<b>1,92,968</b>	<b>1,92,968</b>

#### a. Reconciliation of number of shares

(₹ in '000)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of shares	Amount	No. of shares	Amount
Issued, Subscribed and Paid up				
Opening Equity Share Capital	19,296,750	192,968	19,296,750	192,968
Add: Increase during the year	-	-	-	-
Less: Reduction during the year	-	-	-	-
<b>Closing Equity Share Capital</b>	<b>19,296,750</b>	<b>192,968</b>	<b>19,296,750</b>	<b>192,968</b>

#### b Terms/Rights attached to equity shares

The Company has only one class of equity shares having a face value of Rs. 10/- each. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. In the event of liquidation of the company, the equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### c Shares held by Holding Company, its Subsidiaries and Associates

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Holding Company</b>		
Ecoreco Ventures Private Limited	10,070,814	10,070,814
<b>Subsidiaries and Associates of Holding company</b>		
Nil	-	-

#### d Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

(₹ in '000)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of shares	Amount	No. of shares	Amount
i. Ecoreco Ventures Private Limited	10,070,814	52.19	10,070,814	52.19
ii. Brijkishor Kishangopal Soni	2,683,216	13.91	2,683,216	13.91
iii. Aruna Brijkishor Soni	1,163,200	6.03	1,163,200	6.03

#### e Equity shares movement during five years preceding March 31, 2024

##### i. Equity shares issued as bonus

The Company allotted 17,54,250 equity shares as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to Rs. 1,75,42,500/- pursuant to an ordinary resolution passed after taking the consent of shareholders in its 25th Annual General Meeting held on August 19, 2019.

#### f Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2025 is as follows:

(₹ in '000)

Particulars	As at March 31, 2025		As at March 31, 2024		% change during the year
	No. of shares	Amount	No. of shares	Amount	
Ecoreco Ventures Private Limited	10,070,814	52.19	10,070,814	52.19	-
Brijkishor Kishangopal Soni	2,683,216	13.91	2,683,216	13.91	-
Aruna Brijkishor Soni	1,163,200	6.03	1,163,200	6.03	-
Brijkishore Soni HUF	236,221	1.22	236,221	1.22	-



(1) Current reporting period

**(2) Previous reporting period**

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## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 14. Other Financial Liabilities

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Secured</b>		
Security Deposits	1,500	1,500
Other Payables	10,000	10,000
<b>Total</b>	<b>11,500</b>	<b>11,500</b>
<b>Unsecured</b>	-	-
<b>Total</b>	<b>11,500</b>	<b>11,500</b>

#### 15. A. Deferred Tax Liabilities

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Opening Balance	5,476	3,359
<b>Adjustments during the year</b>		
Profit and Loss	889	(674)
Other Comprehensive Income	(2,911)	2,791
<b>Total</b>	<b>6,119</b>	<b>5,476</b>

#### B. Deferred Tax Assets

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Opening Balance	-	9,147
<b>Adjustments during the year</b>		
Profit and Loss	-	-
Other Comprehensive Income	-	(9,147)
<b>Total</b>	<b>-</b>	<b>-</b>

#### 16. Provisions

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Provision for employee benefits</b>		
Provision for gratuity (net)	2,431	2,452
<b>Total</b>	<b>2,431</b>	<b>2,452</b>

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 17. Trade Payables

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Trade payables:</b>		
<b>-For Goods</b>	<b>10,441</b>	<b>1,093</b>
Outstanding for following periods from due date of payment :		
Less than 6 month	10,418	1,093
6 month - 1 year	-	-
1 year - 2 year	22	-
2 year - 3 year	-	-
More than 3 years	-	-
<b>-For Services</b>	<b>2,176</b>	<b>116</b>
Outstanding for following periods from due date of payment :		
Less than 6 month	2,056	116
6 month - 1 year	120	-
1 year - 2 year	-	-
2 year - 3 year	-	-
More than 3 years	-	-
<b>Total</b>	<b>12,616</b>	<b>1,209</b>

#### 18. Other Financial Liabilities

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Salary & Bonus Payable	1,485	4,449
<b>Total</b>	<b>1,485</b>	<b>4,449</b>

@ A liability is classified as current if, as on the Balance Sheet date, the Company does not have an unconditional right to defer its settlement for 12 months after the reporting date.

#### 19. Other Current liabilities

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Revenue received in advance	-	-
Statutory dues payable	283	279
GST payable	1,152	4,250
Provident Fund payable	147	152
TDS payable	1,098	1,879
Advances from customers	2,494	1,527
Others	301	301
<b>Total</b>	<b>5,474</b>	<b>8,388</b>

#### 20. Current Provisions

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Provision for employee benefits</b>		
Provision for gratuity (net)	5,222	5,113
Provision for taxation	104,735	34,735
Provision for Expenses	-	664
<b>Total</b>	<b>109,957</b>	<b>40,511</b>



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 21. Revenue from Operations (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Sale of Stock in Trade</b>		
Electric and Electronic Equipment	254,793	212,970
<b>Sale of Services</b>		
Data Destruction Charges	23,839	26,354
Other Operating Revenues	160,960	40,822
<b>Total</b>	<b>439,592</b>	<b>280,146</b>

#### 22. Other Income (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Gains from Sale of Shares	5,846	18,241
Sundry Balances Written Back	1,082	1,830
Dividend	120	698
Gain / (loss) on shares measured at FVTPL	2,734	24,563
Derivative Gain/(Loss)	3,978	(9)
Other Non Operating income	11,254	223
Interest Income	940	596
<b>Total</b>	<b>25,964</b>	<b>46,141</b>

#### 23. Cost of Materials Consumed (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Material Consumed	69,416	46,104
<b>Total</b>	<b>69,416</b>	<b>46,104</b>

#### 24. Purchases of Stock in Trade (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Purchases	52,588	33,312
<b>Total</b>	<b>52,588</b>	<b>33,312</b>

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 25. Changes in Inventories, Raw Material & Work in Progress (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Opening inventories</b>		
Finished Goods	40,631	11,949
Stock in Trade	22,193	29,177
Work in Progress	-	-
	<b>62,823</b>	<b>41,126</b>
<b>Closing Inventories</b>		
Finished Goods	57,129	40,631
Stock in Trade	61,395	22,193
Work in Progress	-	-
	<b>118,524</b>	<b>62,823</b>
<b>Total</b>	<b>(55,701)</b>	<b>(21,698)</b>

#### 26. Employee Benefit Expenses (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Salaries, Bonus and Other Allowances to staff	18,526	13,252
Remuneration to Directors	17,400	17,400
Contribution to Provident and Other Funds	1,201	651
Gratuity and other long term employee benefits	598	543
Employee Welfare Expenses	469	614
<b>Total</b>	<b>38,194</b>	<b>32,460</b>

#### 27. Finance Cost (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Interest Expense	6,446	6,969
Other Borrowing Costs	-	-
<b>Total</b>	<b>6,446</b>	<b>6,969</b>

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 28. Other Expenses

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Rent, Rates and Taxes	351	362
Travelling and Conveyance	2,667	3,160
Legal and Professional Fees	4,146	1,913
Prior Period Expenses	301	96
Training Charges	1,935	1,957
Advertisement	3,112	2,394
ROC Charges	33	46
Insurance Premium	705	572
Bank Charges	105	128
Printing and Stationery	487	450
Certification & License Fees	178	-
Electricity Charges	1,238	639
Security Charges	1,759	1,381
Fees to Auditors	440	290
Annual Listing Fees	478	325
Miscellaneous Expenses	218	393
Membership & Subscription Fees	140	141
Sundry Balances Written off	-	12
Software License	533	113
Share Trading	243	671
Telephone Expenses	265	230
Postage & Courier Charges	156	1,826
Business Promotion Expenses	1,227	2,231
Interest Paid	111	-
Office Expenses	932	1,238
Exchnage Rate Fluctuation	-	176
Motor Car & Vehicle Expenses	245	13
Other Factory Expenses	427	392
Packaging Material & Charges	396	540
CSR Expenses	399	2,669
Customs Duty	-	840
Arbitrator Charges	2,275	-
<b>Total</b>	<b>25,501</b>	<b>25,199</b>

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS for the year ended March 31, 2025

### 29. A. Corporate Social Responsibility Expense

As per section 135 of the Companies Act, 2013, the Company is required to spend 2% of its average net profit of the immediately three preceding financial years on CSR.

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
a) Prescribed CSR expenditure as per Section 135 of the Companies Act, 2013	1,899	1,169
b) Amount spent during the year on:	399	2,669
i) Construction/ acquisition of any asset	-	-
ii) For purposes other than (i) above	399	2,669
c) Unspent amount at the end of the year	-	-

d) Driven by the core purpose and in line with CSR vision, your Company continued to focus on promoting education, including special education and employment enhancing vocation skills, ensuring environmental sustainability.

Above contribution of CSR expense related to ongoing projects as at March 31, 2025.

### 29. B. Payment to Auditors

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Audit Fees	340	230
Tax Audit fees	85	50
Limited Review Report	75	-
<b>Total</b>	<b>500</b>	<b>280</b>

### 30. Disclosure In Respect of Employee Benefits

#### A. Amount Recognized in Statement of Financial Position at Period-End

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Present Value of Funded Defined Benefit Obligation	7,653	7,565
Fair value of Plan Assets	-	-
	7,653	7,565
Present Value of Unfunded Defined Benefit Obligation	-	-
Unrecognised Asset due to the Asset Ceiling	-	-
<b>Net Defined Benefit (Asset)/Liability Recognised in Statement of Financial Position</b>	<b>7,653</b>	<b>7,565</b>

#### B. Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Service Cost	237	192
Net Interest Cost	361	351
Past Service Cost	-	-
Administration Expenses	-	-
(Gain)/Loss due to Settlements/Curtailments/Terminations/Divestitures	-	-
<b>Total Defined Benefit Cost/(Income) included in Profit &amp; Loss</b>	<b>598</b>	<b>543</b>

#### C. Current / Non-Current Bifurcation

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Current Benefit Obligation	5,222	5,113
Non - Current Benefit Obligation	2,431	2,452
<b>(Asset)/Liability Recognised in the Balance Sheet</b>	<b>7,653</b>	<b>7,565</b>

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### D. Analysis of Amounts Recognised in Other Comprehensive (Income)/Loss at Period-End (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Amount recognized in OCI, Beginning of Period	2,823	2,999
<b>Remeasurements due to :</b>		
Effect of Change in financial assumptions	54	13
Effect of Change in demographic assumptions	-	-
Effect of experience adjustments	(565)	(189)
(Gain)/Loss on Curtailments/Settlements	-	-
Return on plan assets (excluding interest)	-	-
Changes in asset ceiling	-	-
<b>Total remeasurements recognized in OCI</b>	<b>(511)</b>	<b>(176)</b>
<b>Amount recognized in OCI, End of Period</b>	<b>2,312</b>	<b>2,823</b>

#### E. Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Amount recognized in P&L, End of Period	598	543
Amount recognized in OCI, End of Period	(511)	(176)
<b>Total Net Defined Benefit Cost/(Income) Recognized at Period-End</b>	<b>87</b>	<b>367</b>

#### F. Analysis of Amounts Recognised in Other Comprehensive (Income)/Loss at Period-End (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Defined Benefit Obligation, Beginning of Period	7,565	7,198
Net Current Service Cost	237	192
Interest Cost on DBO	361	351
Actual Plan Participants' Contributions	-	-
Actuarial (Gains)/Losses	(511)	(176)
Changes in Foreign Currency Exchange Rates	-	-
Acquisition/Business Combination/Divestiture	-	-
Benefits Paid	-	-
<b>Past Service Cost</b>	<b>-</b>	<b>-</b>
<b>Losses / (Gains) on Curtailments/Settlements</b>	<b>7,653</b>	<b>7,565</b>

