

Board's Report

Dear Members,

Your Directors have the pleasure of presenting the **58th Annual Report of Bharat Aluminium Company Limited** (the "Company") together with the Audited Financial Statements of your Company for the Financial Year ended March 31, 2024.

FINANCIAL HIGHLIGHTS

The Company's financial performance for the financial year ended 31st March 2024 is summarised below:

(₹ in Crores)

Particulars	FY 24	FY 23
Turnover	13,141	13,059
EBITDA	2,670	731
Depreciation	577	625
Other income (net of expense)	(40)	(101)
Operating profit before finance cost	2,053	207
Finance Cost	190	134
Profit before tax	1,862	73
Tax Expense	477	31
Profit after tax	1,385	42
Other comprehensive income/(loss)	(12)	33
Total comprehensive income	1,373	75
Paid up Equity Share Capital	221	221
Opening reserves	7,527	7,451
Debenture redemption Reserve	-	-
Capital reserve	9	9
Other Free Reserves	7,517	7,442
Transfer to DRR from free reserves	-	-
Other receipts in Free reserves	-	-
Closing reserves	8,900	7,527
Debenture redemption Reserve	-	-
Capital reserve	9	9
Other Free Reserves	8,890	7,517

There are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

OVERVIEW AND STATE OF THE COMPANY'S AFFAIRS

The Financial and Operational highlights during FY 2023-24 are as under:

Financial

- During the financial year 2023-24, revenue from operations increased to ₹ 13,141 Cr. as against ₹ 13,059 Cr. in the previous year – an increase of 1%.
- EBITDA increased to ₹ 2,670 Cr.
- Cost of goods sold as a percentage of revenue from operations reduced to 68% as against 85 % in the previous year.

- The Profit before Tax for the current year is ₹ 1,862.06 Cr. against a profit of ₹ 72.94 Cr. in the previous year on account of higher EBITDA.
- Finance Cost for the current year is ₹ 190 Cr. against ₹ 134 Cr. in FY23 - an increase of 42%.
- Loan of ₹ 372 Cr. repaid during FY24.

Operational

Highest Ever Domestic Sales from BALCO of 481 kt (Total Sales: 573 kt, Export Sales: 92 kt)

a. Sales & Dispatch

- Best ever Domestic (84%) to Export (16%) ratio in FY24. (Domestic sale – 481 kt) [Domestic -376 kt (67%) to Export (33%) ratio in FY23]

- Highest ever VAP sale of 322 kt (56%) against previous best VAP Sales of 282 kt (50%) in FY23
- ZERO FG closing stock in FY24 (twice in consecutive years)
- Achieved highest ever EC rod sales of 185 kt against 164 kt in FY23 (~21 kt above previous FY)

b. Volume & Specifics

FLA

- Volume: Highest ever over all CH Production in a year 525 kt in FY24 against previous best of ~510 kt in FY23 (15kt more than FY23)
- Volume: Best ever VAP production of 323 kt (56.3%) (excluding 12.5 kt bus bar) against previous best of 286 kt in FY19 (50%) (38 kt more than FY23 (284.4 kt) – VAP (FY23)-50.2%)
- Volume: Best ever Wire Rod production of 183 kt against previous best of 180 kt in FY19 (~21 kt more than FY23 – 162 kt)
- Volume: Best ever Alloy rod production of 10.8 kt against previous best of 7.7 kt in FY23 (more than 35 % above FY23)
- Volume: Best ever PFA (Alloy Ingot) production of 79.4 kt against previous best of 71 kt in FY23 (~8 kt more than FY23)
- Volume: Lowest ever manual SOW casting 2.8 kt in FY24 against 27 kt in FY23 (114 kt in FY22)
- Volume: Best ever (RP+AlSi) production of 47.1 kt in FY24 against previous best of 43.5 kt in FY22
- Volume: Highest ever RP production 34.6 kt in FY24 (Previous best was 33.1 kt in FY22)
- Volume: Highest ever AlSi production in a Year i.e., 12.5 kt FY24 (Previous Best of 10.7 kt in FY20)
- Volume: Highest ever HRC production of 15.6 kt in FY24 (Previous best was 10,821 Mt in FY23)
- Specifics: Lowest ever Specific HFO consumption in EC ingot 2.82 Ltr/Mt against 3.10 Ltr/Mt in FY23 & in Alloy Rod 78.83 Ltr/Mt in FY24 against 91 Ltr/Mt in FY23 (Saving of ₹ 1.2 Cr. - 221 KL compared to FY23)
- Specifics: Best ever Alloy wire rod melt loss of 0.92%/Mt against previous best of 0.94%/Mt in FY23
- GWC: FLA scrap dilution from 1,800 Mt (FY23) to 1,100 Mt (FY24) and optimizing blocked GWC of ~₹ 10 Cr.

POTLINES

- Volume: Best ever Hot Metal Volume production of 583 kt in FY24 against previous best of 580 Kt in FY22 (+14 kt more than FY23 & Pot operating efficiency at 105% above Design capacity)
- Volume: Highest production rate per day i.e., 1,593.1 Mt/Day (previous best achieved 1,590.2 Mt/Day FY22).
- Volume: Highest ever metal sent to cast house rate i.e., 1,591.5 Mt/Day (previous best achieved 1,590.5 Mt/Day FY22).
- Volume: Best ever pot operating current of 336.4 KA in FY24 against previous best of 335.7 KA in FY23.
- Volume: Best ever pots in operation of 619.8 pots in FY24 against previous best of 619.3 pots in FY22.
- Specifics: Lowest ever specific power consumption in BALCO i.e., 13,627 KWHr/Mt against previous best of 13,647 KWHr/Mt in FY22. (~ 100 KWHr/Mt better than FY23)
- Lowest ever Auxiliary power consumption i.e., 442 KWHr/Mt (previous best achieved 455 KWHr/Mt in FY22)
- Specifics: Lowest ever Specific AlF_3 consumption in FY24, i.e., 0.0177 Mt/Mt (previous best achieved 0.0191 Mt/Mt in FY19).
- Specifics: Lowest ever Net Carbon Consumption in FY24, i.e., 0.4129 Mt/Mt (previous best achieved 0.4133 Mt/Mt in FY22).
- Specifics: Lowest ever Specific Alumina consumption in FY24, i.e., 1.931 Mt/Mt (previous best achieved 1.932 Mt/Mt in FY19).

CARBON

- Volume: Highest ever production of 3,28,164 anodes in Bake oven in FY24 in any Financial Year (Previous best was 3,25,794 in FY19)
- Volume: Highest ever production of 3,24,845 anodes in Rodding in FY24 in last 5 years
- Specifics: Lowest ever fuel oil consumption of 43.60 L/Mt in FY24 which is benchmark figure in Indian Aluminum smelter. Previous best was 44.7 L/Mt in FY22.
- GWC: Reduction in Rejected and Recycled carbon stock by 3,758 Mt in FY24 and optimized blocked GWC of more than ₹ 41 Cr.

- Cost: Achieved BP Target of Carbon cost 396\$/Mt in FY24 which is 118 \$/Mt less as compared to FY23 (514 \$/Mt).

c. Quality

- Reduction in Cost of Poor quality (COPQ) from ₹ 33 Cr. in FY23 to ₹ 18.78 Cr. In FY24.
- Lowest PFA rejection is 0.63% in FY24 (Previous best is 0.81% in FY23) (Rejections decreased by 22% from previous year).
- Lowest ever WRM rejection of 0.09% in FY24 (Previous best is 0.18% in FY23) (Rejections decreased by 50% from previous year).
- Achieved lowest ever GAP rejection 1.99% in FY24 in last 5 years.
- Achieved lowest ever Rodded Anode rejection 0.10% in FY24 (Previous best 0.18% in FY22).
- Achieved Highest ever CRR of 92.93% in any financial year (Previous best 91.91% in FY23).
- Achieved Lowest ever Fe 631 PPM in baked anodes in FY24.
- Achieved Lowest ever Na 491 PPM in coarse Butt in FY24.
- Achieved Lowest ever Na 867 PPM in fine Butt FY24.
- New asset development for COLD PODFA within lab (1st in India).
- Reduction in customer grievances by 24 % Y-o-Y Potential saving of ₹ 5 Cr. by SLA & Process score card digitalization

d. Power Operations

- Highest Coal receipt in FY24 8.05 MnT. (Last best 7.86 MnT in FY21).
- Highest Availability of CPP 540 MW 92.4% in last 5 years.
- Highest PLF of CPP 540 MW 81.5% in last 5 years.
- Successful trial taken for replacement of HFO with LDO firing in both Station.
- Highest ever coal dispatch from Chotia mines 1.16 Mt in a year.
- The Second emergency Grid connectivity by using available and old 400KV transmission

line asset & installation of 400KV GIS, 2no. of 500MVA ICT, has been commissioned & taken into service.

- Total ash dispatched during FY24 to Chotia mines 0.33 MnT.

e. Reliability & Debottlenecking:

- Reliability: Best ever PTM Availability in Potlines i.e., 95.77% (previous best achieved 94.46% in FY18).
- Reliability: Achieved ever Highest Availability of 96% for both ICM in CH3
- Reliability: Achieved best ever PFA availability of 95% in FY24 against 94% in FY23. Resultant in Best ever Alloy Ingot production in FY'24.
- Debottlenecking: Highest ever Pot life in Potlines, i.e., 2,123 days (previous best achieved 2,053 days in FY23).
- Debottlenecking: Across the Globe, BALCO became First Unit to operate "ONE Wire Rod Mill at 14.7 TPH and unlocked potential to operate at > 15 TPH" by successfully implementing technical debottlenecking of Wire Rod Mill through coiler modification.
- Retro Kit in WRM-2 modification done in 4 days and saved ₹ 50 Lakhs by inhouse installation without any support of OEM (Properzi) (Result in increase in production by 26 KTPA)
- Debottlenecking: Lowest ever BTAP Unloading time i.e., 14.68 (previous best achieved 15.27).
- Debottlenecking: Lowest ever Pitch tanker TAT of 12.9 hrs in FY24. Pitch tankers TAT Reduced by 9 Hrs. in FY24 as compared to FY23.

■ EXPORTS

The aluminium exports during FY24 are 92,126 Mt generating revenue of ₹ 1,810.22 Cr. (including export incentive of ₹ 23.39 Cr.).

■ CONTRIBUTION TO GOVERNMENT EX-CHEQUER

During FY24, Company has contributed ₹ 4,634 Cr. to State and Central Government treasury as compared to contribution of ₹ 4,113 Cr. made in FY23.

■ TRANSFER TO RESERVE

The Company has transferred NIL to General Reserves for the financial year ended on 31st March 2024. An amount of ₹ 8,900 Cr. is retained in the retained earnings.

■ **DIVIDEND**

Your Directors wish to conserve resources for future expansion and growth of the Company. The Board of Directors of your company has decided that it would be prudent, not to recommend any Dividend for the financial year under review.

■ **CREDIT RATING**

Your Company's credit rating is AA-/Watch Developing (pronounced as Crisil double A 'Rating Watch with Developing Implications) for the long-term borrowing of the Company, rated by CRISIL Ratings Limited. Meanwhile, the company had withdrawn the ratings from ICRA during the financial year. Details of the credit rating are available on the website at: <https://www.balcoindia.com/>

■ **HEALTH, SAFETY & ENVIRONMENT**

In line with the principle of sustainable development, the Company continues to focus on Health, Safety & Environment as one of its focus areas of business. The Company is certified by IRQS for IATF 16949:2016, ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 certifications, and by Bureau Veritas for ISO 50001:2018 certifications.

The Key highlights for the Financial Year 2023-24 are as under:

Health

- 100% PME Compliances.
- Highest VSAP Score Achieved in Occupational Health.
- Red Zone Quantitative Assessment done by ISS Industrial Hygiene Company and action plan continuously implemented.
- 100% Ergonomics action plan implemented on site.
- 270 Urine Fluoride sample collection done from Potline Area; all are within limit.
- 10 Urine Phenol Samples collected from Pitch area of GAP for Health initiative.
- First time introduced care wing for Employees to mitigate the uncontrolled cases.
- More than 1000 Uncontrolled Cases employees completed their first medical counselling session through the Care Wing Initiative.
- Monthly Occupational Health training is provided to all employees, 1000 employees covered for First Aid & CPR, Heat Stress, Ergonomics, and Computer Syndrome.
- More than 1000 Employee including Driver and Crane operator covered under Eye checkup camp.