#### G. Reconciliation of Balance Sheet Amount (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance Sheet (Asset)/Liability, Beginning of Period	7,565	7,198
<b>True-up</b>	<b>-</b>	<b>-</b>
Total Charge/(Credit) Recognised in Profit and Loss	598	453
Total Remeasurements Recognised in OC (Income)/Loss	(511)	(176)
Acquisitions/Business Combinations/Divestitures	-	-
Actual Company Contribution / Benefit Payouts Directly by the Company	-	-
Other Events	-	-
<b>Balance Sheet (Asset)/Liability, End of Period</b>	<b>7,653</b>	<b>7,565</b>

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### H. Financial Assumptions Used to Determine the Defined Benefit Obligation (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Discount Rate	6.45%	7.05%
Salary Escalation Rate	8.00%	8.00%

#### I. Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Discount Rate	6.45%	7.05%
Salary Escalation Rate	8.00%	8.00%
Expected Return on Plan Assets	NA	NA

#### J. Demographic Assumptions Used to Determine the Defined Benefit Obligation (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Withdrawal Rate	30.00%	30.00%
Mortality Rate	IALM (2012-14) Ult	IALM (2012-14) Ult
Retirement Age	60 Years	60 Years

#### K. Expected Cashflows for the Next Ten Years (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Year – 2026	5,388	-
Year – 2027	913	-
Year – 2028	600	-
Year – 2029	438	-
Year – 2030	341	-
Year - 2031 to 2035	750	-

#### L. Sensitivity Analysis (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Defined Benefit Obligation - Discount Rate + 100 basis points	5,388	-
Defined Benefit Obligation - Discount Rate - 100 basis points	913	-
Defined Benefit Obligation - Salary Escalation Rate + 100 basis points	600	-
Defined Benefit Obligation - Salary Escalation Rate - 100 basis points	438	-
Defined Benefit Obligation - Withdrawal Rate + 100 basis points	341	-
Defined Benefit Obligation - Withdrawal Rate - 100 basis points	750	-



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 31. Disclosure in Respect of Leases

##### Finance Lease: Company as Lessee

The Company leasing arrangements are in respect of factory/facility and office premise occupied by the Company. These leasing arrangements are cancellable except during the lock in period, and are renewable on a periodic basis by mutual consent on mutually acceptable terms.

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>i) The total of future minimum lease payments during lock in period of finance lease for each of the following periods:</b>		
a) Not later than one year	11,083	10,819
b) Lease payments recognized in the statement of profit & loss account	23,976	35,060

Particulars	As at March 31, 2025	As at March 31, 2024
<b>ii) Amount recognized in the statement of profit &amp; loss account during the year.</b>		
a) Total lease payments.	10,819	10,564
b) Depreciation on right-of-use assets.	3,522	3,579
C) Interest Expenses on lease liabilities.	6,446	6,969

Particulars	As at March 31, 2025	As at March 31, 2024
<b>iii) Amount recognised in the balance sheet during the year</b>		
<b>Right-of-use assets</b>		
Balance at the beginning	53,103	56,682
Depreciation during the year	3,522	3,579
<b>Balance at the end</b>	<b>49,581</b>	<b>53,103</b>
<b>Lease liabilities</b>		
Balance at the beginning	49,332	52,927
Interest Expenses during the year	6,446	6,969
Total lease payments.	10,819	10,564
<b>Balance at the end</b>	<b>44,959</b>	<b>49,332</b>

#### 32. Contingent Liabilities

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Bank Guarantee given in favour of the Customs Office, JNPT by the State Bank of India on behalf of the Company and is completely backed by an equal amount of fixed deposit placed with the Bank.	1,810	1,810
Corporate Guarantee in favour of National Skills Development Corporation on behalf of Ecoreco Enviro Education Pvt. Ltd. (Amount outstanding/payable by the Borrower Company as on reporting date)	5,389	8,982

#### 33. Earnings in Foreign Currency

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Service Charges	35,699	41,983
<b>Total</b>	<b>35,699</b>	<b>41,983</b>

# NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

## for the year ended March 31, 2025

### 34. Related Party Disclosures

Disclosure on Related Party Transactions as required by Ind AS 24 – Related Party Disclosures is given below:

#### A) Subsidiary Company:

Ecoreco Enviro Education Private Limited  
Ecoreco Park Private Limited

#### B) Key Management Persons (KMPs):

Name	Designation
Mr. Brijkishor Kishangopal Soni	Managing Director
Mr. Shashank Soni	Chief Financial Officer
Ms. Maneesha Jena (Upto February 2025)	Company Secretary

#### C) Details of Chairman and Directors of the Company:

Name	Designation
Mr. Brijkishor Kishangopal Soni	Chairman
Mrs. Aruna Soni	Executive Director
Mr. Shashank Soni	Executive Director
Mr. Srikrishna Bhamidipati	Independent Director
Mr. Dattatraya Devale	Independent Director
Mr. Giriraj Bhattar	Independent Director

#### D) Close family members of Key Managerial Personnel who are under the employment of the Company:

Name	Designation
Ms. Chahna Soni	Daughter of Chairman

#### E) Close family members of Key Managerial Personnel who are under the employment of the Company: Nil

#### F) Entities where Directors / Close family members of Directors have control / significant influence:

Ecoreco Ventures Private Limited	EPR Compliance Private Limited
Data De-End Private Limited	ELV Recycling Private Limited
Eco Remarketing Private Limited	Ecoreco Foundation
Reverse E-Commerce Private Limited	

#### G) Terms and conditions of transactions with related parties

- The Company has been entering into transactions with related parties for its business purposes. Related party vendors are selected competitively in line with other unrelated parties having regard to strict adherence to quality, timely servicing and cost advantage.
- The purchases from and sales to related parties are made on terms equivalent to and those applicable to all unrelated parties on arm's length transactions. Outstanding balances payable and receivable at the year-end are unsecured, interest free and will be settled in business transactions.

#### Details of Remuneration to Key Managerial Persons (KMPs)/ Close Family Member of KMPs (₹ in '000)

Name	Nature of transaction	As at March 31, 2025	As at March 31, 2024
Mr. Brijkishor Kishangopal Soni	Remuneration	7,200	7,200
Mr. Shashank Soni	Remuneration	6,000	6,000
Ms. Maneesha Jena	Remuneration	1,000	69

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### Details of transactions with Directors

(₹ in '000)

Name	Nature of transaction	As at March 31, 2025	As at March 31, 2024
Mrs. Aruna Soni	Remuneration	4,200	4,200
Mr. Shashank Soni	Remuneration	6,000	6,000
Mr. Srikrishna Bhamidipati	Sitting Fees	75	60
Mr. Dattatraya Devale	Sitting Fees	60	60
Mr. Giriraj Bhattar	Sitting Fees	75	60

#### Details of transactions with Relatives of Directors or KMPs

(₹ in '000)

Name	Nature of transaction	As at March 31, 2025	As at March 31, 2024
Ms. Chahna Soni	EPR Services	17,472	-

#### Details of transactions with Entities Controlled/Significantly influenced by Directors

(₹ in '000)

Name	Nature of transaction	As at March 31, 2025	As at March 31, 2024
Mr. Brijkishor Kishangopal Soni	Registered Office Rent	4,200	4,200
Reverse E-Commerce Private Limited	Purchase of E-waste	4,299	2,917
Data De-End Private Limited	Purchase of services	-	118
Data De-End Private Limited	Purchase of Asstes	793	-
Eco Remarketing Private Limited	Advance given	-	18,000
Ecoreco Enviro Education Pvt Ltd	Training fees Paid	1,935	1,762
Eco Remarketing Private Limited	Sale of Goods	3,053	420
EPR Compliance Private Limited	Purchase of services	-	118
Ecoreco Foundation	Sale of goods	-	4,720
Ecoreco Foundation	CSR expenditure	399	2,669

35. The Company was maintaining a demat and a trading account with Keynote Capital Limited for its investment in equity shares in the secondary market. In the year 2013-14 Keynote misappropriated 20,56,234 nos. of shares worth Rs. 4,48,55,092/- from its demat account and sold in the market under the pretext of an alleged recovery of debit balance created by way of unauthorised transactions in the derivative segment. Immediately, the company filed a complaint against Keynote with SEBI & NSE. The matter was referred to Arbitration and your company won at the two levels of the Arbitration. Now the matter is pending before The High Court of Mumbai.

36. Balances of some of the trade receivables, trade payables and creditor of expenses, loans & advances (given and taken) and loans are subject to confirmation from the respective parties. However, the management is of the view that no material adjustments will be required in this regards.

#### 37. Earnings Per Share

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Earnings per share has been computed as under :</b>		23,993
(a) Profit and Loss for the period	233,370	161,944
(b) Weighted Average of number of equity shares outstanding	19,297	19,297
<b>Earnings per Share - Basic</b>	<b>12.09</b>	<b>8.39</b>

Diluted shares per share is the same as Basic Earnings per share

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 38. Fair value measurements

The carrying value and fair values of financial assets and financial liabilities by categories as at March 31, 2025 is as follows:

##### (A) Financial instruments by category (₹ in '000)

Particulars	As at March 31, 2025			As at March 31, 2024		
	Amortized Cost	FVTOCI	FVTPL	Amortized Cost	FVTOCI	FVTPL
<b>Financial assets</b>						
Investments	53,500	36,785	96,526	53,500	45,303	65,150
Trade receivables	76,241	-	-	44,460	-	-
Loans	16,500	-	-	16,500	-	-
Other Financial Assets	5,486	-	-	5,103	-	-
Cash and cash equivalents	22,273	-	-	6,905	-	-
<b>Total financial assets</b>	<b>1,74,000</b>	<b>36,785</b>	<b>96,526</b>	<b>1,26,468</b>	<b>45,303</b>	<b>65,150</b>
<b>Financial liabilities</b>						
Borrowings	11,500	-	-	11,500	-	-
Trade Payables	12,616	-	-	1,209	-	-
Other financial liabilities	1,485	-	-	4,449	-	-
<b>Total Financial liabilities</b>	<b>25,601</b>	<b>-</b>	<b>-</b>	<b>17,158</b>	<b>-</b>	<b>-</b>

##### (B) Fair Value Disclosure

A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair values.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

##### Financial Instruments regularly measure using fair value – recurring items (₹ in '000)

Name	Fair value hierarchy	As at March 31, 2025	As at March 31, 2024
<b>Financial Assets</b>			
Investments in Equity instruments - Quoted (Financial instrument designated at FVTPL)	Level 1	9,653	65,150
Investment in Equity instruments – Quoted (Financial instrument designated at OCI)	Level 1	36,785	45,303
<b>Total financial assets</b>		<b>46,438</b>	<b>1,10,453</b>

#### 39. Financial risk management framework

In the course of its business, the Company is exposed to certain financial risks namely credit risk, interest risk, currency risk & liquidity risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The financial risks are managed in accordance with the Company's risk management policy which has been approved by its Board of Directors.

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS for the year ended March 31, 2025

### Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Company's income or the value of its holdings of financial instruments including cash flow. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximizing the return.

#### (a) Currency Risk

The Company's exposure to currency risk relates primarily to the Company's operating activities including anticipated sales and purchases where the transactions are denominated in a currency other than the Company's functional currency.

#### (b) Interest Rate Risk

The Company uses cash to manage the liquidity & fund requirements of its day-to-day operations. Further, certain interest bearing liabilities carry variable interest rates. The Company's investments are primarily in fixed rate interest bearing investments. Hence, the Company is not significantly exposed to interest rate risk.

### 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 only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure are continuously monitored.

Financial instruments that are subject to credit risk consist of trade receivables, loans, investments, cash and cash equivalents, bank deposits and other financial assets. The maximum exposure to credit risk was Rs. 22.04 crores and Rs. 23.69 crores as at March 31, 2025 and March 31, 2024, respectively, being the total of the carrying amount of balances with banks, bank deposits, investments, trade receivables, loans and other financial assets. None of the other financial instruments result in material concentration of credit risk.

### Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company consistently generated sufficient cash flows from operations to meet its financial obligations including lease liabilities as and when they fall due.

The tables below provide details regarding the contractual maturities of significant financial liabilities as at:

	(₹ in '000)		
March 31, 2025	Due in 1st year	Due in 2nd year	Total
<b>Non-derivative financial liabilities</b>			
Trade payables	12,616	-	12,616
Other financial liabilities	1,485	-	1,485

	(₹ in '000)		
March 31, 2024	Due in 1st year	Due in 2nd year	Total
<b>Non-derivative financial liabilities</b>			
Trade payables	1,209	-	1,209
Other financial liabilities	4,449	-	4,449



## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS for the year ended March 31, 2025

### 40. Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the company's capital management is to maximize shareholder value. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. The Company is not subject to any externally imposed capital requirements.

### 41. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/ disclosure.

Signatures to Notes 1 to 41

In terms of our report attached

For DMKH & Co  
Chartered Accountants  
Firm's Registration No : 116886W

Anant Nyatee  
Partner (Membership No.: 447848)  
Mumbai, May 24, 2025

For Eco Recycling Limited

B K Soni  
Chairman & Managing Director (DIN 01274250)

Aruna Soni  
Executive Director (DIN 01502649)

Shashank Soni  
Executive Director & CFO (DIN 06572759)  
Mumbai, May 24, 2025







# **Consolidated Financial Statements**

# INDEPENDENT AUDITOR'S REPORT

**Dear Members of  
Eco Recycling Limited**

## Report on the Audit of the Consolidated Ind AS Financial Statements

### Opinion

We have audited the Consolidated Ind AS financial statements of **ECO RECYCLING LIMITED** (the "Company"), which comprise the balance sheet as at March 31, 2025, the statement of profit and loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended, and notes to the Consolidated Ind AS financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS financial statements give the information required by the Companies Act, 2013 as amended (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit of the Consolidated Ind AS financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act ("SA's"). Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute

of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Ind AS financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS financial statements.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Ind AS financial statements for the financial year ended March 31, 2025. These matters were addressed in the context of our audit of the Consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

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

Key Audit Matters	
1. Revenue Recognition	How our audit addressed the key audit matter
Revenue is an important measure used to evaluate the performance of the company. There is a risk that the revenue is presented for amounts higher than what has been actually generated by the company.	Our audit procedures in respect to Revenue Recognition included the following; <ul style="list-style-type: none"> <li>Inspecting underlying documentation for any book entries which were considered to be material on a sample basis.</li> <li>Inspecting the key terms and conditions of agreements with major customers on a sample basis to assess if there were any terms and conditions that may have affected the accounting treatment of the revenue recognition.</li> <li>The accuracy and completeness of revenue was verified through Cut-Off testing and Analytical Reviews.</li> <li>Review that the revenue has been recognized in accordance with the revenue recognition policy of the Company.</li> </ul>
Consequently We Considered Revenue Recognition To Be A Significant Key Audit Matter.	

## Emphasis of Matter Para.

5. We draw attention to Note No. 3, where the Company has not carried out a fair valuation of the property and assets located at its Kharbao, Mumbai unit and continues to carry them at historical cost. The production activities at this location could not be commenced due to certain unavoidable circumstances in the past. Consequently, no depreciation has been charged on these assets ever since. Company believes that the carrying amounts of these financial assets and financial liabilities approximate their fair values and that the impact of change, if any, on account of fair valuation of these financial assets and financial liabilities, will be insignificant. Our opinion is not modified in respect of this matter.
6. We draw attention to Note No. 7, where an amount of ₹ 2,35,16,348 is receivable from M/s Keynote Capital Limited ("Keynote") in respect of certain share transactions alleged to have been misappropriated by Keynote. As stated in the note, the matter is currently sub judice and pending for final adjudication before the Hon'ble Bombay High Court. Our opinion is not modified in respect of this matter.
7. We draw attention to Note No. 2.(e) significant accounting policies under Notes forming part of Consolidated financial statements, which describes the Company's accounting policy regarding depreciation on property, plant and equipment. The Company has not considered the residual (salvage) value of fixed assets while computing depreciation, which is not in accordance with the requirements of Indian Accounting Standard (Ind AS) 16 – Property, Plant and Equipment. As stated in the note, the management is of the view that the useful life estimated for the assets is lower than their actual economic life, and therefore, any residual value at the end of the useful life would be insignificant and not material to the Consolidated financial statements. Accordingly, depreciation has been charged without considering residual value. Our opinion is not modified in respect of this matter.
8. We draw attention to Tax Expenses to the Consolidated financial statements, which states that the Company has made an additional income tax payment of ₹ 1,21,64,460 in current Financial Year i.e. FY 24-25 in the month of September 2024, pertaining to the previous financial year ended March 31, 2024. The said amount has been recognized as an expense in the Statement of Profit and Loss under Tax Expense for earlier Financial Year. Our opinion is not modified in respect of this matter.

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance Report and Shareholder's Information, but does not include the Consolidated Ind AS financial statements and our auditor's report thereon.

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

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

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

## Management's Responsibilities for the Consolidated Ind AS Financial Statements

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 Consolidated Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the Consolidated Ind AS 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 financial 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the 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 Consolidated Ind AS 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 Consolidated Ind AS Financial Statements, including the disclosures, and whether the Consolidated Ind AS Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding Consolidated Ind AS Financial Statements of the Company to express an opinion on the same.

Materiality is the magnitude of misstatements in the Consolidated Ind AS Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Ind AS Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Ind AS Financial Statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Ind AS 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

3. As required by Section 143(3) of the Act, based on our audit we report that:

- i) 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;
- j) 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;
- k) The balance sheet, the statement of profit and loss including other comprehensive income, statement of changes in equity and the statement of cash flows dealt with by this report are in agreement with the relevant books of account.
- l) In our opinion, the aforesaid Consolidated Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act, read with relevant rule issued there under to the extent applicable to the Company.
- m) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
- n) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- o) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- p) 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 Consolidated Ind AS Financial Statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.
  - iv. a) The management has represented that, to the best of its knowledge and belief, 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 persons or entities, 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, no funds have been received by the Company from any persons or entities, 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 were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. The company has neither declared nor paid any dividend during the year. Hence, reporting the compliance with section 123 of the Act is not applicable.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the

course of our audit we did not come across any instance of audit trail feature being tampered with respect of the accounting software.

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

For **DMKH & CO.**  
Chartered Accountants  
Firm Registration Number: 116886W

**Anant Nyatee**  
Partner  
Membership Number: 447848  
UDIN 25447848BMNWFK6640  
Place: Mumbai  
Date: May 24, 2025



## ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of ECO RECYCLING LIMITED of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

We have audited the internal financial controls over financial reporting of **ECO RECYCLING LIMITED** ("the Holding Company") as of March 31, 2025 in conjunction with our audit of the Consolidated Ind AS financial statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

### **Meaning of Internal Financial Controls with Reference to Consolidated Ind AS Financial Statements**

A company's internal financial control with reference to Consolidated Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Consolidated Ind AS 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 Consolidated Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of the management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated Ind AS financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility

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

### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal financial control

over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **DMKH & CO.**  
Chartered Accountants  
Firm Registration Number: 116886W

**Anant Nyatee**  
Partner  
Membership Number: 447848  
UDIN 25447848BMNWFK6640  
Place: Mumbai  
Date: May 24, 2025



## ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT

(REFERRED TO IN PARAGRAPH 2 UNDER THE HEADING OF "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT TO THE MEMBERS OF ECO RECYCLING LIMITED OF EVEN DATE)

**Report on the Companies (Auditor's Report) Order, 2020, with reference to Consolidated Ind AS financial statements, issued in terms of Section 143(11) of the Companies Act, 2013 ("the Act") of the ECO RECYCLING LIMITED("the Company"):**

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) In respect of company's property, plant and equipment and Intangible Assets:
  - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
  - (B) The Company has maintained proper records showing full particulars of intangibles assets.
  - (b) The Company has a regular program of physical verification of its property, plant and equipment (PPE), right of use assets and investment property under which the assets are physically verified in a phased manner 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. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - (c) According to the information and explanations given by the management, the title deeds of all the immovable properties included in property, plant and equipment (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
  - (d) The Company has not revalued its property, plant and equipment's (including Right of use assets) or intangible assets during the year ended March 31, 2025.
  - (e) There are no proceedings initiated or are pending against the Company for holding any benami

property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

- (ii) (a) The inventory has been physically verified by the management during the year except for goods-in-transit and inventories lying with third parties. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate and no discrepancies of 10% or more in aggregate for each class of inventory were noticed. Inventories lying with third parties have been confirmed by them as at March 31, 2025 and discrepancies of 10% or more in aggregate for each class of inventory were not noticed in respect of such confirmations.
- (b) The Company has not been sanctioned cash credit / working capital limits in excess of INR five Crores in aggregate from banks during the year on the basis of security of current assets of the Company and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) (a) According to information and explanation given to us, the company has not made investments in, nor has provided guarantee, and not granted loans or advances in the nature of loans, to companies as reported in Consolidated Ind AS financial statements, firms, limited liability partnerships or any other parties listed in the register maintained under Section 189 of the Companies Act, 2013.
- (b) As per explanation given by management and examination of records, the Company has not made any investments neither provided guarantees, security.
- (c) The Company has not granted loans during the year to a company where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular.
- (d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.

(e) There were no loans or advance in the nature of loan granted to companies, firms, limited liability partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, limited liability partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, Loans, investments, guarantees and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.

v. In our opinion and according to the information and explanations given to us, the Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

vi. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of the Company's products, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

vii. According to the information and explanation given to us, in respect of statutory dues:

(a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these

statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

Nature of Statute	Nature of Due	Amount in INR	Period to which the amount relates (F.Y.)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	12,74,308	2018-2019*	CIT (Appeals)

viii. In our opinion and according to the information and explanations given to us, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

ix. In our opinion and according to the information and explanations given by the management:

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

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) On an overview examination of the Consolidated Ind AS financial statement, the Company has not raised any funds from the term loans, therefore the reporting under clause 3(ix)(c) is not applicable.

(d) On an overall examination of the Consolidated Ind AS financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) On an overall examination of the Consolidated Ind AS financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.



- x. In our opinion and according to the information and explanation given by the management, we are of the opinion that:
- (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on 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 / fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- xi. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Consolidated Ind AS financial statements and according to the information and explanations given by the management, we report that:
- (a) No fraud / material fraud by the Company or no fraud / material fraud on the Company has been noticed or reported during the year.
  - (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by the cost auditor or secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
  - (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Therefore, paragraph 3(xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the Consolidated Ind AS financial statements, as required by the applicable accounting standards.
- xiv. (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company
- (b) The Company has not conducted any Nonbanking Financial or Housing Finance activities without obtained a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- xvii. The Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year.
- xviii. There has been resignation of the statutory auditors during the year and we have taken into consideration the issues, objections or concerns raised by the outgoing auditors.
- xix. On the basis of the financial ratios disclosed in Note 2(u) to the Consolidated Ind AS financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Consolidated Ind AS financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the

balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.
- (b) There are no ongoing projects, for which the Company is required to transfer unspent Corporate

Social Responsibility (CSR) amount as at the end of the previous financial year, to a Special account within a period of 30 days from the end of the said financial year in compliance with the provisions of Section 135(6) of the Act. Accordingly, clause 3(xx)(b) of the Order is not applicable.