- Drug testing initiated for drivers.
- Yearly calendar prepared incorporating National & International OH & wellness events.
- BALCO organized a free health checkup camp for External Driver/Operators, where 500 driver & operators covered under medical check-up. The camp covered BP, RBS, PFT, ECG, and Vision Test, on the occasion of Safety & Road Safety Week Celebration.
- On the occasion of World Health Day 2024 BALCO organized Swasthy Choupal by Dr. S. M. Pandey and Mental Health Awareness Session by Dr. Mahesh Babu. It covered more than 130 employees and workers.
- On the occasion of World Health Day 2024 the Company organized Balanced & Healthy Meal for healthier lifestyle. It covered more than 400 employees and workers.

Safety

- Safety Training conducted on various topics inside plant (Manpower- 1.04 lakh & Manhours- 3.63 lakh).
- All time Highest reporting of Hazard Identification 1.52 lakhs including 98% closure.
- Around 11,313 High Risk Activities- Critical Risk Management verification done.
- 15 AI based cameras installed for surveillance and action taken as per Consequence Management and observation.
- Suraksha Maha Kumbh organized by sensitizing on safety culture development (Around 2000 BP/BALCO employees attended the program)
- Samvedana Safety Program conducted with senior management covering 64 injured employees & they were made as a Safety Ambassador
- VSAP Training being given by DNV to BALCO VSAP Catalyst and Co-ordinators and 339 employees (BALCO & BP) participated
- For the first time mechanised system of dismantling of RCC Silo (3 nos.) and Steel structure (1 no) were introduced

Safety Project Achievements

- Launch of BALCO Consequence Management Application
- High Impact CCTV surveillance
- CAPA Dashboard for Safety

- Ash Dyke Stability Monitoring – through SAR Imaging

Plan for FY25

- Automated Speed Detection camera & consequence management
- HAZOP & LOPA Study
- Safety Park cum Safety Skill Centre

Environment

- "Lifestyle for Environment" initiative was undertaken to inspire and motivate individuals from diverse backgrounds and encourage them to adopt environmentally conscious lifestyles.
- We commemorated "World Environment Day" with theme of "Beat Plastic Pollution" by engaging in series of endeavours like cleanliness drive, plantation drive, rally, and inauguration of incinerator from Jun 5th to Jun 10th '23 to raise awareness, promote eco-consciousness, and contribute to the preservation of our planet for future generations.
- 6 Nos of EV Forklift launched at BALCO resulting in reduction of CO₂ emissions annually.
- 100% replacement of Heavy Furnace Oil (HFO) with Low Sulphur Heavy Stock (LSHS) for a step towards sulphur dioxide emission control.
- Wheel Washing System installed at entry and exit gate of Power Plants to control fugitive dust emission from vehicular movements.
- 100% recycling of decanted water from ash ponds.
- Commissioned 200 m³/hr ETP (Part – B) for treatment of coal handling plant effluent.
- EC Amendment for Chotia-2 for continuation of open cast mining for another three years.
- BALCO received ASI – V3 certification (1st of its kind in India).
- 1,20,111 number of saplings planted in and around BALCO and Chotia mines.
- Roof top Lazer based HF analysers commissioning done at Potline 2.
- Fugitive emission monitoring system (Cassette Method) installed in all rooms for monitoring of fugitive fluoride through roof vents commissioned.
- Agreement signed with M/s. Krishna Calcination and Refractories Pvt. Ltd. For 15,000 Mt of SPL recycling.
- More than 142% fly ash utilization has been achieved during FY24.

- Celebrated World Water Day and World Forest Day with various programs like Cleanliness Drive, Pond Restoration, Nature Walk and Webinar on Water Quality Management.

- 20,106 Mt of SPL Carbon sold against generation of 6,592 Mt in FY24 (Utilization of 305 %).

Awards won in area of Safety, Health and Environment include-

- Topped S&P Global CSA 2023 (DJSI) with a score of 81.
- Gold Grow Care Award 2023
- OHSSAI 8th Annual HSE Excellence & ESG Global Awards 2023 winning for Health & Wellness category [Gold].
- Platinum Award for Grow Care India Occupational Health & Safety 2023
- Winner of British Safety Council International Safety Award 2024.
- Global Road Safety 2023.
- ICC Environment Excellence Award 2023 (Gold Award) by Indian Chamber of Commerce.
- 2nd CEE National Environment Excellence award 2023 in the Environment Excellence Unit in CPP Coal Above - 135 MW category.
- Kalinga Environment Excellence Award in Four Star category in the month of Jun' 23.

■ INFORMATION TECHNOLOGY & COMMUNICATION

◆ Implementation of MES & Indigenous Advanced Analytics with Simulator in NCRM for 5% incremental Volume in Cold Rolled Product Segment & Saving Potential of 0.3 Mn\$/Annum.

As part of BALCO's continuous efforts to digitalize its operations, we are glad to announce another feather in our cap by successful implementation of the Manufacturing Execution System & In-House Simulator in NCRM, Rolled Product. The system is designed for real-time data collection, analysis, and visualization of industrial operations. By implementing this system, we can improve Roll Contact time, reduce Coil change over time and enhance product quality & volume through real-time visualization of operational insights. This digital platform allows us to easily monitor process parameters in real time, standardize rolling parameter by analysing data and establish correlations.

Features:

- PI Vision Dashboard for real-time monitoring of process parameters, process status and healthiness of the system.
- Shift End Report Generation through Auto-Mailer.
- Process checklists to record details of each process parameter against Date, Shift, Time and Alloy.
- Report analysis for Standardization and Optimization of Rolling Parameters.

Benefit:

- Benchmarking of Roll Contact Time (RCT) & Between Coiler Time (BCT) through Simulator.
- Increase in CRP Volume by 5% with reduction in Coil change over time.
- Expected Saving of 0.3 Mn\$/Annum.

◆ **Service Level Agreement & Process Score Card Digitalization for reduction in COPQ with saving Potential of 0.25 Mn\$/Annum**

We have completed this project of SLA (Service Level Agreement) & Process score card online portal through digitalization. In this digital platform, the team will be able to track and monitor SLA's KPI of the supplier team and customer team & operational/ Process KPI for process improvement.

This project, SLA digitization, SLA allows for transparency about what the service level targets are as well as what happens if the required targets are not met. With a service level agreement in place, both parties are protected & also customers can check whether SLAs are being met and whether they're entitled to service credits or other penalties as laid out in the SLA.

The main purpose of a process scorecard is to align process performance with overall business objectives and strategy. By measuring key performance indicators (KPIs) related to each process, it allows managers and stakeholders to gain insights into the efficiency, quality, and effectiveness of the processes and make informed decisions to drive continuous improvement.

Features:

- Transparency in Service Level Agreement
- Department-wise Dashboard, Trends & Analysis
- Monthly & Yearly Report

Benefit:

- Process improvement
- Sets standards and improves for customer service
- Defines procedures for Compliance
- SLA scorecard with trend to be circulated to the concerned person/Department
- Clear agreements between Supplier & customer

◆ **Start-up monitoring digital dashboard:**

The Start-Up Monitoring project embodies our dedication to harnessing the power of digital technologies to optimize our processes and enhance operational efficiency. Its primary objective is to provide real-time monitoring of unit start-up activities, revolutionizing the way we manage and analyse critical data during this crucial operational phase. It is a comprehensive solution that automatically classifies start-up types (cold, warm, hot, or top-hot) and showcases actual values for the critical parameters that require constant monitoring. Additionally, the dashboard plots these values against the OEM curves, providing a visual representation of the start-up situation and empowering our operation team to gain immediate insights and proactively respond in the event of any parameter deviation from the OEM recommendations.

Features:

- Auto-triggering of start-up activities and accurate classification based on the start-up type, allowing for the selection of the appropriate OEM curve.
- Seamless identification and capture of start-up phases, including Ignition, Rolling, Synchronization, and Stabilization, with tracking of average values for crucial parameters during each phase.
- Intuitive plotting of actual curves for MS Temp, MS Press, Load, and Reheat Temp against the standard OEM curves, enabling a comprehensive understanding of the start-up progression.

Benefits:

- Real-time monitoring of unit start-up activities, facilitating proactive management.
- Optimization of oil consumption during start-ups, contributing to operational efficiency.
- Expected saving of 0.35 Mn\$/year.

◆ **Power Sales Price Prediction Model:**

This automated decision support system predicts future market prices, an integral part of our power sales and purchase planning strategy, ensuring that we stay a step ahead in the industry. By leveraging sophisticated algorithms and cutting-edge analytics, this system transcends conventional methods, providing invaluable insights essential for informed decision-making in the ever-evolving energy market landscape.

Features & Benefit:

- The day-ahead market price prediction model, offering quantitative decision support for Power Sales/Purchase bidding.
- Facilitating the decision-making process for maintenance schedule activities related to critical equipment.
- Providing features for viewing and downloading both past and present data.

◆ **Digitalization of CBM (Condition Based Monitoring) & Efficiency Dashboards for APH & other Critical Equipment of Power Plant:**

We have developed Condition-Based Monitoring (CBM) dashboards for critical equipment in plant operations, including Boiler Feed Pumps (BFPs), Fans, Mills, and CW Pumps. These dashboards provide real-time insights into asset health and performance, enabling efficient maintenance strategies. Additionally, our Efficiency Dashboard focuses on the Air Pre-Heater (APH), monitoring its efficiency in the thermal power generation cycle. By using color-coded indicators and specification limits, operators and maintenance teams can quickly assess asset health and make informed decisions.

Features:

- CBM dashboards for critical equipment, including BFPs, Fans, Mills, and CW Pumps.
- Efficiency dashboard specifically designed for the Air Pre-Heater (APH).
- Color-coded health status indicators with LSL & USL for quick and easy monitoring.

Benefit:

- Real-time asset health monitoring allows for proactive maintenance, reducing downtime and optimizing plant performance.
- The efficiency dashboard for APH aids in understanding and improving the efficiency

of the pre-heating process, leading to energy savings and cost reduction.

- Clear visualization of health status with color-coded indicators enables quick decision-making and timely interventions, ensuring smooth plant operations.
- Expected Potential saving - 0.13 Mn\$/year.

■ **HUMAN RESOURCES, TRAINING AND DEVELOPMENT**

Your Company believes that the quality of its employees is the key to its success and is committed to providing necessary human resource development and training opportunities to equip employees with additional skills to enable them to adapt to contemporary technological advancements.

In FY24, total 8,548 training man-days were covered in comprehensive training interventions. Overall training man days compliance for Executives was 178% and that for workmen was 100%. Total of 17 Behavioral, 14 Technical, 44 Functional, 30 Safety & 2 Mandatory trainings were conducted throughout the financial year.

The training portfolio was curated especially to keep up the employees with the new age technologies like advanced supply chain management, six-sigma, critical training on operation-maintenance & rolling & casting technologies. Focus was also made on behavioral improvement & emotional well being of employees. Trainings such as time, conflict & anxiety management, C.A.P.S along with Vedanta Core competency was imparted.

As a responsible entity we provide a plethora of safety & sustainability training as per our commitment to Zero Harm & environment protection.

Special focus is given on ensuring seamless fusion of new joiners in the organization. Training such as Campus to Corporate, Outbound Learning Activity, Financial planning etc. are provided in this regard. Certain mandatory training courses like Code of Conduct, POSH, Human Rights etc. were conducted throughout the year for all the employees.

■ **INDUSTRY OUTLOOK**

Global Trade Scenario

Global market is roughly in balance with a minimal surplus of 0.01 Mt. Chinese aluminium production, to increase by 2.3% y/y in Calendar Year 2024. Crucially, it is expected that Yunnan smelters will resume/restart from May. World ex. China primary production to increase by 0.7% y/y in CY24.