For **D M K H & CO.**

**Chartered Accountants**

Firm Registration Number: 116886W

**Anant Nyatee**

**Partner**

Membership Number: 447848

UDIN 25447848BMNWFK6640

Place: Mumbai

Date: May 24, 2025





## CONSOLIDATED BALANCE SHEET as at March 31, 2025

(₹ in '000)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
<b>A Assets</b>			
<b>(1) Non-Current Assets</b>			
Property, Plant and Equipment		536,939	339,699
Right Of Use Assets	3	49,581	53,103
Intangible Assets		1,927	844
<b>Financial Assets</b>			
Investments	4A	36,785	61,574
Loans	5	16,500	16,500
Other Financial Assets	6	6,092	5,103
Deferred Tax Assets	15B	-	16
Other Non Current Assets	7	25,500	24,985
<b>Total Non Current Assets</b>		<b>673,324</b>	<b>501,825</b>
<b>(2) Current Assets</b>			
Inventories	8	118,524	62,823
<b>Financial Asset</b>			
Investments	4B	81,315	115,767
Trade Receivables	9	76,241	44,460
Cash and Cash Equivalents	10	29,162	15,155
Bank Balances other than (iii) above		-	-
Other Current Assets	11	127,011	66,081
		<b>432,253</b>	<b>304,285</b>
<b>Total Assets</b>		<b>1,105,577</b>	<b>806,109</b>
<b>B Equity and Liabilities</b>			
<b>(1) Equity</b>			
Equity Share Capital	12	192,968	192,968
Other Equity	13	686,281	465,335
<b>Total Equity Attributable to Parent Entity</b>		<b>879,248</b>	<b>658,303</b>
<b>Non-Controlling Interest</b>		<b>16,451</b>	<b>16,876</b>
<b>Total Equity</b>		<b>895,699</b>	<b>675,178</b>
<b>Liabilities</b>			
<b>(2) Non Current Liabilities</b>			
<b>Financial Liabilities</b>			
Other Financial Liabilities	14	26,889	11,500
Lease Liability	32	36,401	45,357
Provisions	16	2,431	7,565
Deferred Tax Liabilities	15A	3,526	7,232
<b>Total Non Current Liabilities</b>		<b>69,246</b>	<b>71,654</b>
<b>(3) Current Liabilities</b>			
<b>Financial Liabilities</b>			
Borrowings	18	-	-
Lease Liability	32	8,558	3,975
Trade Payables	17	12,220	2,729
Other Financial Liabilities	19	1,585	4,449
Other Current Liabilities	20	5,538	8,466
Provisions	21	112,729	39,658
		<b>140,632</b>	<b>59,278</b>
<b>Total Equity and Liabilities</b>		<b>1,105,577</b>	<b>806,109</b>

Notes forming part of Financial Statements

1-41

In terms of our report attached

For Eco Recycling Limited

For DMKH &amp; Co

B K Soni

Chartered Accountants

Chairman &amp; Managing Director (DIN 01274250)

Firm's Registration No : 116886W

Aruna Soni

Executive Director (DIN 01502649)

Anant Nyatee

Shashank Soni

Partner (Membership No.: 447848)

Executive Director &amp; CFO (DIN 06572759)

Mumbai, May 24, 2025

Mumbai, May 24, 2025

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the period ended March 31, 2025

(₹ in '000)

Particulars	Note No.	Year Ended March 31, 2025	Year Ended March 31, 2024
<b>I INCOME</b>			
Revenue From Operations	21	439,592	280,146
Other Income	22	23,408	72,641
<b>Total Income</b>		<b>463,000</b>	<b>352,787</b>
<b>II EXPENSES</b>			
Cost of Materials Consumed	23	69,416	46,104
Purchases of Stock-in-Trade	24	52,588	33,312
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	25	(55,701)	(21,698)
Employee Benefits Expense	26	38,594	32,460
Finance Costs	27	7,088	6,969
Depreciation and Amortisation Expense	3	10,093	8,038
Other Expenses	28	24,269	25,563
<b>Total Expenses</b>		<b>146,346</b>	<b>130,749</b>
<b>III Profit / (Loss) before Exceptional Items</b>		<b>316,654</b>	<b>222,038</b>
<b>IV Exceptional Items</b>		-	-
<b>V Profit / (Loss) before Tax</b>		<b>316,654</b>	<b>222,038</b>
<b>VI Tax Expense</b>			
(a) Current Tax		71,500	38,700
(b) Tax Expense for the Earlier Financial Year		12,164	
(c) Deferred Tax		(799)	1,107
<b>VII Profit / (Loss) for the Year</b>		<b>233,788</b>	<b>182,231</b>
<b>VIII Other Comprehensive Income</b>			
<b>(a) Items that will not be reclassified to Profit or Loss</b>			
Measurement of Employment Defined Benefit Plans		511	176
Fair value changes of Equity Instruments		(7,729)	14,277
<b>(b) Income tax relating to items in (a) above</b>		2,911	(1,678)
<b>Other Comprehensive Income (Net of Tax)</b>		<b>(4,307)</b>	<b>12,776</b>
<b>IX Total Comprehensive Income for the period</b>		<b>229,482</b>	<b>195,007</b>
<b>Profit for the Year Attributed to:</b>			
Shareholder of the Company		<b>658,963</b>	<b>178,287</b>
Non-Controlling Interest		<b>(425,175)</b>	<b>3,944</b>
		<b>233,788</b>	<b>182,231</b>
<b>Other Comprehensive Income for the Period Attributed to:</b>			
Shareholder of the Company		<b>(4,307)</b>	<b>12,776</b>
Non-Controlling Interest		-	-
		<b>(4,307)</b>	<b>12,776</b>
<b>Total Comprehensive Income for the Period Attributed to:</b>			
Shareholder of the Company		<b>654,656</b>	<b>191,062</b>
Non-Controlling Interest		<b>(425,175)</b>	<b>3,944</b>
		<b>229,482</b>	<b>195,007</b>
<b>X Earnings Per Equity Share (Rs 10 per share fully paid up)</b>			
(a) Basic		12.12	9.44
(b) Diluted		12.12	9.44
Notes forming part of Financial Statements	1-41		

In terms of our report attached

For DMKH & Co  
Chartered Accountants  
Firm's Registration No : 116886W

Anant Nyatee  
Partner (Membership No.: 447848)  
Mumbai, May 24, 2025

For Eco Recycling Limited

B K Soni  
Chairman & Managing Director (DIN 01274250)

Aruna Soni  
Executive Director (DIN 01502649)

Shashank Soni  
Executive Director & CFO (DIN 06572759)  
Mumbai, May 24, 2025

## CONSOLIDATED CASH FLOW STATEMENT

### for the year ended March 31, 2025

(₹ in '000)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Cash flow from Operating Activities</b>		
<b>Net Profit before tax</b>	<b>316,654</b>	<b>222,038</b>
<b>Adjustments for Non cash and other items :</b>		
Depreciation and Amortisation	10,093	8,038
Interest and Dividend Income	(1,478)	(1,745)
Finance Cost	6,446	6,969
Other Non- Operating income	188	-
Sundry Balance Written Back	(1,012)	(1,830)
Gain/Loss on Sale of Investments	(9,099)	(62,747)
	<b>5,138</b>	<b>(51,314)</b>
<b>Operating Profit before working capital changes</b>	<b>321,792</b>	<b>170,724</b>
<b>Adjustments for:</b>		
(Increase) / Decrease in Inventories	(55,701)	(21,698)
(Increase) / Decrease in Trade Receivables	(31,781)	(19,992)
(Increase) / Decrease in Loans and other Financial Assets	(736)	(17,116)
(Increase) / Decrease in other Current and Non-Current Assets	7,378	(325)
Increase / (Decrease) in other Trade Payables	9,903	(105,057)
Increase / (Decrease) in other Financial Liabilities	7,136	2,601
Increase / (Decrease) in other Current Liabilities	(2,929)	3,265
Increase / (Decrease) in other Current Liabilities	(2,474)	543
	<b>252,586</b>	<b>12,944</b>
Income Tax Paid (net of refunds)	83,664	38,700
<b>Cash generated from Operating Activities (I)</b>	<b>168,921</b>	<b>(25,756)</b>
<b>Cash Flow from Investing Activities</b>		
Proceeds from sale of Investments	62,914	51,588
Interest and Dividend Income	1,478	1,745
Payments to acquire Fixed Assets	(204,894)	(20,399)
<b>Cash generated from Investing Activities (II)</b>	<b>(140,503)</b>	<b>32,935</b>
<b>Cash Flow from Financing Activities</b>		
Repayment of Lease Rent	(10,819)	-
Repayment of Borrowings	(3,593)	(3,593)
<b>Cash generated from Financing Activities (III)</b>	<b>(14,411)</b>	<b>(3,593)</b>
<b>NET INCREASE / (DECREASE) CASH AND CASH EQUIVALENTS</b>	<b>14,007</b>	<b>3,586</b>
Add: cash and cash equivalent at the beginning of the year	15,155	11,569
<b>CASH AND CASH EQUIVALENT AT THE END OF THE YEAR</b>	<b>29,162</b>	<b>15,155</b>

In terms of our report attached

For DMKH & Co  
Chartered Accountants  
Firm's Registration No : 116886W

Anant Nyatee  
Partner (Membership No.: 447848)  
Mumbai, May 24, 2025

For Eco Recycling Limited

B K Soni  
Chairman & Managing Director (DIN 01274250)

Aruna Soni  
Executive Director (DIN 01502649)

Shashank Soni  
Executive Director & CFO (DIN 06572759)  
Mumbai, May 24, 2025

## CONSOLIDATED STATEMENT OF CHANGE IN EQUITY

### for the year ended March 31, 2024

#### A. Equity Share Capital

##### (1) Current reporting period

Balance as at April 1, 2024	Changes during the year	Balance as at March 31, 2025
1,92,968	-	1,92,968

##### (2) Previous reporting period

Balance as at April 1, 2023	Changes during the year	Balance as at March 31, 2024
1,92,968	-	1,92,968

#### B. Other Equity

##### (1) Current reporting period

Particulars	Reserves and Surplus				Other Comprehensive Income					Total
	Capital Reserves	Securities Premium	General Reserves	Retained Earnings	Equity Instruments FVTOCI	Revaluation of Fixed assets	Remeasurement of Employee benefits	Other OCI items	Non-Controlling Interest	
<b>As at April 1, 2024</b>	<b>35,115</b>	<b>80,858</b>	<b>157</b>	<b>279,184</b>	<b>45,016</b>	<b>18,520</b>	<b>(3,286)</b>	<b>9,771</b>	<b>16,876</b>	<b>482,211</b>
Profit for the year	-	-	-	225,253	-	-	-	-	(425)	224,828
Other Comprehensive income for the year	-	-	-	-	(4,990)	-	683	-	-	(4,307)
<b>As at March 31, 2025</b>	<b>35,115</b>	<b>80,858</b>	<b>157</b>	<b>504,437</b>	<b>40,026</b>	<b>18,520</b>	<b>(2,603)</b>	<b>9,771</b>	<b>16,451</b>	<b>702,732</b>

##### (2) Previous reporting period

Particulars	Reserves and Surplus				Other Comprehensive Income					Total
	Capital Reserves	Securities Premium	General Reserves	Retained Earnings	Equity Instruments FVTOCI	Revaluation of Fixed assets	Remeasurement of Employee benefits	Other OCI items	Non-Controlling Interest	
<b>As at April 1, 2023</b>	<b>35,115</b>	<b>80,858</b>	<b>157</b>	<b>101,491</b>	<b>32,417</b>	<b>18,520</b>	<b>(3,462)</b>	<b>625</b>	<b>12,932</b>	<b>278,653</b>
Profit for the year	-	-	-	161,944	-	-	-	-	3,944	165,888
Other	-	-	-	15,749	-	-	-	-	-	15,749
Other Comprehensive income for the year	-	-	-	-	12,599	-	176	9,147	-	21,921
<b>As At March 31, 2024</b>	<b>35,115</b>	<b>80,858</b>	<b>157</b>	<b>279,184</b>	<b>45,016</b>	<b>18,520</b>	<b>(3,286)</b>	<b>9,771</b>	<b>16,876</b>	<b>482,211</b>

In terms of our report attached

For DMKH & Co  
Chartered Accountants  
Firm's Registration No : 116886W

Anant Nyatee  
Partner (Membership No.: 447848)  
Mumbai, May 24, 2025

For Eco Recycling Limited

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Shashank Soni  
Executive Director & CFO (DIN 06572759)  
Mumbai, May 24, 2025

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

## for the year ended March 31, 2025

### 1. Company Information

Eco Recycling Limited ("the Company") is a Limited Company domiciled in India, with the Registered Office situated at 422, 4<sup>th</sup> Floor, The Summit Business Park, Near WEH Metro Station, Andheri-Kurla Road, Andheri (E), Mumbai – 400093. The Company has been incorporated in 1994 under the provisions of India Companies Act and its equity shares are listed on the BSE Limited in India.

The Company is primarily involved in e-waste collection, disposal and recycling business that offers comprehensive services for recycling of electrical electronic equipment (EEE) waste.

The financial statements for the year ended March 31, 2025 were approved by the Board of Directors on May 24, 2025.

### 2. Significant Accounting Policies

#### (a) Statement of compliance and basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with and to comply in all material aspects with the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") as amended and notified under Section 133 of the Companies Act, 2013 ("the Act") and the relevant provisions of the Act.

#### (b) Basis of measurement

The financial statements have been prepared on accrual and going concern basis under the historical cost convention except for certain class of financial assets/ liabilities, share based payments and net liability for defined benefit plans that are measured at fair value.

#### (c) Rounding off

The Financial Statements are presented in INR and all values are rounded off to the nearest thousands (INR '000), unless otherwise stated.

#### (d) Use of estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses at the date of these financial statements and the reported amounts of revenues and expenses

for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

Key sources of estimation uncertainty at the date of financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of useful lives of property, plant and equipment, intangible assets, fair value of financial assets/ liabilities and impairment of investments.

#### (e) Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and accumulated impairment, if any.

Cost includes financing cost attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use.

Depreciation is provided on straight-line basis for property, plant and equipment so as to expense the depreciable amount, i.e. the cost less estimated residual value, over its estimated useful lives. The estimated useful lives and residual values are reviewed annually and the effect of any changes in estimate is accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss. The management's estimate of useful lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset classes, based on the Company's expected usage pattern supported by technical assessment:

Asset Class	Useful lives
(i) Plant and Equipment	15 years
(ii) Furniture & fixtures	10 years
(iii) Office equipment	5 years
(iv) Vehicles	8 years

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### (f) Intangible assets

Intangible assets are initially measured at acquisition cost including any directly attributable costs of preparing the asset for its intended use. Intangible assets with finite lives are amortized over their estimated useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Intangible Assets with indefinite useful lives are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

#### (g) Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its property, plant & equipment, 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, which is the higher of the value in use or fair value less cost to sell, of the asset or cash-generating unit, as the case may be, is estimated and impairment loss (if any) is recognized and the carrying amount is reduced to its recoverable amount. In assessing the 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. 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 an impairment loss subsequently reverses, the carrying amount of the asset or a cash-generating unit is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) earlier.

#### (h) Inventories

Inventories comprise all costs of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition. Raw materials and bought out components are valued at the lower of cost or net realisable value. Cost is determined on the basis of the weighted average method.

Finished goods produced, stock in trade and work-in-progress are carried at cost or net realisable value whichever is lower.

#### (i) Foreign exchange transactions and translation

Transactions in foreign currencies i.e. other than the Company's functional currency of Indian Rupees are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the functional currency using exchange rates prevailing at that date.

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value is determined. Exchange differences on monetary items are recognized in profit or loss in the period in which they arise.

#### (j) Financial assets, financial liabilities and equity instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables which are initially measured at transaction price. 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 measured on initial recognition of financial asset or financial liability.

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

#### Cash and cash equivalents

The Company considers all highly liquid investments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage. It



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

also includes short-term balances with an original maturity of three months or less from the date of acquisition.

#### **Financial assets at fair value through other comprehensive income**

Financial assets are subsequently measured at fair value through Other Comprehensive Income if these financial assets are held for collection of contractual cash flows and for selling the financial assets, where the asset's cash flows represent solely payments of principal and interest.

Movements in the carrying value are taken through Other Comprehensive income, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains or losses which are recognised in the Statement of Profit and Loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from Other Comprehensive Income to the Statement of Profit and Loss. Interest income on such financial assets is included as a part of the Company's income in the Statement of Profit and Loss using the effective interest rate method.

#### **Financial assets at fair value through profit or loss**

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on such debt instrument that is subsequently measured at FVTPL and is not part of a hedging relationship as well as interest income is recognised in the Statement of Profit and Loss.

#### **De-recognition**

A financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset. Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

#### **Financial liabilities**

All financial liabilities are recognised initially at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition.

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised, and through the amortisation process.

#### **De-recognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

#### **(k) Revenue Recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Net turnover is determined as income from the supply of goods and services, less discounts and such like, exclusive of turnover taxes.

#### **Sale of goods**

Revenue is recognized when the significant risks and rewards of ownership of the goods have been passed to the buyer. Sales are disclosed net of GST, trade discounts and returns, as applicable. Company derives revenues primarily from purchase of e-waste Scraps, segregates and accordingly sell it to the concerned customers.

#### **Income from services**

Revenue from services is recognized when services have been rendered and there should be no uncertainty regarding consideration and its ultimate collection. Company provides Data Destruction Services as a part of the services.

# NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

## for the year ended March 31, 2025

### **Dividend and interest income**

Dividend from investments are recognized in profit or loss when the right to receive payment is established.

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

### **(l) Employee benefits**

#### **Superannuation Fund, ESIC and Labour Welfare Fund**

The Company's contribution paid / payable during the year to Superannuation Fund, ESIC and Labour Welfare Fund are recognized in profit or loss.

#### **Defined contribution plans**

The Company pays provident fund 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 the contributions are recognized as employee benefit expenses when they are due.

The Company is liable for the contribution and any shortfall and remeasurement thereof, if any, based on actuarial valuation is recognized through Other Comprehensive Income (OCI).

### **(n) Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially 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 capitalization. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

### **(o) Taxes**

#### **Current tax**

Current tax is determined as the amount of tax payable in respect of taxable income for the year. The Company's current tax is calculated using tax rates

that have been enacted or substantively enacted by the end of the reporting period.

#### **Deferred tax**

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. 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 period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are not recognized for the temporary differences arising from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

#### **Current and deferred tax for the year**

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

### **(p) Accounting for Provisions, Contingent Liabilities & Contingent Assets**

In conformity with Ind AS 37, a provision is recognized when the Company has a present obligation (legal or constructive) as a result of a past event 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. Provisions are not

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates.

Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in financial statements.

#### (q) Leases

The Company, as a lessee, recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received.

The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

#### (r) Segment reporting

Company is operating only in one business segment i.e. operation of e-waste recycling business in organised manner, the requirement to give segment reporting as per Ind AS Accounting Standard 108 on Operating Segment issued by the Institute of Chartered Accountants is not applicable.

#### (s) Earnings per share

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The Company did not have any potentially dilutive securities in any of the periods presented.

#### (t) Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

#### (u) Additional Regulatory Information

##### i. Ratios

Particulars	2025	2024	%Changes
<b>Current Ratio (times)</b> (Current assets/Current liabilities)	3.07	5.13	(40.12)
<b>Return on Equity</b> (Net Profit for the period)/Average Total Equity for the period)	1.21	0.94	28.29
<b>Inventory Turnover (times)</b> (Cost of materials consumed/Average Inventories for the period)	0.73	1.11	(34.15)
<b>Trade Receivables Turnover (times)</b> (Revenue from sale of goods and services/Average Trade Receivable for the period)	7.28	8.13	(10.38)

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

<b>Trade Payables Turnover (times)</b> (Purchase of goods and services + Other Expenses/Average Trade Payable for the period)	7.55	0.71	956.91
<b>Net Capital Ratio (times)</b> (Total Sales/Average Working Capital)	1.64	2.17	(24.55)
<b>Interest Service Coverage Ratio</b> (Earnings before Interest, Tax and Exceptional Items/Interest Expense)	50.13	32.86	52.55
<b>Current Liability Ratio (%)</b> (Total Current Liabilities/ Total Liabilities)	12.72	7.35	72.98
<b>Operating Margin (%)</b> (Earnings before Interest, Tax and Exceptional Items/Value of Sales & Services)	73.50	81.75	(10.09)
<b>Net Profit margin (%)</b> (Net Profit for the period/Revenue from operations)	53.18	65.05	(18.24)

#### Explanatory notes:

- (i) Cost of materials consumed for the purpose of Inventory turnover ratio includes Purchases of stock-in-trade and Changes in inventories of finished goods, stock-in-trade and work-in-progress.
- (ii) Non-Current Borrowings for the purpose of Long term debt to working capital ratio includes Current Maturities of Non-Current Borrowings and excludes the same from Current Liabilities.
- (iii) The reason for decrease in Current Ratio is due to increase in provision for income tax for FY 24-25.
- (iv) The reason for Increase in Return on Equity Ratio is due to increase in net profit for the period.
- (v) The reason for decrease in Inventory Turnover Ratio is due to significant rise in average inventory.
- (vi) The reason for decrease in Trade Receivables Turnover Ratio is due to a significant rise in average receivables.
- (vii) The reason for Increase in Trade Payables Turnover Ratio is due to significant decrease in average trade payables.
- (viii) The reason for decrease in Net Capital Ratio is due to a significant increase in working capital, which is greater than revenue growth.
- (ix) The reason for Increase in Interest Coverage Ratio is due to significant Increase in EBIT.
- (x) The reason for Increase in Current Liability Ratio is due to increase in provision for income tax for FY 24-25.
- (xi) The reasons for increase in Operating Margin is due to significant rise in the EBIT.
- (xii) The reasons for decrease in Net Profit Margin is due to increase in tax expenses, which includes payment of income tax of earlier financial year.

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

**ii. Transaction with Struck off Companies**

The company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

**ii. Details of Benami Property held**

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

**iv. Title deeds of all immovable properties**

Title deeds of all immovable properties appearing in the books of company are held in company own's name.

**v. Registration of charge or satisfaction of charge with Registration of Companies (ROC)**

The company does not have any charges or satisfaction which is yet to registered with ROC beyond the statutory period.

**vi. Willful Defaulter**

The company has not been declared as willful defaulter by any bank or financial institution or other lenders.

**vii. Details of Crypto Currency or Virtual Currency.**

There are no trading or investment in Crypto currency or Virtual Currency during the financial year by the company.