World Ex. China demand is expected to increase by 2.2% in CY24 and Chinese demand is expected to increase by 2.3%.

Chinese demand for aluminium has seen a recovery in CY23 with major growth in new energy vehicle demand and solar sector. However, the building and construction sector is yet to show any sign of recovery. It is expected that China will remain a net importer in CY24.

European demand was on a downward trend the whole of CY23 and the premiums were decreasing throughout the year. However, it is expected that the premiums have bottomed out and initial recovery was observed in the month of March. Although we are yet to experience any sign of demand recovery in Europe.

Domestic Market Scenario

Aluminium production from three primary Indian producers increased by about 2% in FY24. Indian aluminium demand increased by 16% y-o-y basis. Aluminium demand continued to perform well as the key end-use sectors grew firmly driven by robust economic growth, rising income levels, and steady consumer confidence. The data from the Ministry of Statistics and Programme Implementation showed that in October, India's industrial production growth expanded to a 16-month high of 11.7% y/y. The Indian real estate market ended CY23 with record sales despite higher interest rates and rising property prices. India's automotive sector exhibited strong growth as total vehicle registrations reached a record high in CY23. Total vehicle registrations hit a record high of 24 M, up 24% y/y in CY23.

Indian aluminium demand is expected to increase by 8% in FY25. However, there are some factors which poses downside risk; increased Russian metal imports and slowdown in electrical sector resulting in weaker demand from largest aluminium consuming segment in India.

Price Drivers: LME & Premiums

LME prices of aluminium in FY24 stood at US\$ 2,199.60, 11% lower y-o-y. LME Aluminium has been volatile in FY24 where it went down to \$ 2100/t, however by Mar'24 LME has exceeded \$ 2250/t levels. LME Aluminium prices were in downward trend during H1 FY24 whereas a recovery was observed during H2 FY24. Global premiums also followed the same trend as LME over the past year.

The demand slowdown in international market has been influenced by unfavorable macroeconomic conditions, weak global demand, and anticipation of higher Chinese production. Further, the aluminium market is in a growth phase now with demand expected to be driven by sunrise sectors such as Electric Vehicle, Renewable Energy, Defense and Aerospace.

Product and Customer

BALCO's integrated smelter in India with 0.58 MTPA installed capacity with primary domestic market share of 24% FY24 as compared to 23% in FY23. BALCO's product range includes Aluminium Ingots, Primary Foundry Alloys, Wire Rods, Alloy Rods, AlSi and Rolled Products. The company is poised to accelerate its reach to automotive downstream industry in India through variety of its value-added products portfolio, which is on increasing trend as days pass by.

For this financial year, 84% of the company's total sales were to the Indian markets, specifically for use in the electrical, automotive and transportation industries. About 67% of this domestic sale comprised of Value-Added Product portfolio of BALCO. The company sold an overall of 56% of its total sales as Value Added Product in FY24.

■ BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

A) Changes in Directors and KMP

During the year under review, Mr. Dindayal Jalan (DIN-00006882) was re-appointed as an Independent Director of the Company, for a second and final term of two (2) years commencing with effect from 30th July 2023 to 29th July 2025, subject to the approval of the Members by way of Special Resolution at this 58th Annual General Meeting of the Company.

During the period, Mr. Anoop Kumar Mittal (DIN-05177010) was re-appointed as an Independent Director of the Company, for a second and final term of two (2) years commencing with effect from 19th October 2023 to 18th October 2025, subject to the approval of the Members by way of Special Resolution at this 58th Annual General Meeting of the Company.

During the year, on the recommendation of the Nomination and Remuneration Committee, the Board of Directors:

- i. took note of resignation of Mr. Prateek Jain from the office of Company Secretary w.e.f. 11th October 2023;
- ii. appointed Ms. Wageesha Agarwal as a Company Secretary and KMP of the Company w.e.f. 20th October 2023.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as Independent Director.

During the year, the Board took note of the below change in Government Nominee Director:

- i. Appointment of Mr. Vivek Kumar Sharma (DIN- 10101407) w.e.f. 06th April 2023.

B) Directors liable to retiring by rotation.

In accordance with the provisions of Section 152(6) of the Companies Act, 2013 and the Articles of Association of the Company, Ms. Nirupama Kotru (DIN- 09204338), Nominee Director on the Board of the Company is liable to retire by rotation at the ensuing Annual General Meeting. The Board of Directors on the recommendation of the Nomination and Remuneration Committee has recommended her re-appointment.

A brief profile of the Director being re-appointed forms part of the Notice of ensuing Annual General Meeting of the company.

The Nomination and Remuneration Policy of the Company is attached herewith as "Annexure-D" and is also available on the Company's website at: <https://www.balcoindia.com/sustainability/policies-standards/sustainability-policies/>

C) Key Managerial Personnel

The following have been designated as the Key Managerial Personnel of the Company pursuant to Sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

1. Mr. Rajesh Kumar	Chief Executive Officer & Whole Time Director
2. Mr. Amit Gupta	Chief Financial Officer
3. Ms. Wageesha Agarwal*	Company Secretary

*Mr. Prateek Jain resigned from the office of Company Secretary on 11th October 2023 and Ms. Wageesha Agarwal appointed as a Company Secretary of the Company effective from 20th October 2023.

D) Separate Meeting of Independent Directors

The Independent Directors met on 29th March 2024, without the attendance of Non-Independent Directors and Members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole, the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed

the quality, quantity, and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

E) Declaration of Independent Directors u/s 149

All the Independent Directors of the Company have given their respective declaration/disclosures under Section 149(7) of the Companies Act 2013 read with Companies (Appointment and Qualification of Directors) Rules 2014, and have confirmed that they fulfil the independence criteria as specified under section 149(6) of the Act, and have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

Further, the Board after taking these declarations/disclosures on record and acknowledging the veracity of the same, concluded that the Independent Directors are persons of integrity and possess the relevant expertise and experience to qualify as Independent Directors of the Company and are Independent of the Management.

F) Familiarisation Programmes for Board Members

Senior management personnel of the Company make presentations to the Board Members on a periodical basis, briefing them on the operations of the Company, plans, strategy, risks involved, new initiatives, etc., and seek their opinions and suggestions on the same.

In addition, the Directors are briefed on their specific responsibilities and duties that may arise from time to time. Any new Director who joins the Board is presented with a brief background of the Company, its operations and is informed of the important policies of the Company including the Code of Conduct for Directors and Senior Management Personnel, Code of Conduct, Policy on Related Party Transactions, Policy on Remuneration, Whistleblower policy, Risk Management Policy, Policy on Anti-Corruption and Anti-Bribery, Policy on Prevention of Sexual Harassment and Corporate Social Responsibility policy.

The Statutory Auditors, Internal Auditors and Senior Management of the Company make presentations to the Board of Directors with regard to regulatory changes from time to time while approving the Financial Results.

G) Number of Meetings of the Board

The Board met Four (4) times during the financial year 2023-24 on 20th April 2023, 20th July 2023, 20th October 2023, and 16th January 2024. The maximum interval between any two meetings did not exceed 120 days. The details of board meetings and the attendance of the Directors are provided in the Corporate Governance Report which forms part of this Report.

DIRECTOR RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, Directors hereby confirm that: -

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 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 this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) They have prepared the annual accounts 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 were operating effectively; and
- (f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Company is following the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.

INTERNAL FINANCIAL CONTROLS

Internal financial control over financial reporting have been designed to provide reasonable assurance with regards to recording and providing reliable financial

information and complying with applicable accounting standards. These controls are reviewed periodically, and the Company continuously tries to automate these controls to increase its reliability. In line with best practices, the Audit Committee and the Board review these internal control systems to ensure they remain effective and are achieving their intended purpose.

The systems/frameworks include proper delegation of authority, operating philosophies, policies and procedures, effective IT systems aligned to business requirements, an internal audit framework, an ethics framework, a risk management framework, and adequate segregation of duties to ensure an acceptable level of risk. Documented controls are in place for business processes and IT general controls. Key controls are tested by entities to assure that these are operating effectively. Besides, the Company has also adopted an SAP GRC (Governance, Risk and Compliance) framework to strengthen the internal control and segregation of duties/access.

The Company has documented Standard Operating Procedures (SOP) for procurement, project/expansion management, capital expenditure, human resources, sales and marketing, finance, treasury, compliance, Health, Safety and Environment (HSE), and manufacturing.

The Group's internal audit activity is managed through the Management Assurance Services ('MAS') function. It is an important element of the overall process by which the Audit Committee and the Board obtain assurance of the effectiveness of relevant internal controls. The scope of work, authority and resources of MAS are regularly reviewed by the Audit Committee. Besides, its work is supported by the services of leading international accountancy firms.

The Company has a well-defined and documented delegation of authority with specified limits for approval of expenditure, both capital and revenue. The Company has workflows to ensure adherence to the delegation of authority. The Company has a commercial manual that lays down certain principles and procedures that are to be followed in commercial & purchase contracts transactions across the Company. The SSC verifies compliance to the commercial manual before clearing the payments.

The Company's system of internal audit includes monthly physical verification of inventory, a monthly review of accounts and a quarterly review of critical business processes. To enhance internal controls, the internal audit follows a stringent grading mechanism, focussing on the implementation of recommendations of internal auditors. The internal auditors make periodic presentations on audit observations, including the status of follow-up to the Audit Committee.

In addition, as part of their role, the Board and its Committees routinely monitor the Company's material business risks. Due to the limitations inherent in any risk management system, the process for identifying, evaluating, and managing the material business risks is designed to manage, rather than eliminate risk. Besides, it was created to provide reasonable, but not absolute assurance against material misstatement or loss.

Your Company has in place adequate internal financial controls with reference to the Financial Statements. Such controls have been assessed during the year taking into consideration the essential components of internal controls stated in the "Guidance Note on Audit of Internal Financial Controls Over Financial Reporting" issued by The Institute of Chartered Accountants of India.

Based on the information provided, nothing material has come to the attention of the Directors to indicate that any material breakdown in the function of these controls, procedures or systems occurred during the year under review. There have been no significant changes in the Company's internal financial controls during the year that have materially affected or are reasonably likely to materially affect its internal financial controls.

There are inherent limitations to the effectiveness of any system of disclosure controls and procedures, including the possibility of human error and the circumvention or overriding of the controls and procedures. Accordingly, even effective disclosure controls and procedures can only provide reasonable assurance of achieving their objectives. Moreover, in the design and evaluation of the Company's disclosure controls and procedures, the management was required to apply its judgement in evaluating the cost-benefit relationship of possible controls and procedures. Further, the Audit Committee annually evaluates the internal financial controls for ensuring that the Company has implemented robust systems/framework of internal financial controls viz. the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

AUDITORS' APPOINTMENT AND AUDITOR'S REPORT

(A) STATUTORY AUDITOR

M/s S.R. Batliboi & Co., LLP, (Firm Registration Number 301300E) Chartered Accountants were appointed as Statutory Auditors of the Company for a term of five (5) consecutive years at the Annual General Meeting ("AGM") of the Company held on

Friday 17th September 2021. The Auditors have confirmed that they are not disqualified under section 141 of the Act from continuing as Auditors of the Company.

The observations made in the Auditor's Report are dealt with separately in the notes to the Profit and Loss Account and the Balance Sheet. These are self-explanatory and do not call for any further comments.

(B) SECRETARIAL AUDITOR

Pursuant to the provision of Section 204 of the Companies Act 2013 and Companies (Appointment and Remuneration of Managerial Person) Rules, 2014, confirmation of eligibility and willingness to act as Secretarial Auditor of the Company has been received from M/s Sanjay Grover & Associates to conduct Secretarial Audit for FY 2024-25. The Audit Committee recommends to the Board their appointment for FY 2024-25.

Pursuant to the provision of Section 204 of Companies Act 2013 and Companies (Appointment and Remuneration of Managerial Person) Rules 2014, the Company had appointed M/s CS Nitin Agarwal & Co. to undertake the Company's Secretarial Audit for FY24 at its meeting held on 20th April 2023.