**viii. Undisclosed Income**

There are no transaction which are recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

In terms of our report attached

**For DMKH & Co**

Chartered Accountants

Firm's Registration No : 116886W

**Anant Nyatee**

Partner (Membership No.: 447848)

Mumbai, May 24, 2025

For Eco Recycling Limited

**B K Soni**

Chairman & Managing Director (DIN 01274250)

**Aruna Soni**

Executive Director (DIN 01502649)

**Shashank Soni**

Executive Director & CFO (DIN 06572759)

Mumbai, May 24, 2025

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 3. Property Plant and Equipment

(₹ in '000)

Assets	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As on April 1, 2024	Additions During the Year	Deductions During the Year	As on March 31, 2025	Additions During the Year	Deductions During the Year	As on March 31, 2025	As on March 31, 2024
Facility Land and Building	256,109	176,582	-	432,691	-	-	432,691	256,109
Right Of Use Assets	61,785	-	-	61,785	3,522	-	49,581	53,103
Plant and Machinery	103,325	20,787	-	124,112	4,330	-	90,822	74,365
Furniture and Fixtures	9,794	752	-	10,546	972	-	6,733	6,954
Computers	2,881	-	-	2,881	-	-	125	125
Vehicles	14,489	2,879	-	17,368	603	-	3,708	1,432
Office Equipments	2,989	2,572	-	5,562	426	-	2,861	714
<b>TOTAL</b>	<b>451,373</b>	<b>203,572</b>	<b>-</b>	<b>654,945</b>	<b>9,854</b>	<b>-</b>	<b>586,520</b>	<b>392,802</b>

#### Intangible Assets

(₹ in '000)

Assets	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As on April 1, 2024	Additions During the Year	Deductions During the Year	As on March 31, 2025	Additions During the Year	Deductions During the Year	As on March 31, 2025	As on March 31, 2024
Licenses	819	1,322	-	2,141	208	-	1,832	717
Content Development	316	-	-	316	32	-	95	127
<b>TOTAL</b>	<b>1,135</b>	<b>1,322</b>	<b>-</b>	<b>2,457</b>	<b>239</b>	<b>-</b>	<b>1,927</b>	<b>844</b>



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 4. Investments

##### A. Non-current Investments

(₹ in '000)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Units	Amount	No. of Units	Amount
<b>I Investments in Equity Instruments</b>				
Unquoted, fully paid up				
<b>At Cost</b>				
<b>Investments in Subsidiary, Associates and Joint Ventures</b>				
(i) ELV Recycling Pvt Ltd*	-	-	-	-
<b>At Fair Value Through Other Comprehensive Income</b>				
Tata teleservices (Mah) Ltd	394,500	22,222	640,000	47,334
LIC Share	-	-	-	-
IDFC First Bank	188,000	10,332	-	-
Indian Railway Finance Corporation Ltd	34,000	4,230	100,000	14,240
<b>Total</b>	<b>616,500</b>	<b>36,785</b>	<b>740,000</b>	<b>61,574</b>

Aggregate value of quoted and unquoted investment as follows:

(₹ in '000)

Particulars	As at 31 March, 2025	As at 31 March, 2024
Aggregate value of unquoted investments (net of impairment)	-	-
Aggregate value of quoted investments	36,785	61,574
Aggregate market value of quoted investments	36,785	61,574

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### B. Investments

(₹ in '000)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Units	Amount	No. of Units	Amount
<b>I Investments in Equity Instruments</b>				
Quoted, fully paid up				
<b>At Fair Value Through Profit and Loss</b>				
Equipp Social Impact Technologies Limited	20,000	399	-	-
Cerebra Integrated Technologies Ltd	-	-	25,000	159
Hindustan Construction	16,000	414	45,622	1,440
International Conveyors	-	-	20,000	1,590
Udaipur Cement Works Ltd	-	-	50,000	1,678
One 97 Communication Limited (Paytm)	9,000	7,052	48,500	19,533
Jeyapore Sugar	-	-	1,000	-
LIC Share	7,600	6,079	19,000	17,377
Sovereign Gold Bonds	700	6,085	1,100	6,882
IDFC First Bank Limited	39,500	2,171	60,000	6,639
Jio Financial Services Ltd	-	-	4,000	1,415
GTL Limited	150,000	1,215	150,000	1,409
MSTC	2,510	1,283	-	-
MMTC Limited	-	-	10,000	664
Kingfa Science & Technology	-	-	2,000	3,921
NHPC Ltd	25,000	2,056	30,000	2,689
NMDC Steel Limited	105,000	3,503	100,500	5,573
NMDC Limited	45,000	3,100	-	-
Oricon Enterprises Ltd	33,000	1,318	25,000	910
Vodafone Idea Ltd	1,070,000	7,287	600,000	7,944
Yes Bank Limited	675,500	11,401	725,000	16,820
NEPC	-	-	6,000	1
Patel Integrated	75,000	1,002	100,000	2,002
Subex	50,000	610	50,000	1,501
Vardhman Concrete	10,000	105	10,000	90
Jai Corp	4,000	360	-	-
Punjab National Bank	37,500	3,605	37,000	4,601
Vakrangee	80,000	754	10,000	199
RPSG Ventures Limited	1,750	1,481	2,500	1,554
Indian Railway Finance Corporation Ltd	33,000	4,106	-	-
Reliance Communications Ltd	750,000	1,110	750,000	1,365
Sintex Industries Limited	-	-	10,000	37
Steel Authority of India Ltd	25,000	2,880	50,000	6,708
Tata Motors Limited	1,000	674	-	-
Tata Teleservices Maharashtra	194,500	10,956	-	-
Srestha Finvest Limited	100,00	48	-	-
Zodiac Clothing Limited	3,000	263	10,000	1,068
<b>Total</b>	<b>3,543,560</b>	<b>81,315</b>	<b>2,927,222</b>	<b>115,767</b>

#### Aggregate value of quoted investment as follows:

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Aggregate value of quoted investments	81,315	115,767
Aggregate market value of quoted investments	-	-

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 5. Loans (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Security Deposits	16,500	16,500
<b>Total</b>	<b>16,500</b>	<b>16,500</b>

#### 6. Other Financial Assets (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Margin money deposits with bank	6,092	5,103
<b>Total</b>	<b>6,092</b>	<b>5,103</b>

#### 7. Other Non Current Assets (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Security deposits	1,511	997
Tax Deposited with the Income Tax	472	472
Receivable from Keynote capitals	23,516	23,516
<b>Total</b>	<b>25,500</b>	<b>24,985</b>

#### 8. Inventories

(At lower of cost and net realisable value)

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Stock in Trade	61,395	22,193
Finished Goods	57,129	40,631
<b>Total</b>	<b>118,524</b>	<b>62,823</b>

#### 9. Trade Receivables

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Trade Receivables (Refer Note below)	76,241	44,460
Outstanding for following periods from due date of payment :		
Less than 6 month	74,332	44,460
6 month - 1 year	-	-
1 year - 2 year	1,909	-
2 year - 3 year	-	-
More than 3 years	-	-
Less: Provision for loss allowance	-	-
<b>Total</b>	<b>76,241</b>	<b>44,460</b>
<b>Break-Up:</b>		
Secured, considered good	-	-
Unsecured, considered good	76,241	44,460
Trade Receivables with significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
	<b>76,241</b>	<b>44,460</b>
Less: Provision for Loss Allowance	-	-
<b>Total</b>	<b>76,241</b>	<b>44,460</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 10 Cash and Cash equivalents

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Cash on hand	1,301	1,051
Cheques, drafts on hand	-	-
<b>Balances with banks</b>		
In current accounts	7,988	7,904
In term deposits with banks (less than 3 months)	13,773	-
Fixed Deposit	6,100	6,200
<b>Total</b>	<b>29,162</b>	<b>15,155</b>

#### 11. Other Current Assets

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Security deposits	-	500
Loans to related parties	-	18,000
Loans and advances to employees	393	182
Advances to Suppliers	13,340	4,046
Prepaid expenses	227	417
Balances with government authorities	5,767	40,020
Advance Income tax	106,200	2,915
Others	1,084	-
	<b>127,011</b>	<b>66,081</b>
Less: Provision for Loss allowance	-	-
<b>Total</b>	<b>127,011</b>	<b>66,081</b>
<b>Break-Up:</b>		
Secured, considered good	-	-
Unsecured, considered good	127,011	66,081
Loans which have a significant increase in credit risk	-	-
Loans which are credit impaired	-	-
	<b>127,011</b>	<b>66,081</b>
Less: Allowance for Doubtful fees	-	-
<b>Total</b>	<b>127,011</b>	<b>66,081</b>

#### 12 Equity Share Capital

The authorised, issued, subscribed and fully paid up share capital consist of the following:

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Authorised</b>		
3,00,00,000 equity shares of Rs. 10 each	3,00,000	3,00,000
	<b>3,00,000</b>	<b>3,00,000</b>
<b>Issued, Subscribed and Fully paid up</b>		
1,92,96,750 equity shares of Rs. 10 each	1,92,968	1,92,968
	<b>1,92,968</b>	<b>1,92,968</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### a. Reconciliation of number of shares

(₹ in '000)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of shares	Amount	No. of shares	Amount
<b>Issued, Subscribed and Paid up</b>				
Opening Equity Share Capital	19,296,750	192,968	19,296,750	192,968
Add: Increase during the year	-	-	-	-
Less: Reduction during the year	-	-	-	-
<b>Closing Equity Share Capital</b>	<b>19,296,750</b>	<b>192,968</b>	<b>19,296,750</b>	<b>192,968</b>

#### b Terms/Rights attached to equity shares

The Company has only one class of equity shares having a face value of Rs. 10/- each. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. In the event of liquidation of the company, the equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

#### c Shares held by Holding Company, its Subsidiaries and Associates

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Holding Company</b>		
Ecoreco Ventures Private Limited	10,070,814	10,070,814
<b>Subsidiaries and Associates of Holding company</b>		
Nil	-	-

#### d Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

(₹ in '000)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of shares	Amount	No. of shares	Amount
i. Ecoreco Ventures Private Limited	10,070,814	52.19	10,070,814	52.19
ii. Brijkishor Kishangopal Soni	2,683,216	13.91	2,680,554	13.89
iii. Aruna Brijkishor Soni	1,163,200	6.03	1,163,200	6.03

#### e Equity shares movement during five years preceding March 31, 2025

##### i. Equity shares issued as bonus

The Company allotted 17,54,250 equity shares as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to Rs. 1,75,42,500/- pursuant to an ordinary resolution passed after taking the consent of shareholders in its 25th Annual General Meeting held on August 19, 2019.

#### f Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2025 is as follows:

(₹ in '000)

Particulars	As at March 31, 2025		As at March 31, 2024		% change during the year
	No. of shares	Amount	No. of shares	Amount	
Ecoreco Ventures Private Limited	10,070,814	52.19	10,070,814	52.19	-
Brijkishor Kishangopal Soni	2,683,216	13.91	2,680,554	13.89	-
Aruna Brijkishor Soni	1,163,200	6.03	1,163,200	6.03	-
Brijkishore Soni HUF	236,221	1.22	236,221	1.22	-

(1) Current reporting period

**(2) Previous reporting period**

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## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 14. Other Financial Liabilities

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Secured</b>		
Loan from NSDC	5,389	-
Security Deposits	1,500	1,500
Loans from related parties	10,000	-
Other Payables	10,000	10,000
<b>Total</b>	<b>26,889</b>	<b>11,500</b>
<b>Unsecured</b>	-	-
<b>Total</b>	<b>26,889</b>	<b>11,500</b>

#### 15. A. Deferred Tax Liabilities

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Opening Balance	7,232	3,333
<b>Adjustments during the year</b>		
Profit and Loss	(7,037)	1,107
Other Comprehensive Income	2,911	2,792
<b>Total</b>	<b>3,106</b>	<b>7,232</b>

#### B. Deferred Tax Assets

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Opening Balance	-	9,167
<b>Adjustments during the year</b>		
Profit and Loss	-	(4)
Other Comprehensive Income	-	(9,147)
<b>Total</b>	<b>-</b>	<b>16</b>

#### 16. Provisions

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Provision for employee benefits</b>		
Provision for gratuity (net)	2,431	7,565
<b>Total</b>	<b>2,431</b>	<b>7,565</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 17. Trade Payables

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Trade payables:</b>		
<b>-For Goods</b>	<b>10,441</b>	<b>1,093</b>
Outstanding for following periods from due date of payment :		
Less than 6 month	10,418	1,093
6 month - 1 year	-	-
1 year - 2 year	22	-
2 year - 3 year	-	-
More than 3 years	-	-
<b>-For Services</b>	<b>1,780</b>	<b>1,636</b>
Outstanding for following periods from due date of payment :		
Less than 6 month	1,780	1,636
6 month - 1 year	-	-
1 year - 2 year	-	-
2 year - 3 year	-	-
More than 3 years	-	-
<b>Total</b>	<b>12,220</b>	<b>2,729</b>

#### 18. Other Financial Liabilities

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Salary & Bonus Payable	1,585	4,449
<b>Total</b>	<b>1,585</b>	<b>4,449</b>

@ A liability is classified as current if, as on the Balance Sheet date, the Company does not have an unconditional right to defer its settlement for 12 months after the reporting date.

#### 19. Other Current liabilities

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Statutory dues payable	283	279
GST payable	1,152	4,248
Provident Fund payable	147	152
TDS payable	1,162	1,959
Advances from customers	2,494	1,527
Others	301	301
<b>Total</b>	<b>5,538</b>	<b>8,466</b>

#### 20. Current Provisions

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Provision for employee benefits</b>		
Provision for gratuity (net)	5,222	-
Provision for taxation	107,081	38,979
Provision for Expenses	426	679
<b>Total</b>	<b>112,729</b>	<b>39,658</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 21. Revenue from Operations (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Sale of Stock in Trade</b>		
Electric and Electronic Equipment	254,793	212,970
<b>Sale of Services</b>		
Data Destruction Charges	23,839	26,354
Other Operating Revenues	160,960	40,822
<b>Total</b>	<b>439,592</b>	<b>280,146</b>

#### 22. Other Income (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Gains from Sale of Shares	17,347	27,831
Sundry Balances Written Back	1,012	1,830
Dividend	504	838
Gain / (loss) on shares measured at FVTPL	(8,466)	34,916
Derivative Gain/(Loss)	218	5,990
Other Non Operating income	11,264	329
Interest Income	1,528	907
<b>Total</b>	<b>23,408</b>	<b>72,641</b>

#### 23. Cost of Materials Consumed (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Material Consumed	69,416	46,104
<b>Total</b>	<b>69,416</b>	<b>46,104</b>

#### 24. Purchases of Stock in Trade (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Purchases	52,588	33,312
<b>Total</b>	<b>52,588</b>	<b>33,312</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 25. Changes in Inventories, Raw Material & Work in Progress

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Opening inventories</b>		
Finished Goods	40,631	11,949
Stock in Trade	22,193	29,177
Work in Progress	-	-
	<b>62,823</b>	<b>41,126</b>
<b>Closing Inventories</b>		
Finished Goods	57,129	40,631
Stock in Trade	61,395	22,193
Work in Progress	-	-
	<b>118,524</b>	<b>62,823</b>
<b>Total</b>	<b>(55,701)</b>	<b>(21,698)</b>

#### 26. Employee Benefit Expenses

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Salaries, Bonus and Other Allowances to staff	18,926	13,252
Remuneration to Directors	17,400	17,400
Contribution to Provident and Other Funds	1,201	651
Gratuity and other long term employee benefits	598	543
Employee Welfare Expenses	669	614
<b>Total</b>	<b>38,594</b>	<b>32,460</b>

#### 27. Finance Cost

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Interest Expense	7,088	6,969
<b>Total</b>	<b>7,088</b>	<b>6,969</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 28. Other Expenses

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Rent, Rates and Taxes	351	362
Travelling and Conveyance	2,667	3,160
Legal and Professional Fees	4,206	3,592
Prior Period Expenses	301	96
Advertisement	3,112	2,394
ROC Charges	39	46
Insurance Premium	705	572
Bank Charges	105	128
Printing and Stationery	487	450
Certification & License Fees	178	-
Electricity Charges	1,238	639
Security Charges	1,759	1,381
Fees to Auditors	490	310
Annual Listing Fees	478	325
Miscellaneous Expenses	220	393
Membership & Subscription Fees	140	141
Sundry Balances Written off	-	12
Software License	533	113
Share Trading	827	1,291
Telephone Expenses	265	230
Postage & Courier Charges	156	1,826
Business Promotion Expenses	1,227	2,231
Interest Paid	111	-
Office Expenses	932	1,242
Exchnage Rate Fluctuation	-	176
Motor Car & Vehicle Expenses	245	13
Other Factory Expenses	427	392
Packaging Material & Charges	396	540
CSR Expenses	399	2,669
Customs Duty	-	840
Arbitrator Charges	2,275	-
<b>Total</b>	<b>24,269</b>	<b>25,563</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2025

### 29. A. Corporate Social Responsibility Expense

As per section 135 of the Companies Act, 2013, the Company is required to spend 2% of its average net profit of the immediately three preceding financial years on CSR.

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
a) Prescribed CSR expenditure as per Section 135 of the Companies Act, 2013	1,899	1,169
b) Amount spent during the year on:	399	2,669
i) Construction/ acquisition of any asset	-	-
ii) For purposes other than (i) above	399	2,669
c) Unspent amount at the end of the year	-	-

d) Driven by the core purpose and in line with CSR vision, your Company continued to focus on promoting education, including special education and employment enhancing vocation skills, ensuring environmental sustainability.

Above contribution of CSR expense related to ongoing projects as at March 31, 2025.

### 29. B. Payment to Auditors

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Audit Fees	380	260
Tax Audit Fees	585	50
Limited Review Report	75	-
<b>Total</b>	<b>540</b>	<b>310</b>

### 30. Disclosure In Respect of Employee Benefits

#### A. Amount Recognized in Statement of Financial Position at Period-End

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Present Value of Funded Defined Benefit Obligation	7,653	7,565
Fair value of Plan Assets	-	-
	7,653	7,565
Present Value of Unfunded Defined Benefit Obligation	-	-
Unrecognised Asset due to the Asset Ceiling	-	-
<b>Net Defined Benefit (Asset)/Liability Recognised in Statement of Financial Position</b>	<b>7,653</b>	<b>7,565</b>

#### B. Net Defined Benefit Cost/(Income) included in Statement of Profit & Loss at Period-End

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Service Cost	237	192
Net Interest Cost	361	351
Past Service Cost	-	-
Administration Expenses	-	-
(Gain)/Loss due to Settlements/Curtailments/Terminations/Divestitures	-	-
<b>Total Defined Benefit Cost/(Income) included in Profit &amp; Loss</b>	<b>598</b>	<b>543</b>

#### C. Current / Non-Current Bifurcation

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Current Benefit Obligation	5,222	5,113
Non - Current Benefit Obligation	2,431	2,452
<b>(Asset)/Liability Recognised in the Balance Sheet</b>	<b>7,653</b>	<b>7,565</b>



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### D. Analysis of Amounts Recognised in Other Comprehensive (Income)/Loss at Period-End (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Amount recognized in OCI, Beginning of Period	2,823	2,999
<b>Remeasurements due to :</b>		
Effect of Change in financial assumptions	54	13
Effect of Change in demographic assumptions	-	-
Effect of experience adjustments	(565)	(189)
(Gain)/Loss on Curtailments/Settlements	-	-
Return on plan assets (excluding interest)	-	-
Changes in asset ceiling	-	-
<b>Total remeasurements recognized in OCI</b>	<b>(511)</b>	<b>(176)</b>
<b>Amount recognized in OCI, End of Period</b>	<b>2,312</b>	<b>2,823</b>

#### E. Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Amount recognized in P&L, End of Period	598	543
Amount recognized in OCI, End of Period	(511)	(176)
<b>Total Net Defined Benefit Cost/(Income) Recognized at Period-End</b>	<b>87</b>	<b>367</b>

#### F. Analysis of Amounts Recognised in Other Comprehensive (Income)/Loss at Period-End (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Defined Benefit Obligation, Beginning of Period	7,565	7,198
Net Current Service Cost	237	192
Interest Cost on DBO	361	351
Actual Plan Participants' Contributions	-	13
Actuarial (Gains)/Losses	(511)	(176)
Changes in Foreign Currency Exchange Rates	-	-
Acquisition/Business Combination/Divestiture	-	-
Benefits Paid	-	-
<b>Past Service Cost</b>	<b>-</b>	<b>-</b>
<b>Losses / (Gains) on Curtailments/Settlements</b>	<b>7,653</b>	<b>7,565</b>

#### G. Reconciliation of Balance Sheet Amount (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance Sheet (Asset)/Liability, Beginning of Period	7,565	7,198
<b>True-up</b>	<b>-</b>	<b>-</b>
Total Charge/(Credit) Recognised in Profit and Loss	598	543
Total Remeasurements Recognised in OC (Income)/Loss	(511)	(176)
Acquisitions/Business Combinations/Divestitures	-	-
Actual Company Contribution / Benefit Payouts Directly by the Company	-	-
Other Events	-	-
<b>Balance Sheet (Asset)/Liability, End of Period</b>	<b>7,653</b>	<b>7,565</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### H. Financial Assumptions Used to Determine the Defined Benefit Obligation (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Discount Rate	6.45%	7.05%
Salary Escalation Rate	8.00%	8.00%

#### I. Financial Assumptions Used to Determine the Profit & Loss Charge (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Discount Rate	6.45%	7.05%
Salary Escalation Rate	8.00%	8.00%
Expected Return on Plan Assets	NA	NA

#### J. Demographic Assumptions Used to Determine the Defined Benefit Obligation (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Withdrawal Rate	30.00%	30.00%
Mortality Rate	IALM (2012-14) Ult	IALM (2012-14) Ult
Retirement Age	60 years	60 years

#### K. Expected Cashflows for the Next Ten Years (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Year – 2026	5,388	-
Year – 2027	913	-
Year – 2028	600	-
Year – 2029	438	-
Year – 2030	341	-
Year - 2031 to 2035	750	-

#### L. Sensitivity Analysis (₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Defined Benefit Obligation - Discount Rate + 100 basis points	5,388	-
Defined Benefit Obligation - Discount Rate - 100 basis points	913	-
Defined Benefit Obligation - Salary Escalation Rate + 100 basis points	600	-
Defined Benefit Obligation - Salary Escalation Rate - 100 basis points	438	-
Defined Benefit Obligation - Withdrawal Rate + 100 basis points	341	-
Defined Benefit Obligation - Withdrawal Rate - 100 basis points	750	-

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 31. Disclosure in Respect of Leases

##### Finance Lease: Company as Lessee

The Company leasing arrangements are in respect of factory/facility and office premise occupied by the Company. These leasing arrangements are cancellable except during the lock in period, and are renewable on a periodic basis by mutual consent on mutually acceptable terms.