The Report of the Secretarial Audit for FY24 in Form MR-3 is annexed herewith as "Annexure-B".

(C) COST AUDITOR

Pursuant to provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the Board of Directors of your Company have on the recommendation of the Audit Committee, appointed M/s R J Goel & Co., Cost Accountants as Cost Auditors, to conduct the cost audit of your Company for the financial year ending 31st March 2025, at a remuneration as mentioned in the Notice convening the Annual General Meeting.

As required under the Act, the remuneration payable to the cost auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a resolution seeking member's ratification for the remuneration payable to Cost Auditors forms part of the Notice of the ensuing Annual General Meeting.

Confirmation of eligibility and willingness to act as Cost Auditor of Company has been received from M/s R J Goel & Co., to conduct Cost Audit for FY 2024-25. The Audit Committee recommends to the Board their re-appointment for FY 2024-25.

The Company maintains necessary cost records as specified by Central Government under sub-section 1 of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014.

■ CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

Information as required under Section 134 of the Companies Act, 2013, read with Rule 8 of Companies (Accounts) Rules, 2014, viz. a report on conservation of energy, technology absorption, foreign exchange earnings and outgo are given in the “Annexure-A” attached hereto and form part of this report.

■ EMPLOYEE INFORMATION AND RELATED DISCLOSURES

The statement containing particulars of employees as required under Section 197 of the Act read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the Company. If any member is interested in obtaining a copy thereof, such member may write to the Company Secretary in this regard.

■ CORPORATE GOVERNANCE

Your Company is committed to maintaining the highest standards of Corporate Governance. A separate report on Corporate Governance, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') forms a part of this annual report.

■ ANNUAL RETURN

Annual Return in Form MGT-7 is available on the Company's website, the web link for the same is <https://www.balcoindia.com/>

■ PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (hereinafter referred to as “Prevention of Sexual Harassment Act”), the Company has formulated a Policy on Prevention of Sexual Harassment at Workplace for prevention, prohibition, and redressal of sexual harassment at workplace and an

Internal Committee has also been set up to redress any such complaints received.

The Company is committed to provide a safe and conducive work environment to all of its employees and associates. The Company periodically conducts sessions for employees across the organization to build awareness about the Policy and the provisions of Prevention of Sexual Harassment Act. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

Complaints of sexual harassment received during FY24 by the Company were investigated in accordance with the procedures prescribed and adequate steps were taken to resolve them. The following is a summary of sexual harassment complaints received and disposed of during the year:

Number of cases pending as on the beginning of the financial year	Nil
Number of complaints filed during the year	6
Number of complaints disposed off during the year	4
Number of cases pending as on the end of the financial year	2

■ RELATED PARTY TRANSACTION

All contracts or arrangements entered by the Company with its related parties during the financial year were in accordance with the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All such contracts or arrangements have been approved by the Audit Committee, as applicable. There were no materially significant Related Party Transactions entered into by the Company with Promoters, Directors, Key Managerial Personnel, or other related parties which may have a potential conflict with the interest of the Company. Requisite prior approval of the Audit Committee of the Board of Directors was obtained for Related Party Transactions. All the transactions with the related parties entered into by the Company were in the ordinary course of business and at arm's length. Therefore, disclosure of Related Party Transactions in Form AOC-2 as per the provisions of Section 134(3)(h) and Section 188 of the Companies Act, 2013 read with the Rule 8(2) of the Companies (Accounts) Rules, 2014 is Not Applicable.

All Related Party Transactions are subjected to independent review by a reputed accounting firm to establish compliance with the requirements of Related Party Transactions under the Companies Act, 2013, and Listing Regulations.

The details of the transactions with the related parties are provided in the accompanying financial statements. There were no related party transactions made during the year required to be disclosed in Form AOC-2.

■ VIGIL MECHANISM

The Company has established a robust Vigil Mechanism and a Whistle-blower policy in accordance with provisions of the Act. Your Company's Whistle Blower Policy encourages Directors and employees to bring to the Company's attention, instances of unethical behaviour, actual or suspected incidents of fraud, or any violation of the Code of Conduct, that could adversely impact Company's operations, business performance and /or reputation. It is your Company's Policy to ensure that no employee is victimised or harassed for bringing such incidents to the attention of the Company.

As per the whistle-blower policy adopted by the Company, all complaints are reported to Director–Management Assurance who is independent of operating management and businesses.

In line with global practices, dedicated email IDs and centralized database have been created to facilitate receipt of complaints. A 24*7 whistle-blower hotline cum web-based portal is available to report genuine concerns. All employees and stakeholders can register their integrity related concerns either by calling on a toll-free number or by writing on the web-based portal that is managed by a third party. The hotline provides multiple local language options. After the investigation, established cases are brought to Group Ethics Committee for decision-making. Whistle Blower Policy is also posted on the website of the Company.

■ BOARD EVALUATION

The Board adopted a formal mechanism for evaluating its performance as well as that of its committees' and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process, and it covers various aspects of the Board functioning such as composition of the Board & Committees, experience & competencies, performance of specific duties & obligations, contribution at the meetings and otherwise, independent judgement, governance issues etc. A structured questionnaire was circulated to the Board members in this connection.

As an outcome of the above exercise, it was noted that the Board is functioning as a cohesive body which is well engaged with different perspectives. The Board Members from different backgrounds bring about different complementarities that help Board discussions to be rich and value adding. It was also noted that the Committees are functioning well and besides the Committee's terms

of reference as mandated by law, important issues are brought up and discussed in the Committee Meetings.

Outcome of the evaluation exercise:

1. One meeting devoted to strategy should be conducted.
2. Participation in long term strategy, informal discussions with the management.
3. Participation by all directors must be encouraged in every single meeting.
4. Succession planning should be discussed in NRC meeting.
5. BALCO must continue its focused efforts in CSR.
6. More focus to be put on project execution and delivery on its timeline.

■ DEPOSIT

During the year under review, your Company has not accepted any deposits from the public falling under Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014. Thus, as on 31st March 2024, there were no deposits that were unpaid or unclaimed and due for repayment.

■ LOANS AND INVESTMENT U/S 186

Details of Loans, Guarantee and Investments covered under the provisions of Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 are given in the notes to Financial Statements. The investments made by your company are duly approved by the Board under the powers conferred to it under Section 179(3) of the Companies Act, 2013, and are within the limits laid down under Section 186 of the said Act.

■ COMMITTEES OF THE BOARD

Currently, there are four Board Committees – the Audit Committee, the Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Finance Standing Committee. Meetings of the Board Committees are convened by the respective Committee Chairman. Matters requiring the Board's attention/ approval, as emanating from the Board Committee meetings, are placed before the Board with clearance of the Committee Chairman. All the recommendations made by Board Committees during the year were accepted by the Board. Minutes of Board Committee meetings are placed before the Board for its information. The role and composition of these Committees are provided below, the number of meetings held during the financial year and the

related attendance are provided in Corporate Governance report which forms part of this report.

A) Audit Committee:

The Audit Committee of the Board of Directors constituted in compliance of Section 177 of Companies Act, 2013 comprises:

1. Mr. DD Jalan	Chairman (Independent Director)
2. Mr. S. K. Roongta	Member (Independent Director)
3. Mr. Tarun Jain	Member (Non-Executive Director)

Besides reviewing the internal audit, control, and procedures, it reviews the unaudited and audited financials of the Company before submission to the Board. The Audit Committee also reviews the implementation of the risk management policy and the whistle-blower policy, and all other activities as stipulated in the Audit Committee Charter.

Four (4) Audit Committee Meetings were held during the financial year ended 31st March 2024 and the dates on which the Audit Committee Meetings were held are as follows: 20th April 2023, 20th July 2023, 20th October 2023, and 16th January 2024. The Board has accepted all recommendations of the Audit Committee.

B) Nomination and Remuneration Committee:

The Nomination & Remuneration Committee establishes the principles for the selection of candidates to the Board of Directors, selects candidates for the election or re-election to the Board of Directors and prepares a proposal for the Board of Directors' decision.

In terms of provisions of Section 134(3) (e) of the Companies Act, 2013, the Company has adopted the Nomination and Remuneration Policy.

Composition, names of members and number of meetings held during the year:

In terms of provisions of Section 178 of the Companies Act, 2013, the Company has duly constituted Nomination and Remuneration Committee and as on 31st March 2024, the Nomination & Remuneration Committee comprised of the following Independent Directors & Non-Executive Directors:

1. Mr. DD Jalan	Chairman (Independent Director)
2. Mr. Tarun Jain	Member (Non-Executive Director)
3. Mr. S. K. Roongta	Member (Independent Director)

During the year, Nomination & Remuneration Committee met two (2) times i.e., on 18th April 2023 and 19th October 2023.

C) Corporate Social Responsibility Committee

In compliance with Section 135 of the Companies Act, 2013 the company has duly constituted Corporate Social Responsibility (CSR) Committee and as on March 31, 2024, the Committee comprises of following Independent Director, Non-Executive and Executive Director: -

1. Mr. S. K. Roongta	Chairman (Independent Director)
2. Mr. A. K. Mittal	Member (Independent Director)
3. Mr. Rajesh Kumar	Member (CEO and Whole Time Director)
4. Ms. Nirupama Kotru	Member (Government Nominee Director)

The role of CSR Committee includes formulating and recommending to the Board the CSR Policy and activities to be undertaken by the Company, recommending the amount of expenditure to be incurred on CSR activities of the Company, reviewing the performance of Company in the area of CSR.

During FY24, CSR Committee met two (2) times on 18th April 2023 and 19th October 2023.

■ CORPORATE SOCIAL RESPONSIBILITY

Your Company's overarching commitment to create significant and sustainable societal value is manifest in its CSR initiatives that embrace the most disadvantaged sections of society, especially in rural India, through economic empowerment based on grassroots capacity building. CSR for BALCO is an integral part of its business strategy, which includes creating an organisation intended to maximize wealth of shareholders and establish productive and lasting relationship with all stakeholders, with an emphasis on fulfilling our responsibility towards the entire community and society.

In terms of the provisions of Section 135 of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company has constituted a Corporate Social Responsibility (“CSR”) Committee which is chaired by Mr. S. K. Roongta, Independent Director. The other Members of the Committee for the year ending March 31, 2024, are Mr. Rajesh Kumar, Mr. A. K. Mittal and Ms. Nirupama Kotru.

The role of CSR Committee includes formulating and recommending to the Board the CSR Policy and activities to be undertaken by the Company, recommending the amount of expenditure to be incurred on CSR activities of the Company, reviewing the performance of Company in the area of CSR.

The Corporate Social Responsibility Policy is available on the website of the Company at https://d2z1l9uefzbzxd.cloudfront.net/wp-content/uploads/2023/03/CSR_Policy_19th_May_2021.pdf.

Your Company is a caring corporate citizen and lays significant emphasis on development of the communities around which it operates. During FY24, the Company has spent ₹ 16.13 Cr. under Section 135 of the Act on CSR activities.

The Annual Report on Corporate Social Responsibility (CSR) Activities for FY24 is enclosed to this Report at “Annexure-C”.

■ CORPORATE SOCIAL RESPONSIBILITY PROJECTS

BALCO CSR works towards a larger goal of creating enduring value for the communities. We undertake various community programs as part of our Corporate Social Responsibility (CSR). The Company has committed to align its CSR activities to the priorities of its neighborhood communities and the national priorities. CSR programs are spread across various thematic areas i.e., Education, Sustainable Livelihoods, Health, Water & Sanitation, Women's Empowerment, Environment & Safety, Sports & Culture and Community Asset Creation including community development. This year a spent of ₹ 16.13 Cr. was made across various CSR programs. Our Initiatives reached out to 123 villages in 4 districts of Chhattisgarh touching the lives of 1.69 Lac people.

◆ EDUCATION

Connect

The Project focuses on improving the learning environment in nearby government schools by creating an enabling environment with a focus on improving Student's Grades, providing them with Career Counselling. The Field Instructors teach students in SEMA subjects

(Science, English, Mathematics & Accountancy) in these Govt. schools.

During the year, 1,625 students benefitted through regular and remedial classes in 3 Govt. schools & 2 Remedial centers for 9th – 12th class on SEMA subjects. Developed Study Material (Worksheets, test series) to help 1000+ students refer beyond textbooks and assess their own progress in learning. Additionally, Summer & Winter, Science exhibition to work towards practical based teaching-learning and Series of Career Counselling sessions were conducted keeping specific focus on 10th & 12th students at intervention schools to guide them towards making informed academic and career-oriented decisions. Also, to build a more conducive environment of learning, capacity building training was organized for Govt. teachers on Teaching pedagogy and practical based models. 109 dropout students identified and re-enrolled in schools for open examination.

Nand Ghar

An initiative undertaken by Vedanta under the Anil Agarwal Foundation, in collaboration with the Ministry of Women and Child Development (MoWCD), aims to improve pre-school education by imparting a best-in-class curriculum through interactive learning BALA (Building as Learning Aid) paintings and digital learning. Thus, helping the children to develop their cognitive abilities by improving the level of pre-primary education. The state-of-the-art Anganwadi model, equipped with televisions for e-learning, safe drinking water, and clean toilets, has marked improvements in attendance, learning abilities, and school readiness among children.

During the year, 58 Nand Ghars spread over the district of Korba & Kawardha in Chhattisgarh benefitted 5,051 children & mothers. Nand Ghars are also educating females regarding the ways and means to cook nutritious meals and importance of nutrition to prevent malnourishment, linkage with various government schemes and developing community ownership by leveraging government convergences & community contribution amounting to ₹ 4.90 Lacs. 25 Nand Ghars in Kawardha are now handed over to the ICDS department for sustained outcomes.

◆ SUSTAINABLE LIVELIHOODS

Mor Jal Mor Maati

The project focusses on improving surface water management with existing resources, augmenting irrigation facilities, equipping farmers with the latest farming techniques, and promoting multi-cropping to reduce the dependence on rainfall. It is also bringing farmers into the fold of Fishery, Goatry and Poultry and

ensuring income generation round the year. The program is also institutionalizing farming practices by business model development of Farmer Producer Organization (FPO) - Korba Krushak Unnayan Producer Company Limited (KKUPCL).

During the year, 4,749 Farmers benefited and cumulatively brought 530+ acres of land under secured irrigation in 32 villages. Farmers were supported in different activities like promotion of modern farming techniques, crop & livelihood diversification, water security and FPO development. Farmers were capacitated through training programs on modern cropping methods and provided with input support of seeds, manure, fencing, soil testing and periodic technical support in the field.

As a result, 50% of farmers adopted modern agriculture techniques like Systematic rice intensification (SRI), Trellis & Organic farming, Climate resilient cropping etc. Project interventions helped farmers in getting 1.3-1.4 times increase in production hence led to an average increase in income by 50% and reduction in cost of cultivation by 25-30%. Climate resilient cropping like Millets (Kodo & Ragi), Groundnut, Scented rice leading to 20-50% income enhancement. It is an innovation introduced in the regional landscape to reduce the dependency of farmers on rainfall.

22% of the farmers are engaged in Livelihood Diversification activities like Lac Cultivation, Poultry, Goatry and Horticulture. 11 Wadi (Fruit Orchards) with intercropping have been developed as a long-term sustainable livelihood generation setup for 39 farmers.

107 water structures (54 farm, 8 community ponds, 6 Check Dams & 39 Dug wells) are created generating cumulative water storage capacity of 1,06,061 CuM. This has increased the water security & recharge and is promoting multiple cropping in the region. 738 Farmers in the Rabi season have sown a second crop (Wheat, Groundnut, Mustard & Vegetable cultivation) leading to promotion of multi-cropping in the region.

FPO established its input & output business centers for nearby farmers. The annual turnover for the FPO reached ₹ 19.20 Lacs. FPO is now having an equity share capital of ₹ 7 Lacs.

Project was able to converge and leverage a total of ₹ 4.44 Cr. through various Govt schemes like Pradhan Mantri Krishi Sinchayee Yojana, Rashtriya Krishi Vikas Yojana, Chhattisgarh State Saur Sujla Scheme and ₹ 2.62 Cr. through community contribution in activities like construction of farm ponds, dug well, poultry & Goatry sheds, soil bunding, SRI and irrigation equipment, etc.

Vedanta Skill School

The project focuses on imparting vocational training to rural youth, dropouts, and the unemployed population of Chhattisgarh with a special focus on our operational areas and links them with gainful employment opportunities. During the year, 1,241 youth trained in 3 skilling centres running in Korba, Kawardha & Surguja out of which 81% secured employment placements or engaged in entrepreneurial pursuits. Placed in 45 reputed organizations like Adani, Volvo Eicher, Barbeque Nation, Tata Mobile Manufacturing etc. across 9 states with an average CTC of ₹ 1.4 Lac - 2.16 Lacs/Year.

The center embraced its commitment to gender equality as evidenced by the training of 72% females as well as its focus on empowering marginalized communities, with 60% of trainees coming from the SC/ST category. The centre maintained its reach across Chhattisgarh with youth coming from 19 different districts of the state this year.

Out of 45 batches, 16 batches trained in convergence with government and private partners like Pradhan Mantri Kaushal Vikas Yojana (PMKVY), Mukhya Mantri Kaushal Vikas Yojna (MMKVY), Skill India Impact Bond (SIIB), etc. The center additionally facilitated Recognition or Prior Learning (RPL) opportunities for females under the Pradhan Mantri Vishwakarma Yojana (PMVKY). These collaborations have optimized resources, resulting in enhanced outcomes & livelihood opportunities. Furthermore, the attainment of the 5-star Rating from the Skill Management & Accreditation of Training Centers (SMART) program by National Skill Development Council (NSDC) and Sector Skill Council (SSC) under Ministry of Skill development and Government of India underscores the institution's commitment to excellence.

◆ HEALTH, WATER AND SANITATION

Arogya

The project is a comprehensive health initiative providing quality Primary health care services, both preventive and curative through Rural Health Posts, Maternal & Child Health with special focus on reduction of malnourishment & anemia, awareness campaigns on HIV, TB and De-addiction. During the year, the program reached out to 49,963 people through curative and preventive healthcare services.

Three Rural Health Post at Chuhiya, Parsabhatha and Chotia provided OPD services to 5,164 people. Additionally in collaboration with District Health department under Mukhya Mantri Haat Bazar Swasthya Yojana we organized 89 Health Camps in remote villages, providing accessible healthcare services to over 3,500 beneficiaries.

Under Maternal & Child Health, conducted Health screenings in 65 Anganwadi's across 45 villages, covering

2,484 children of 0 to 5 Yrs age group, to identify their health status. Out of which, interventions done with 364 children identified as malnourished at 25 Anganwadi's in first phase. Children addressed through PD hearth sessions and NRC referrals, 67% of children moved out of malnourished category.

Additionally, for reduction of anemia in the area, conducted Anemia screenings in 45 areas, 494 Pregnant & 674 lactating mothers tested to identify the status of Anemia, 307 Pregnant women & 478 lactating mothers identified as Anemic. 45 Anemia camps addressed these 1,148 pregnant & lactating mothers on Anemia reduction through awareness, promoting diet diversity through iron & micronutrient rich food recipe demonstrations using locally available ingredients to ensure availability & affordability to sustain the practices and ensuring improved IFA consumption. Focused home visits & follow up with 981 identified Anemic mothers has helped to improve the status of 51% pregnant & lactating Anemic mothers also resulting in healthy baby births. Additionally, under 'Nava Pahuna Goth' conducted family counselling sessions for 74 Newly married emphasizing family planning, pre-pregnancy care, ensuring a healthy foundation for maternal and child well-being.

Celebration of Safe Motherhood Day, Poshan Maah, Breast feeding week & Observing Cancer Awareness month has further provided a holistic improvement in areas of Maternal health.

Generated awareness on HIV to over 2,500 high-risk behavior groups like Truckers and migrant workers. Over 26,000 people sensitized through a weeklong mass awareness campaign on World AIDS Day, through Jagrukta Rath, Awareness sessions in schools, colleges, and communities. Additionally, Life skills training capacitated 30 Youth as changemakers on HIV/AIDS Awareness for promoting peer-based learnings. For a collective action on the matter also organized HIV Dissemination Workshop chaired by CMHO, Korba district on the theme "Let's Join to Gather for Reducing New Infection of HIV and Discrimination Free Services for PLHIV". The workshop provided a platform for synergic action to arrive at a robust plan for decreasing the number of HIV cases & increasing testing on reducing HIV. Over 70 Govt. & private stakeholders participated viz. District health, WCD – Women and Child Development, CGSACS – Chhattisgarh State AIDS Control Society, Integrated Counselling and Testing Centre (ICTC) Anti-retroviral therapy (ART), Community Based Organizations (CBO) Road & Transport, STI-clinic- Korba, Truck owners Association etc.

TB Awareness – Capacitated 45 Frontline workers from local health bodies (Mahila Arogya Samitis & Village

Health and Sanitation Committee) and raised awareness to over 600 community members on TB awareness, identification, causes, contact tracing & improving testing etc. in line with TB free future. Proper nutrition plays a crucial role in supporting the treatment and recovery of individuals with tuberculosis (TB). A well-balanced diet can help strengthen the immune system, improve overall health, and enhance the effectiveness of TB medications. Hence to ensure a proper dietary intake & nutrition we implemented **Nikshay Mitra initiative** in collaboration with District Medical & Health department by financially supporting the diet of 100% TB patients viz 22 TB patients across 56 villages neighboring BALCO through employee volunteerism for 6 months. 90% of supported patients have now recovered, the rest under treatment are positive towards recovery.

10 Deaddiction camps sensitized over 1000 youths in schools & communities on Drug Deaddiction, as a result 8 action groups comprising local health bodies (Mahila Arogya Samiti & Village Health, Sanitation & Nutrition Committee) and SHGs have been formed towards building Nasha-Mukt (Addiction Free) community.

Revived & Capacitated, 67 Mahila Arogya Samiti & Village Health, Sanitation & Nutrition Committee (100% local health bodies in communities) covering 600 PRI members & local health workers for better convergence & leveraging.

Mobile Health Van

The Mobile Health Van (MHV) is structured to provide Healthcare at the doorstep of the ailing. The MHV is serving our nearby communities through fortnightly visits and addresses the problems of inaccessibility, inability to afford and non-availability of basic essential primary health care in communities. This year, we launched an additional Mobile health van, significantly expanding our total outreach to serving 60 villages.

During the year, 15,599 people availed health care services through MHVs. 8 Multispecialty Mega health camps (Orthopedics, Dental, ENT, Pediatrics, Gynecologist, Physiotherapist, Blood & Sugar etc.) and 13 Awareness camps were organized, sensitizing people on Cancer, Vaccination and other matters of health and hygiene. As a first step towards community Mental Well-being organized **Mental Health Awareness** capacitated over 60 community-based volunteers on identification of mental health issues in the community.

Special bi-monthly Physiotherapist services were launched this year to benefit the elderly. Hence, specialized physiotherapy & gynecology services served 600 patients. Initiated Assistive Device distribution, 34 elderly & specially abled were aided with Assistive

devices viz. Walking stick, Tripod, crutches, walkers & wheelchairs enhancing mobility, leading to an improved quality of life.

Nayi Kiran (Menstrual Health Management)

The project focuses on Sensitizing & capacitating communities on Menstrual Health Management (MHM), Sustainable Menstrual Health & hygiene practices and informed product choices to ensure safe reproductive health.

During the year, project sensitized **57,386** women, men, adolescent Girls & Boys through awareness generation and capacity building activities and have strengthened its roots across 5 blocks of Korba district viz. Korba, Podi Uproda, Kartala, Pali and Katghora.