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>i) The total of future minimum lease payments during lock in period of finance lease for each of the following periods:</b>		
a) Not later than one year	11,083	10,819
b) Later than one year and not later than five years	23,976	35,060

Particulars	As at March 31, 2025	As at March 31, 2024
<b>ii) Amount recognized in the statement of profit &amp; loss account during the year.</b>		
a) Total lease payments.	10,819	10,564
b) Depreciation on right-of-use assets.	3,522	3,579
C) Interest Expenses on lease liabilities.	6,446	6,969

Particulars	As at March 31, 2025	As at March 31, 2024
<b>iii) Amount recognised in the balance sheet during the year</b>		
<b>Right-of-use assets</b>		
Balance at the beginning	53,103	56,682
Depreciation during the year	3,522	3,579
<b>Balance at the end</b>	<b>49,581</b>	<b>53,103</b>
<b>Lease liabilities</b>		
Balance at the beginning	49,332	52,927
Interest Expenses during the year	6,446	6,969
Total lease payments.	10,819	10,564
<b>Balance at the end</b>	<b>44,959</b>	<b>49,332</b>

#### 32. Contingent Liabilities

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Bank Guarantee given in favour of the Customs Office, JNPT by the State Bank of India on behalf of the Company and is completely backed by an equal amount of fixed deposit placed with the Bank.	1,810	1,810
Corporate Guarantee in favour of National Skills Development Corporation on behalf of Ecoreco Enviro Education Pvt. Ltd. (Amount outstanding/payable by the Borrower Company as on reporting date)	5,389	8,982

#### 33. Earnings in Foreign Currency

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
Service Charges	35,699	41,983
<b>Total</b>	<b>35,699</b>	<b>41,983</b>

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 34. Related Party Disclosures

Disclosure on Related Party Transactions as required by Ind AS 24 – Related Party Disclosures is given below:

##### A) Subsidiary Company:

Ecoreco Enviro Education Private Limited  
Ecoreco Park Private Limited

##### B) Key Management Persons (KMPs):

Name	Designation
Mr. Brijkishor Kishangopal Soni	Managing Director
Mr. Shashank Soni	Chief Financial Officer
Ms. Maneesha Jena (Upto February 2025)	Company Secretary

##### C) Details of Chairman and Directors of the Company:

Name	Designation
Mr. Brijkishor Kishangopal Soni	Chairman
Mrs. Aruna Soni	Executive Director
Mr. Shashank Soni	Executive Director
Mr. Srikrishna Bhamidipati	Independent Director
Mr. Dattatraya Devale	Independent Director
Mr. Giriraj Bhattar	Independent Director

##### D) Close family members of Key Managerial Personnel who are under the employment of the Company:

Name	Designation
Ms. Chahna Soni	Daughter of Chairman

##### E) Close family members of Key Managerial Personnel who are under the employment of the Company: Nil

##### F) Entities where Directors / Close family members of Directors have control / significant influence:

Ecoreco Ventures Private Limited	EPR Compliance Private Limited
Data De-End Private Limited	ELV Recycling Private Limited
Eco Remarketing Private Limited	Ecoreco Foundation
Reverse E-Commerce Private Limited	

##### G) Terms and conditions of transactions with related parties

- The Company has been entering into transactions with related parties for its business purposes. Related party vendors are selected competitively in line with other unrelated parties having regard to strict adherence to quality, timely servicing and cost advantage.
- The purchases from and sales to related parties are made on terms equivalent to and those applicable to all unrelated parties on arm's length transactions. Outstanding balances payable and receivable at the year-end are unsecured, interest free and will be settled in business transactions.

##### Details of Remuneration to Key Managerial Persons (KMPs)/ Close Family Member of KMPs (₹ in '000)

Name	Nature of transaction	As at March 31, 2025	As at March 31, 2024
Mr. Brijkishor Kishangopal Soni	Remuneration	7,200	7,200
Mr. Shashank Soni	Remuneration	6,000	6,000
Ms. Maneesha Jena	Remuneration	1,000	69

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### Details of transactions with Directors

(₹ in '000)

Name	Nature of transaction	As at March 31, 2025	As at March 31, 2024
Mrs. Aruna Soni	Remuneration	4,200	4,200
Mr. Shashank Soni	Remuneration	6,000	6,000
Mr. Srikrishna Bhamidipati	Sitting Fees	75	60
Mr. Dattatraya Devale	Sitting Fees	60	60
Mr. Giriraj Bhattar	Sitting Fees	75	60

#### Details of transactions with Relatives of Directors or KMPs

(₹ in '000)

Name	Nature of transaction	As at March 31, 2025	As at March 31, 2024
Ms. Chahna Soni	EPR Services	17,472	-

#### Details of transactions with Entities Controlled/Significantly influenced by Directors

(₹ in '000)

Name	Nature of transaction	As at March 31, 2025	As at March 31, 2024
Mr. Brijkishor Kishangopal Soni	Registered Office Rent	4,200	4,200
Reverse E-Commerce Private Limited	Purchase of E-waste	4,299	2,917
Data De-End Private Limited	Purchase of services	-	118
Data De-End Private Limited	Purchase of Asstes	793	-
Eco Remarketing Private Limited	Advance given	-	18,000
Ecoreco Enviro Education Pvt Ltd	Training Fees Paid	1,935	1,762
Eco Remarketing Private Limited	Sale of services	3,053	420
EPR Compliance Private Limited	Purchase of services	-	118
Ecoreco Foundation	Sale of goods	-	4,720
Ecoreco Foundation	CSR expenditure	399	2669

35. The Company was maintaining a demat and a trading account with Keynote Capital Limited for its investment in equity shares in the secondary market. In the year 2013-14 Keynote misappropriated 20,56,234 nos. of shares worth Rs. 4,48,55,092/- from its demat account and sold in the market under the pretext of an alleged recovery of debit balance created by way of unauthorised transactions in the derivative segment. Immediately, the company filed a complaint against Keynote with SEBI & NSE. The matter was referred to Arbitration and your company won at the two levels of the Arbitration. Now the matter is pending before The High Court of Mumbai.

36. Balances of some of the trade receivables, trade payables and creditor of expenses, loans & advances (given and taken) and loans are subject to confirmation from the respective parties. However, the management is of the view that no material adjustments will be required in this regards.

#### 37. Earnings Per Share

(₹ in '000)

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Earnings per share has been computed as under :</b>	-	-
(a) Profit and Loss for the period	233,788	182,321
(b) Weighted Average of number of equity shares outstanding	19,297	19,297
<b>Earnings per Share - Basic</b>	<b>12.12</b>	<b>9.44</b>

Diluted shares per share is the same as Basic Earnings per share

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

#### 38. Fair value measurements

The carrying value and fair values of financial assets and financial liabilities by categories as at March 31, 2025 is as follows:

#### (A) Financial instruments by category (₹ in '000)

Particulars	As at March 31, 2025			As at March 31, 2024		
	Amortized Cost	FVTOCI	FVTPL	Amortized Cost	FVTOCI	FVTPL
<b>Financial assets</b>						
Investments	NIL	36,785	81,315	Nil	61,574	1,15,767
Trade receivables	76,241	-	-	44,460	-	-
Loans	16,500	-	-	16,500	-	-
Other Financial Assets	6,092	-	-	5,103	-	-
Cash and cash equivalents	29,162	-	-	15,155	-	-
<b>Total financial assets</b>	<b>1,27,995</b>	<b>36,785</b>	<b>81,315</b>	<b>18,218</b>	<b>61,574</b>	<b>1,15,767</b>
<b>Financial liabilities</b>						
Borrowings	26,889	-	-	11,500	-	-
Trade Payables	12,646	-	-	2,729	-	-
Other financial liabilities	1,585	-	-	4,449	-	-
<b>Total Financial liabilities</b>	<b>41,120</b>	<b>-</b>	<b>-</b>	<b>18,678</b>	<b>-</b>	<b>-</b>

#### (B) Fair Value Disclosure

A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair values.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

#### Financial Instruments regularly measure using fair value – recurring items (₹ in '000)

Name	Fair value hierarchy	As at March 31, 2025	As at March 31, 2024
<b>Financial Assets</b>			
Investments in Equity instruments - Quoted (Financial instrument designated at FVTPL)	Level 1	81,315	1,15,767
Investment in Equity instruments – Quoted (Financial instrument designated at OCI)	Level 1	36,785	61,574
<b>Total financial assets</b>		<b>1,18,100</b>	<b>1,77,341</b>



## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS for the year ended March 31, 2025

### 39. Financial risk management framework

In the course of its business, the Company is exposed to certain financial risks namely credit risk, interest risk, currency risk & liquidity risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The financial risks are managed in accordance with the Company's risk management policy which has been approved by its Board of Directors.

#### Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Company's income or the value of its holdings of financial instruments including cash flow. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximizing the return.

#### (a) Currency Risk

The Company's exposure to currency risk relates primarily to the Company's operating activities including anticipated sales and purchases where the transactions are denominated in a currency other than the Company's functional currency.

#### (b) Interest Rate Risk

The Company uses cash to manage the liquidity & fund requirements of its day-to-day operations. Further, certain interest bearing liabilities carry variable interest rates. The Company's investments are primarily in fixed rate interest bearing investments. Hence, the Company is not significantly exposed to interest rate risk.

#### 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 only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure are continuously monitored.

Financial instruments that are subject to credit risk consist of trade receivables, loans, investments, cash and cash equivalents, bank deposits and other financial assets. The maximum exposure to credit risk was Rs. 24.61 crores and Rs. 25.86 crores as at March 31, 2025 and March 31, 2024, respectively, being the total of the carrying amount of balances with banks, bank deposits, investments, trade receivables, loans and other financial assets. None of the other financial instruments result in material concentration of credit risk.

#### Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company consistently generated sufficient cash flows from operations to meet its financial obligations including lease liabilities as and when they fall due.

The tables below provide details regarding the contractual maturities of significant financial liabilities as at:

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### for the year ended March 31, 2025

	(₹ in '000)		
March 31, 2025	Due in 1st year	Due in 2nd year	Total
<b>Non-derivative financial liabilities</b>			
Trade payables	12,646	-	<b>12,646</b>
Other financial liabilities	1,585	-	<b>1,585</b>

	(₹ in '000)		
March 31, 2024	Due in 1st year	Due in 2nd year	Total
<b>Non-derivative financial liabilities</b>			
Trade payables	2,729	-	<b>2,729</b>
Other financial liabilities	4,449	-	<b>4,449</b>

#### 40. Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the company's capital management is to maximize shareholder value. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. The Company is not subject to any externally imposed capital requirements.

41. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/ disclosure.

Signatures to Notes 1 to 41

In terms of our report attached

For DMKH & Co  
Chartered Accountants  
Firm's Registration No : 116886W

Anant Nyatee  
Partner (Membership No.: 447848)  
Mumbai, May 24, 2025

For Eco Recycling Limited

B K Soni  
Chairman & Managing Director (DIN 01274250)

Aruna Soni  
Executive Director (DIN 01502649)

Shashank Soni  
Executive Director & CFO (DIN 06572759)  
Mumbai, May 24, 2025

## FINANCIAL HIGHLIGHTS (STANDALONE)

(₹ in '000)

Particular	2020-21	2021-22	2022-23	2023-24	2024-25
<b>REVENUE ACCOUNTS</b>					
Revenue from Operations	1,266	1,510	1,773	2,801	4,395
Other Income	581	1,183	369	461	259
Total Income	1,847	2,143	2,694	3,262	4,655
EBIDTA before exceptional items	636	1,447	762	2,109	3,355
Depreciation & amortization expense	47	47	93	80	100
Earning before finance costs, exceptional items and tax	589	1,401	669	2,029	3,255
Finance Costs	42	-	15	70	64
Profit before Taxes	547	1,401	654	1,959	3,191
Provision for Taxation	109	152	37	347	700
Profit before Other Comprehensive Income	438	1,249	617	1,619	2,333
Other Comprehensive Income	357	478	(713)	128	(455)
<b>Profit for the year</b>	<b>795</b>	<b>1726</b>	<b>(96)</b>	<b>1,747</b>	<b>2,288</b>
<b>CAPITAL ACCOUNTS</b>					
Gross Block	2,526	2,449	3,871	4,515	4,506
Net Block	2,186	2,041	3,370	3,934	5,864
Total Debt	940	900	15	115	115
Share Capital	1,930	1,930	1,930	1,930	1,930
Reserve & Surplus	690	1,977	2,387	4,006	6,340
<b>Shareholders' Funds</b>	<b>2,620</b>	<b>3,907</b>	<b>4,317</b>	<b>5,936</b>	<b>8,270</b>
<b>Earnings Per Share (Basic &amp; Diluted) (In Rs.)</b>	<b>2.27</b>	<b>6.47</b>	<b>3.20</b>	<b>8.39</b>	<b>12.09</b>








# Ecoreco's Pillars of Trust, Safety & Sustainability

Credentials That Power a  
**Greener Tomorrow**



 Website: [ecoreco.com](http://ecoreco.com)





**Registered Office:**

422, The Summit Business Bay, Near WEH Metro Station,  
Andheri-Kurla Road, Andheri (E), Mumbai – 400 093

**[www.ecoreco.com](http://www.ecoreco.com)**