Towards promoting MHM Friendly environment at schools, MHM Awareness sessions were held at 60 Govt middle, secondary & Higher secondary schools of Korba District (100% coverage at Sec & High Sec. Schools of Korba block i.e. 25% District) sensitizing 14,900+ Adolescents, on the subject matter. 70+ Teachers across district capacitated as 'MHM Sathis' for enabling MHM-friendly environment at schools viz. advocating for dignified infrastructure, disposal facilities & fostering supportive environment to improve experiences of Menarche, address frequent absenteeism leading to dropout, promote gender equality and delegate information regarding the safe menstrual practices.

Promoting inclusivity, Special needs MHM sessions & Workshops held with over 90 specially abled Adolescents & caregivers at Divya Jyoti School, only government school in Korba for differently abled. Towards sustained institutional change developed Specialized modules (Braille & Terracotta) for Sessions with Specially-Abled. Additionally, the year witnessed first ever Reusable cloth pad stitching workshop with specially abled for providing safe menstrual health management alternatives, reducing dependency, and fostering inclusivity.

Promoting Sustainable solutions, created awareness on informed choice & sustainable solutions like Reusable cloth pads, for providing safe, accessible, affordable & environment friendly menstrual health management alternatives to rural & tribal communities towards a sustained adoption of hygienic practice and ending the challenges of period poverty. 'Stitch My own Pad Campaign' capacitated over 3,000 women, adolescent girls, teachers & health workers on stitching & hygienic use of Reusable cloth pads. Also involving 'Men in Menstruation' by training 1,300+ boys for an inclusive & supportive enabling environment.

Community Cleanliness & hygiene, the year witnessed a combined approach towards ensuring sensitization on Sanitation & community cleanliness along with Menstrual hygiene for an overall healthy environment in communities. Over 2,000 adolescents sensitized on Menstrual Health & Hygiene, Community Cleanliness & Sanitation, and Deaddiction awareness. In line with promoting cleanliness & hygiene for overall community healthcare, conducted Cleanliness Drives (Safai Mahotsav) with Nagar Nigam ensuring sustainable waste management and fostering community ownership towards clean neighborhoods. Over 3,000 adolescent girls, boys, and women, along with the presence of the village residents, Panchayat members, Teachers, cleaning staff members and the Sarpanch/Parshad, actively participated in the drives.

To bring about a sustained behavioral change, capacitated over **200** Frontline workers (Anganwadi workers & ASHA) across the district as **Master trainers- Torchbearers cum leaders of change in the community**. These frontline workers have further sensitized 2000+ adolescent girls & women, fostering the change at grassroot levels.

Celebrating Periods, MHM week celebrated with communities to acknowledge the acceptance of the subject matter, organized revolutionary campaign on creation of MHM friendly spaces - 150+ Medical Shops & Clinics taking the pledge to openly embrace menstrual conversations and transparent packaging, Ratri Chaupal (Film Screening on MHM), Saas bahu- Maa Beti Sammelan (learning with games) Rallies breaking the silence, poster & period bracelet making & Wall paintings etc. are a testament to the resilient communities on Menstruation.

BALCO Medical Centre

BALCO Medical Centre envisages a society where people are free from the menace of cancer. The BALCO Medical Centre (BMC), a 170-bed tertiary oncology facility - a flagship initiative of the Vedanta Medical Research Foundation (VMRF). Aims to bring ultra-modern, multi-modality diagnostic and therapeutic facilities within easy reach of India's population at an affordable cost. It is in Naya Raipur, Chhattisgarh, and patients from different parts of the country visit the centre.

During the year, 11,375 people availed healthcare services from the hospital. BMC served in remote regions through Health screenings, camps, health talks and diagnostic services, going above and beyond. Inaugurated State-of-The-Art Chemotherapy Center in spoke model, closer to the vicinity of the public at Raipur resulting in less waiting time for patients.

Launched a state-of-the-art Mammography Van, a mobile unit dedicated to providing accessible and comprehensive cancer screening. The van will bring **'cancer care closer to home'** promoting early detection and intervention for improved outcomes.

Around 60 NRDA housekeeping personnel were screened for cervical and breast cancer prevalence using methods like doctor consultation, pap smear, USG breast and mammography. 9 health camps were held in Nandghars for the prevention, awareness, and diagnosis of 652 women, while 6 health talks were addressed to 533 people. Over 1295 individuals received assistance through 27 camps hosted in Chhattisgarh, Odisha, and MP. Additionally, in collaboration with ICDS, we trained more than 50 frontline workers from the Ambuja Foundation, SAKHI, and state government Frontline workers to raise awareness in villages and offer door-to-door services.

◆ WOMEN'S EMPOWERMENT

Unnati

The project focuses on strengthening women into Self Help Groups (SHGs) and develop their capacities and skills for entrepreneurship and sustainable livelihoods. During the year, 19 new SHGs (Self Help Groups) formed with 222 women, taking total to 531 SHGs involving 5741 women with 2087 women economically engaged. The cumulative SHG savings was ₹ 1.2 Cr., signifying financial resilience and independence. 90% of SHGs reported regularity in meetings and the average inter loaning increased among 97% of SHG groups.

7 established Microenterprises- UnaTex (Textile), Dekoratti (Art & Craft), Chhattisa (Food items), UnaTea (Tea Unit), Cleanaila (Cleaning Products), UnNaree (Sanitary Pads), and Mushroom Unit have further expanded their product range from 12 to 44 products viz. Pickle, Mandla art, Saree printing, Handkerchief etc. Providing SHG's a broader avenue of entrepreneurial opportunities. Over 1,400 women have been trained under these 7 established Microenterprises and a revenue of ₹ 10 Lacs have been generated through these Microenterprises. Chattisa and UnNaree Micro Enterprises are now FSSAI and ISO certified.

Additionally, 15 exposure visits have been organised, providing over 80 women with valuable insights into product development, sales, and marketing strategies, thereby honing their entrepreneurial acumen. Moreover, Unnati products have been showcased at prestigious platforms Pali Mahotsav, Technex'24 at IIT BHU, State Mining Minister's conference in Bhopal and also marketed at Vedanta Cultural Festival in Delhi Haat highlighting the recognition garnered by its products.

65 Nano enterprises were also supported to promote entrepreneurship & strengthen women run small businesses viz. Tiffin service, Dona Pattal, Cosmetic, Stitching etc. run by 118 SHG women. Aiding an average additional income of ~₹ 3,500 per women per month.

On International Women's Day "Unnati Utsav" was zestfully celebrated with community women and adolescent girls and employees. The celebration witnessed 1,000+ participants who showcased their enthusiastic participation in games and cultural events. Women linked with various Micro & Nano enterprises also exhibited their entrepreneurship skills by setting up food 20+ stalls. 16 zealous community members were recognized and felicitated who had contributed immensely for the development of the community in the areas of entrepreneurship, bringing social change and community leadership for benefit of all.

◆ COMMUNITY ASSETS CREATION

Community Infrastructure Development

Infrastructure development in the communities provides an opportunity to improve their quality of life. The intervention aims at addressing the infrastructural gaps in the socio-economic development of the communities with upgradation of the existing facilities. The activities of this year included Renovation of 14 Schools & 18 Anganwadi's, Construction of 2,100+ Meter Cement Concrete Road and Construction of Box-Culvert Bridge, cumulatively benefiting 6,500+ community people.

◆ EMPLOYEE ENGAGEMENT

At BALCO the socio-economic development of the community is of paramount importance. We are dedicated towards empowering the local community and establishing a connect between the community members and employees to establish a relationship based on 'trust'. The employee engagement initiatives act as a bridge to achieve this connect. During the year, 508 employees and 427 Business Partners volunteered, contributing **410+** manhours, cumulatively for activities like:

- ◆ **Wish Tree Initiative**, gifts to the kids of the nearby communities, fulfilling their wishes.
- ◆ **Mentoring** – Taking classes of Students on various subjects under Connect.
- ◆ **Value Added Modules** – Taking soft skill building sessions in Vedanta Skill School.
- ◆ **Blood Donation Drive** - Highest single day contribution at district & state level.

- ◆ **Let's Do Ropai** – Sowing in the fields of farmers for transplantation of paddy.
- ◆ **Rejuvenation Drive**- for check dam and community Pond at Dondro village.
- ◆ **Cleanliness Drive**- Joining hands for cleaning water body site at Parsakhola village.
- ◆ **Science Mitras** – Mentored students from govt. schools for preparing & presenting science models.
- ◆ **Nikshay Mitra**- Financial support for six months for Nutritious Diet to TB patients undergoing medication.
- ◆ **Shiksha Sahayogi**- Financial support provided for re-enrolment of Drop out children.
- ◆ **Able Minds Able Hearts**- Connecting with especially abled through Art & storytelling.

◆ SAFETY

In order to promote safety in communities, 75 safety trainings on Road, Fire & Home safety and various Safety campaigns were organized reaching out to 2,000+ community members & school children and students at Vedanta Skill School. **35** traffic signages have been installed across **10** areas to enhance road safety for both drivers and pedestrians. These road safety-related signs have been put up in various, strategic places, raising awareness among **4,000+** community members, drivers of moving vehicles and walkers alike.

◆ ANIMAL WELFARE

Animal Welfare

Animal welfare initiatives in line with TACO, the animal welfare organization of Anil Agarwal Foundation, Vedanta and District Veterinary department round the year. The initiatives included **Reflective Collar drive** for over 1,500 stray cattle, enhancing their visibility for nighttime safety, minimizing accidents, and ensuring their well-being on roads and in communities, Vaccination of over 100 stray dogs on **International Rabies Day** towards making the community rabies free.

Other Initiatives like **Water Bowl Challenge** to alleviate the adverse effects of scorching heat on stray animals and birds by placing ecofriendly earthen water bowls in the communities. Apart from this, we also spread awareness on wildlife conservation through wall paintings on **International Tigers Day**, for wildlife conservation, feeding drive for stray dogs in the community on **International Dog Day** and Free Animal Health Camps for farm animals

at Nand Ghars were undertaken towards the welfare of animals for a peaceful coexistence.

◆ AWARDS

During the year, BALCO's CSR efforts were appreciated and recognized by

- 6th Edition ICC Social Impact Awards for 'Reducing Child Mortality and Improving Maternal Health' for "Arogya" along with Governors Scroll of Honour by Governor of West Bengal, Dr C V Ananda Bose- Recognition of BALCO's excellence in the sphere of CSR.
- First Runner up at India's Largest Nutrition Platform- Glenmark Nutrition Awards 2024- Rise World Summit 2024 amongst 300+ organizations.
- Recognized by District Health & Education department for Active Participation & Support provided during - 67th National Baseball Competition 2023-24 at Korba.
- Recognition by Chhattisgarh Govt for highest single day blood donations at State- 1000+ Blood Units collected.
- 'Company with Best CSR Impact Award' Received at 10th India CSR Summit & ESG forum hosted by 9th Dalmia Bharat CSRBOX Awards.

■ RISK MANAGEMENT

Your businesses are exposed to a variety of risks, which are inherent to a global natural resource's organisation. Risk management is embedded in the organisation's processes and the risk framework helps the organisation meet its objectives by aligning operating controls with the mission and vision of the Company. Risk evaluation and management is an ongoing process within the Organization. Your Company has comprehensive risk management policy which is periodically reviewed by the Risk Management Committee.

Our management systems, organisational structures, processes, standards, and code of conduct together form the system of internal controls that govern how we conduct business and manage associated risks.

Formal discussion on risk management happens in business level review meetings at least twice in a year. Major risks identified by businesses and functions are

systematically addressed through mitigating actions. Risk officers have also been formally nominated at operating businesses level, to develop the risk-management culture within the businesses. During the Financial Year ended on 31st March 2024, the risk management was discussed once in every quarter at the business level, and half-yearly with the Audit Committee, with briefing to the Board.

In the opinion of the Board, none of the risks faced by the Company threaten its existence.

■ MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION AND CHANGE IN NATURE OF BUSINESS

There have been no material change(s) and commitment(s), except elsewhere stated in this report, affecting the financial position of the Company between the end of the financial year of the Company i.e., March 31, 2024, and the date of this Report. There has been no change in the nature of business of the Company during the financial year ended on March 31, 2024.

■ SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

The Company does not have any Subsidiary, Associate and Joint Venture Company.

■ DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS

There is no difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the banks or financial institutions.

■ OTHER DISCLOSURES

- ◆ There was no revision in the financial statements.
- ◆ There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.
- ◆ There were no frauds reported by the Auditors u/s 143(12) of the Companies Act, 2013.
- ◆ There were no applications made or any proceedings pending against the Company under the Insolvency and Bankruptcy Code, 2016 during the year.

■ APPRECIATIONS AND ACKNOWLEDGMENTS

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication, and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain an industry leader.

The Board of Directors would also like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, government and regulatory authorities, customers, vendors, members, and debenture holders during the year under review. Your Company looks upon them as partners in its progress and has shared with them the rewards of growth.

Your Directors also take this opportunity to thank all Shareholders, Clients, Vendors, Banks, Government and Regulatory Authorities for their continued support.

For and on behalf of the Board of Directors

Dated: 19th April 2024

Sd/-

SK Roongta
(DIN-00309302)
(Chairman)

Sd/-

Rajesh Kumar
(DIN-09586370)
(CEO & WTD)

Annexure-A:

Annexure To Director's Report

A) CONSERVATION OF ENERGY:

a. Energy conservation measures taken:

Various initiative taken, and trials conducted in Pot line to achieve the benchmarking parameter in pot lines.

- Specifics: Lowest ever specific power consumption in BALCO i.e., 13,627 KWHr/Mt against previous best of 13,647 KWHr/Mt in FY22. (~ 100 KWHr/Mt better than FY23)
- Lowest ever Auxiliary power consumption i.e., 442 KWHr/Mt (previous best achieved 455 KWHr/Mt in FY22)
- Specifics: Lowest ever Net Carbon Consumption in FY24, i.e., 0.4129 Mt/Mt (previous best achieved 0.4133 Mt/Mt in FY22).
- Specifics: Lowest ever Specific Alumina consumption in FY24, i.e., 1.931Mt/Mt (previous best achieved 1.932Mt/Mt in FY19).

HSES Measures:

- HSES: First ever 100% HFO to LSHS transition in Metal IBU to Slash SOx emission reduction by 70% and other harmful substances by 80%.
- HSES: First time deployment of electric forklifts in BALCO (6 Forklifts) with aim to reduce diesel consumption and CO2 emission with 100% implementation.
- Installation of HF analyser in both Potlines.
- Carbon: Zero LTI in Carbon & CHs for FY24

Key Projects-

- 100% graphitised pots installaton-Fully Implemented in all pots.
- Aux reduction by Conversion of HP Compressor to LP Compressor
- Process Optimization
- Pot controller parameter optimization

Various initiative taken, and trials conducted in the Power Plant to achieve the benchmarking parameter.

Reduction in Auxiliary power consumption of 1140 MW from 8.90% (FY23) to 8.80% (FY24) due to following initiatives: -

- Complete FF bag replacement in 1200 MW U#1 & U#2.
- CHP belt utilization improvement in 1200 MW & 540 MW.
- One CW Pump operation in 1200 MW & 540MW.
- Compressor replacement in CPP 540MW

Reduction in Specific Coal Consumption from 709 gms/KWHr to 698 gms/KWHr due to following initiatives: -

- Condenser Tube Cleaning & Replacement in 540 MW unit.
- CT fills replacement in U#1 & U#2 of 540 MW unit.
- Turbine HIP rotor, seal and diaphragm replacement in CPP 540 U#1 & in IPP 600 U#1.
- APH Basket & Seal Replacement in IPP 600 U#1.
- New High efficiency APH Basket installation in CPP 540 U#1.

b. Additional Investment

- BALCO's Indigenous copper Onset and Full Copper (collector bar) relining design Cells started and running stable (Pot 1,734 – Copper onset; Pot no 1,411 Full Copper Collector bar)
- Increased in volume of modified Jumbo coil in place of flip coil to 9.4 KT in FY24 against 2.3 KT in FY23, savings of approx ₹ 1.1 Cr. in WR packing cost.

c. Recognition and system implementation for energy Improvements

- Exemplary performance at Chapter Conventions on Quality Concepts (CCQC)
- BALCO has been conferred with "Most Active Industry in Certificates Market" award by Indian Energy Exchange (IEX)

	Particulars	Unit	2023-24	2022-23
1	Hot Metal			
i	Electricity	Kwh/MT	13,627	13,713
2	Propenzi Rod			
i	Electricity	Kwh/MT	138	130
ii	Furnance Oil	Ltr/MT	5	5
3	Ingots			
i	Electricity	Kwh/MT	38	34
ii	Furnance Oil	Ltr/MT	9	8
4	Rolled Product			
i	Electricity	Kwh/MT	1,281	1,169
ii	Furnance Oil	Ltr/MT	135	122

Excludes capitalised quantity

	Particular	Unit	2023-24	2022-23
1	Electricity: Own Generation			
	Units	M.KWH	10,656	7,649
	Total Amount	₹ in Crs	3,777	3,793
	Average Rate	₹/KWH	4	5
2	Coal (Used in Boiler House)			
	Quantity	MT	80,90,147	61,34,385
	Total Amount	₹ in Crs	2,876	3,240
	Average Rate	₹/MT	3,555	5,282
3	Furnace oil & Light Diesel Oil			
	Quantity	KL	26,330	3,403
	Total Amount	₹ in Crs	143	34
	Average Rate	₹/KL	54,271	98,806

Excludes capitalised quantity

B) TECHNOLOGY ABSORPTION

FORM B

Research and Development (R&D)

a) Specific areas in which R&D carried out by the Company

- ◆ Detoxification of SPL through outside party 20.1 Kt SPL Sold in FY24.
- ◆ Antioxidant Anode Coating without any additives trail being taken in FY24 to reduce NCC.
- ◆ LAB Scale Trial completed for Recovery of Graphite from Shot Blast Dust and Patent Applied.
- ◆ Woking on CCUS with “Caliche”.

Customer & New Product development

- ◆ PFA 4-W segment – Maxion Wheels, Steel Strips, Maruti; Alloy Wire Rod – Havells, KEI, Dynamic Cables; AISi - APL Apollo

- ◆ Premium customer (Minda) volume has increased from 500-600 Mt/Mon. to 1800-2000 Mt/Mon.
- ◆ Successful trail of EC wire rod in export market, supplied in Vietnam and received positive feedback.
- ◆ New product Circle developed and successful trial at customer site for 3003 alloy.
- ◆ OSL Coiler OD increased from 500mm to 510mm (New Vendor developed for critical part, Potential gain ~600 \$/Mt).

Digitization

- ◆ Coal quality reconciliation process automation for determining the quality of coal received & provide valuable insights for improvement.

- ◆ Coal control tower to monitor inbound coal receipt & provide real time tracking of coal vehicles.
- ◆ Coal pile thermal monitoring to prevent GCV degradation and fire incident.
- ◆ Implementation of MES & Indigenous Advanced Analytics with Simulator in NCRM. Improvement in 5% increase in CRP production.
- ◆ D-gasser Unit is attached with MES Online system.

b) Benefits derived as result of R&D

- ◆ Aux Power reduction by Conversion of HP Compressor to LP Compressor. Gain: 18 kWh/Mt
- ◆ 100% graphitised pots installation - 25 pots in the benefit of 10 kwh/Mt in entire pot line is derived.

c) Future plan of action

- ◆ **Power:**
 - i. HIP turbine blade replacement with improved design.
 - ii. Replacement of FF bags in 1200MW
 - iii. HPH replacement in 540 unit.
 - iv. Replacement of CT fills in 1200MW
 - v. Condenser online tube cleaning system installation in 540 MW & 1200MW.
- ◆ **Metal:**
 - i. Aux Power reduction by Installation of New Generation Compressor involved a Capex of ₹ 6 Cr.
 - ii. Aux Power reduction by Installation of Intelligent Flow Controller (IFC) involved a Capex of ₹ 46 Lacs.
 - iii. Installation of BALCO Lining Design Pots for reduction of specific Power reduction in Pot Line-1.

- iv. BALCO Lining design implementation to reduce specific power consumption in Potline-2.

d) Expenditure on Research and Development (R&D)

(₹ in Crores)		
Particulars	FY24	FY23
Capital Expenditure	-	-
Recurring Expenses	3.78	2.08
Total Expenditure	3.78	2.08
R&D Expenditure as a % of total turnover	0.03%	0.02%

e) Technology absorption, adaptation, and innovation

- i. Efforts made for technology absorption.
 - ◆ EH oil Tank N2 blanketing in 540MW & 1200 MW unit.
 - ◆ HFO to LDO conversion
 - ◆ APH efficiency improvement by basket replacement with advance profile
- ii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Not applicable.

C) FOREIGN EXCHANGE EARNINGS AND OUTGO

Activities relating to exports; initiatives taken to increase exports; development of new export markets for products and services and export plans:

The initiatives taken by the Company in product development/production of new products have improved the export potential of the Company's products.

Total foreign exchange used and earned during FY24 is as below:

Foreign exchange earnings: ₹ 1,775 Cr.

Foreign exchange outflow: ₹ 4,224 Cr.

Annexure-B:**Form No. MR-3***[Pursuant to section 204(1) of the Companies Act, 2013 and rule**No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]***SECRETARIAL AUDIT REPORT****For the financial year ended 31st March 2024**

To,

The Members,

BHARAT ALUMINIUM CO LTD

Aluminium Sadan Core -6 scope Office Complex 7,

Lodhi Road, New Delhi, Delhi, 110003

CIN: U74899DL1965PLC004518

Authorised Capital: ₹ 5,00,00,00,000/-

Paid up Capital: ₹ 2,20,62,45,000/-

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by BHARAT ALUMINIUM CO LTD (hereinafter called the Company). 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.

Further this report of even date is to be read along with Annexure-A attached with this report.

Based on my verification of the BHARAT ALUMINIUM CO LTD 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 31st March, 2024 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 for the financial year ended on 31st March, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder, Provisions of this act are not applicable to the Company.

- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings. Provisions of this act are not applicable to the Company.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (vi) The management has identified and confirm the following law as specifically applicable to the company:
 - a. Employees State Insurance Act, 1948

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements (LODR) entered into by the Company with Stock Exchange, said provisions are not applicable to the Company.

During the period under review and as per the explanations and clarifications given to us and the representation made by management, the Company has generally complied with the provision of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above. We further report that compliance of applicable financial laws including Direct & Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by Statutory Auditors and other designated Professionals.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Companies Act, 2013. Further, it was found that during the FY 2023-2024 the re-appointment of two Independent Directors i.e. Mr. Anoop Kumar Mittal and Mr. Dindayal Jalan was approved through Nomination and Remuneration Committee and Board of Directors and is yet to be approved the by the Members by passing Special Resolution as per Section 149(10) of the Companies Act, 2013.

As per the information and explanation provided, 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 except for the meetings convened at shorter notice with due compliance of Act and Secretarial Standards, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views, if any are captured and recorded as part of the minutes.

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.

I further report that during the audit period there were no instances of:

- (1) Public / Rights / Preferential issue of shares / sweat equity.
- (2) Buy-back of securities.
- (3) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013.
- (4) Merger / amalgamation / reconstruction etc.
- (5) Foreign technical collaborations.

For, Nitin Agrawal & Co.

CP No. 11931

Date: 12/04/2024

Place: Raipur (C.G.)

Sd/-

Nitin Agrawal

(Proprietor)

M No: **F-9684**

Peer Review Certificate No: **2989/2023**

UDIN: F009684F000104262

Annexure-A

To

The Members,

BHARAT ALUMINIUM CO LTD

Aluminium Sadan Core -6scope Office Complex 7,
Lodhi Road, New Delhi, Delhi, India, 110003

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For, Nitin Agrawal & Co.

CP No. 11931

Date: 12/04/2024

Place: Raipur (C.G.)

Sd/-

Nitin Agrawal

(Proprietor)

M No: **F-9684**

Peer Review Certificate No: **2989/2023**

UDIN: F009684F000104262

Annexure-C:

Annual Report on Corporate Social Responsibility (CSR) Activities

1. Brief Outline on the CSR Policy of the Company

Bharat Aluminium Company Limited firmly believes in the coexistence of business and communities and is committed to the development of an eco-system of prosperity in the society around operations. As a responsible corporate citizen, we aim “To empower and support communities specially neighbourhood communities in achieving greater economic and social well-being”. As part of our CSR policy, we believe in partnering with government agencies, development organisations, corporates, civil societies & community-based organisations to implement long term sustainable initiatives.

We also believe that our employees have the potential to contribute towards building strong communities through sharing their knowledge and expertise. Hence,

we proactively create opportunities whereby employees can also connect and contribute.

The Company complies with Section 135 of the Act and the approach is focused on long-term programmes aligned with community needs and national priorities, including Sustainable Development goals.

At Bharat Aluminium Company limited, business success is not just about profits and shareholder returns. We believe in pursuing wider socioeconomic and cultural objectives and have always endeavoured to not just live up to it, but to try and exceed the expectations of the communities in which we operate.

The detailed CSR Policy of the Company is available on Company's website at: https://d2z1l9uefzbzxd.cloudfront.net/wp-content/uploads/2023/03/CSR_Policy_19th_May_2021.pdf

2. The composition of CSR Committee is as under:

Sl. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. S.K. Roongta	Chairman, Independent Director	02	02
2	Mr. Rajesh Kumar	Member, CEO & Whole Time Director	02	02
3	Ms. Nirupama Kotru	Member, Government Nominee Director	02	02
4	Mr. A.K. Mittal	Member, Independent Director	02	02

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

Composition of CSR Committee: <https://www.balcoindia.com/about-us/balco-team/composition-of-committees-of-board/>
 CSR Policy https://d2z1l9uefzbzxd.cloudfront.net/wp-content/uploads/2023/03/CSR_Policy_19th_May_2021.pdf
 CSR projects approved by the Board - <https://www.balcoindia.com/csr/annual-action-plan/>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report)

- NA

5. (a) Average net profit of the company as per sub-section (5) of section 135: ₹ 1821.43 Cr.
- (b) Two percent of average net profit of the company as per sub-section (5) of section 135: ₹ 36.43 Cr.
- (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: NIL
- (d) Amount required to be set-off for the financial year, if any: ₹ 36.43 Cr.
- (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: NIL

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 15.38 Cr.
- (b) Amount spent in Administrative Overheads: ₹ 0.75 Cr.
- (c) Amount spent on Impact Assessment, if applicable: NIL
- (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ 16.13 Cr.
- (e) CSR amount spent or unspent for the Financial Year:

Amount Unspent (in ₹)

Total Amount Spent for the Financial Year (in ₹)	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
16.13 Cr.	NIL	NIL	NIL	NIL	NIL

- (f) Excess amount for set-off, if any: ₹ 16.13 Cr.

Sl. No.	Name of Director	Amount (in ₹)
(1)	(2)	(3)
(i)	Amount of surplus contribution being carried forward from previous years	62.88 Cr.
(ii)	Two percent of average net profit of the company as per sub-section (5) of section 135	36.43 Cr.
(iii)	Total amount spent for the Financial Year	16.13 Cr.
(iv)	Excess amount spent for the Financial Year [(i)-(ii)] + (iii)]	42.58 Cr.
(v)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	-
(vi)	Amount available for set off in succeeding Financial Years [(iv)-(v)]	42.58 Cr.

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

1 Sl. No.	2 Preceding Financial Year(s)	3 Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	4 Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	5 Amount Spent in the Financial Year (in ₹)	6 Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		7 Amount remaining to be spent in succeeding Financial Years (in ₹)	8 Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1	FY-23	NA	NA	NA	NA	NA	NA	NA
2	FY-22	NA	NA	NA	NA	NA	NA	NA
3	FY-21	NA	NA	NA	NA	NA	NA	NA

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes ☐ No ☒

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

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

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
1	2	3	4	5	6		
					CSR Registration Number, if applicable	Name	Registered address
NA	NA	NA	NA	NA	NA	NA	NA
NA	NA	NA	NA	NA	NA	NA	NA

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

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) – NA

Sd/-
(Chief Executive Officer or
Managing Director or Director).

Sd/-
(Chairman CSR Committee).

[Person specified under clause (d)
of subsection (1) of section 380]
(Wherever applicable) - NA

Annexure-D:

Nomination Policy

1. Legal Framework & Objectives

Section 178 of the Companies Act, 2013 ("Act") read with the applicable Rules thereto require the Nomination and Remuneration Committee ("NRC") of the Board of Directors of every listed company, among other classes of companies, to:

- a. Identify persons who are qualified to become directors and who may be appointed in a KMP role in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- b. Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- c. Devising a policy on diversity of the Board of directors.
- d. Specify the manner and criteria for effective evaluation of the performance of the Board, its committees, and individual directors to be carried out either by the Board, by the Committee or by an independent external agency and review its implementation and compliance. Basis the performance evaluation results of independent directors, decide whether to extend or continue their term of appointment or not.
- e. Recommend to the Board of directors a policy relating to the remuneration of the directors, KMP and other employees including SMP.

This policy shall act as a guideline on some of the above-mentioned objectives of the NRC.

2. Definitions:

- a. **Board** means Board of Directors of the Company.
- b. **Committee** means the Nomination & Remuneration Committee
- c. **Directors** mean Directors of the Company.
- d. **Independent Director** means as provided under clause 49 of the Listing Agreement and/or under the Companies Act, 2013.
- e. **Key Managerial Personnel (KMP)** means: -
 - ◆ Chief Executive Officer or the Managing Director or the Manager;

- ◆ Whole Time Director;
- ◆ Chief Financial Officer;
- ◆ Company Secretary; and
- ◆ Such other officer as may be prescribed

- f. **Senior Management** means personnel of the Company who are members of its core management team excluding the Board of Directors and including Functional Heads, viz., the Executive Committee (EXCO) of the Company.

3. Composition and Chairmanship

The membership of the Committee shall consist of at least three non-executive directors, out of which not less than one half shall be Independent Directors. The Chairperson of the Company (whether executive or non-executive) may be appointed as a Member but shall not chair such committee. The Chairperson of the committee shall be an independent director and shall be appointed by the Board. In case the Chairperson is not present at any committee meeting, the members present at the meeting shall, amongst themselves, elect a Chairperson for that meeting. The membership of the Committee shall be disclosed in the annual report.

4. Appointment and Removal of Director & KMP:

The Committee shall evaluate the balance of knowledge, skill, professional & functional expertise, industry orientation, gender, age etc. on the Board and, in the light of this evaluation, prepare and recommend to the Board, a description of the role and capabilities required for a particular appointment. In case of Directors, and KMPs, in addition to the above specifications the NRC shall ensure that the potential candidates possess the requisite qualifications and attributes as per the Applicable Laws. With respect to removal of any Director and KMP, the NRC shall in consultation with either the Chairman, other Directors or CEO (as appropriate), review the performance and/or other factors meriting a removal and subject to the provisions of the applicable Laws and the Articles of Association of the Company, recommend to the Board its course of action.

5. Board Familiarization and learning:

The NRC will adopt a structured program for orientation and training of Independent & Non-Executive Directors

at the time of their joining so as to enable them to understand the Company - its operations, business, industry, and environment in which it operates. The company has a separately defined Familiarization Program for the Directors which also focus to update the Directors on a continuing basis on any significant changes therein so as to be in a position to take well-informed and timely decisions.

6. Performance Evaluation of the Board, its committees, and individual directors:

Each year, the NRC will formulate the criteria and the process for evaluation of performance of the Board, Individual Directors, Chairperson, and the Committees of the Board and recommend the same to the Board. The evaluation shall be carried out either by the Board, by the Committee or by an independent external agency and the NRC shall review its implementation and compliance with Applicable laws as well as the criteria and process layout.

The evaluation of the Independent Directors shall be done by the entire Board of directors which shall include:

- a. Performance of the directors; and
- b. Fulfilment of the independence criteria as specified and their independence from the management as specified under applicable Laws.

Directors who are subject to this evaluation shall not participate in their own evaluation. The independent directors of the Company shall hold at least one meeting in a year, without the presence of non-independent directors and members of the management and all the independent directors shall strive to be present at such meeting. The independent directors in their separate meeting shall, inter alia:

- i) Review the performance of non-independent directors and the Board of directors as a whole.
- ii) Review the performance of the chairperson of the listed entity, taking into account the views of executive directors and non-executive directors.
- iii) Assess the quality, quantity and timeliness of flow of information between the management of the listed entity and the Board of directors that is necessary for the Board of directors to effectively and reasonably perform their duties.

Basis the evaluation results, the NRC will make its recommendations to the Board on the appointment/ re-appointment / continuation of Directors on the Board.

7. Board Diversity:

The Committee in their nomination process and while making recommendations to the Board shall endeavour to have an optimum combination of directors from different fields/walks such as Management, Legal, Finance, Marketing, Human Resources, Bureaucracy, Public Policy etc. and adequate representation of Women directors on the Board. While reviewing the composition of the Board, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above.

8. Succession Planning:

The NRC shall draft and recommend to the Board a succession plan for the appointments made to the Board of Directors as well as KMPs. The NRC shall review such plan on an annual basis and recommend revisions, if any, to the Board. The NRC shall work with the management and follow the following process for effective succession planning:

- i) Assessment of potential employees and creation of a leadership pool.
- ii) Development of the talent pool through actions such as involvement in strategic meetings, leadership workshops with top management, coaching, anchoring, job rotations, role enhancement, council memberships and involvement in cross function projects etc.

REMUNERATION POLICY

The Committee will recommend policy relating to remuneration payable to Directors, Key Managerial personnel, and Senior Management. The same shall be subject to the approval of the shareholders of the Company and the Central Government, wherever required.

Guiding Principles of the Executive compensation program are:

- Alignment with Business Strategy and Level of Responsibility & Impact: As employees progress to higher levels in the organisation, their performance has a greater direct impact on the strategic initiatives and business results.
- Fixed/ Base Salary Decisions: The Executives' fixed salary shall be competitive and based upon the industry practice and benchmarks considering the skill & knowledge, experience, and job responsibilities.

- **Pay-for-Performance:** A large portion of each Executive's total compensation is linked to the achievement of Company and individual performance goals. Such variable compensation is "at risk", and rewards performance and contributions to both short-term and long-term financial performance of the Company.
 - a. **Performance Bonus Plan:** The Performance Bonus Plan rewards contribution to the achievement of the Company's annual financial, strategic, and operational goals and individual KRAs. The Performance Bonus drives high performance culture to achieve the organisation's objectives by differentiating rewards based on performance. The performance will be related to the fulfilment of various targets and attainment of business objectives, both at the Company and individual level.
 - b. **Short/Long Term Incentives:** Executives' compensation is linked to long-term stock price appreciation, and shareholder value creation through the Company's Long-term Incentives (LTI) plan. The LTI Plan balances Executives' performance orientation and decisions to deliver on the short-term business outcomes with the long-term performance of the Company, both on financial and non-financial parameters.
- **Competitive in Marketplace:** We compete for talent globally. In order to attract and retain a highly skilled workforce, we must remain competitive with the pay of other employers who compete with us for talent.

Remuneration to Non-Executive / Independent Director

a) Sitting Fees

The Non-Executive Director/Independent Director may receive remuneration by way of fees for attending the meetings of the Board or Committee thereof provided that the amount of such fees shall not exceed Rupees One Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

b) Stock Options

An Independent Director shall not be entitled to any stock options of the Company.

c) Yearly Fee/Commission

The yearly fee/commission may be paid within the monetary limit approved by the shareholders subject to the limit not exceeding 1% of the net profit of the Company as per the applicable provisions of the Companies Act 2013.

Interpretation

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and rules prescribed therein, as may be amended from time to time and per the Listing Agreement with Stock Exchange(s) as may be amended from time to time, shall have the meaning respectively assigned to them therein.

Amendments in Law

Any subsequent amendment/modification in the Companies Act, 2013 and/or the listing agreement and/or other applicable laws in this regard shall automatically apply to this Policy.